

Fine Organic Industries Limited

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Date: July 25, 2025

To BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400 001	To National Stock Exchange of India Limited Plot No. C/1, "6" Block, Exchange Plaza Bandra Kurla Complex, Bandra (East) Mumbai - 400 051
Security Code: 541557	Symbol: FINEORG

Sub: Annual Report under Regulation 34 (1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations')**Dear Sir/Madam,**

Pursuant to Regulation 34 (1) of the Listing Regulations, please find enclosed herewith the Annual Report of the Company for the financial year 2024-25 along with the Notice of the Annual General Meeting to be held on Thursday, August 21, 2025, at 11:00 a.m. (IST) through Video Conferencing (VC)/ Other Audio-Visual Means (OAVM).

In accordance with the relevant circulars issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India, the Annual Report along with the Notice of the Annual General Meeting are being dispatched electronically to those Members whose email IDs are registered with the Company/ KFin Technologies Limited ("Registrar and Transfer Agents" of the Company) /Depository Participants.

We request you to disseminate the above information on your website.

Thanking you,

For Fine Organic Industries Limited**Pooja Lohor**
Company Secretary and Compliance Officer
Membership No. A28397

Encl: as above



ROOTED and BOUNDLESS

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For more investor-related information, please visit:

<https://www.fineorganics.com/investor-relations/financial-information/annual-reports>

Or simply scan to view the online version of the report.



Investor Information

Market Capitalisation as of March 31, 2025	₹12,285 Cr.
CIN	L24119MH2002PLC136003
BSE Code	541557
NSE Code	FINEORG
Bloomberg Code	FINEORG:IN
AGM Date	August 21, 2025
AGM Mode	Video Conferencing/Other Audio Visual Means

Disclaimer: This document contains forward-looking statements regarding expected future events, business performance, and financial results of Fine Organic Industries Limited ('the Company'). These statements are based on certain assumptions and are subject to inherent risks and uncertainties. Actual results may differ materially from those expressed or implied in these forward-looking statements due to a variety of factors, including but not limited to economic conditions, market dynamics, regulatory changes, and other unforeseen developments. Readers are cautioned not to place undue reliance on these forward-looking statements. The Company undertakes no obligation to publicly update or revise any forward-looking statements, whether as a result of new information, future events, or otherwise, unless required by applicable law. This document should be read in conjunction with the assumptions, risk factors, and qualifications detailed in the Management Discussion and Analysis section of this Annual Report, which collectively form an integral part of this disclaimer.

About The Report

The contents of this report have been developed with a focus on the most material aspects of our operations. These include the significant indicators of our performance, our impact on and engagement with key stakeholder groups, our commitment to sustainability, and the level of disclosure recommended by the International Integrated Reporting Council (IIRC).

— This report complies with the disclosure requirements of BSE Ltd. and National Stock Exchange of India Limited regulations and includes all applicable eligibility criteria. Its structure and content are aligned with the Framework Guidelines issued by the Value Reporting Foundation (formerly IIRC).

The standalone and consolidated financial statements have been prepared in accordance with the Indian Accounting Standards (Ind AS).

Our key stakeholder groups include employees, suppliers, customers, shareholders, business partners, local authorities and the communities in which we operate.





Base to Beyond

Every story begins with a foundation, and ours is built on a deep sense of purpose, resilience and connection.

At Fine Organic Industries Limited, we are grounded in values that have stood the test of time: integrity, innovation and a commitment to quality.

These roots run deep, anchoring us through every challenge and guiding us through every transformation.

But we are not limited by where we began. Our roots give us the strength to reach further.

Today, we stand at the exciting edge of possibility; growing, evolving and expanding into new geographies, new ideas and new partnerships. Our ambition is boundless, fuelled by a vision that looks beyond what is and imagines what could be.

The hand represents the Company's firm foundation; its values, people and principles. It is steady, intentional and rooted in the earth.

The kite, on the other hand, dances freely in the sky. It catches the wind and rises, untethered in spirit, limited only by the length of the string.

This is the Company's vision, innovation, and pursuit of success, soaring to new heights, navigating change and embracing vast possibility.

The string is the connection, delicate yet strong.

Together, the image tells a story: a company that stays firmly rooted, never losing sight of where it comes from, even as it reaches higher and farther than ever imagined.

Rooted and Boundless.

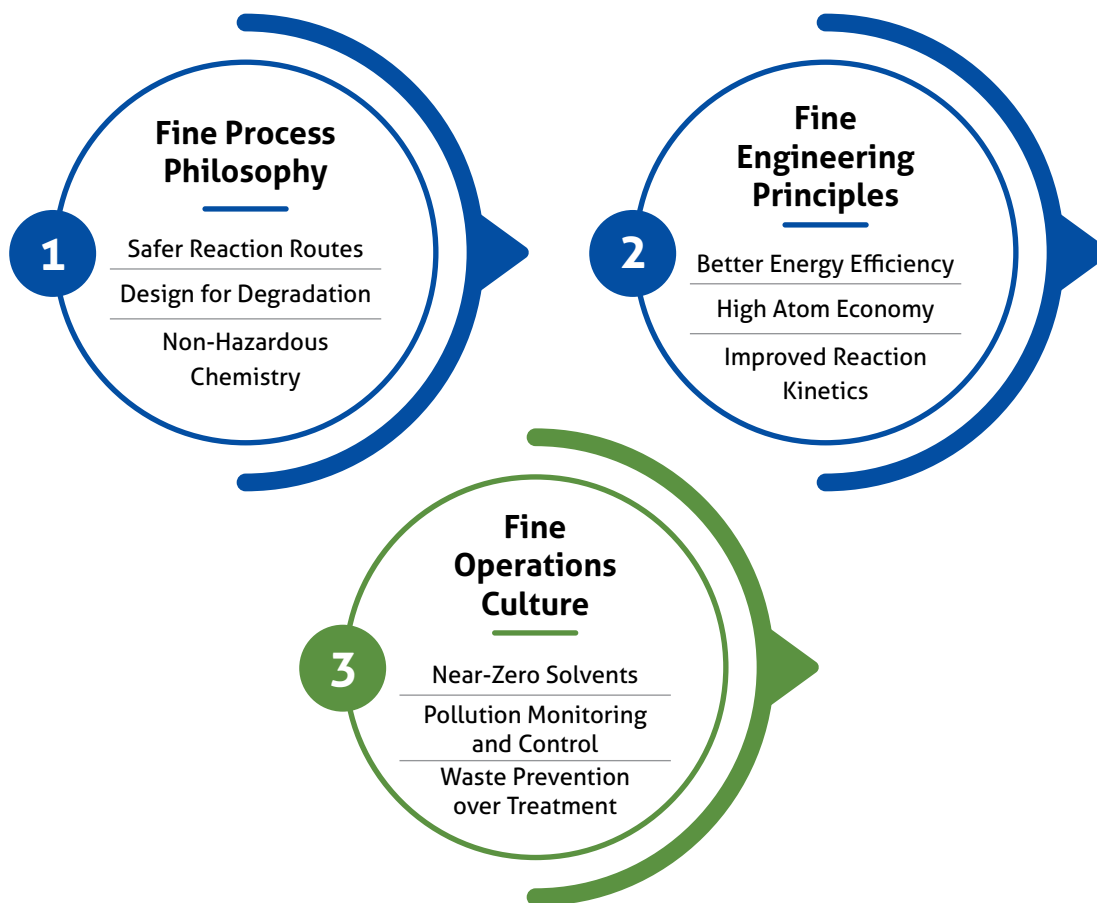
Boundless in aspiration, but rooted in purpose.

What Sets Us Apart

What truly distinguishes Fine Organics is its unwavering commitment to delivering innovative, sustainable solutions that serve diverse industries across the globe. This philosophy is exemplified in our pioneering work with oleochemical-based specialty additives designed to deliver high performance while upholding the highest standards of environmental responsibility.

Our approach is deeply rooted in the 12 Principles of Green Chemistry, as articulated by Paul T. Anastas and John C. Warner. These principles have long guided our processes, product development and corporate culture, enabling us to craft responsible, future-ready solutions that create enduring value for our customers, communities and stakeholders.

Principles of the Green Chemistry Concept

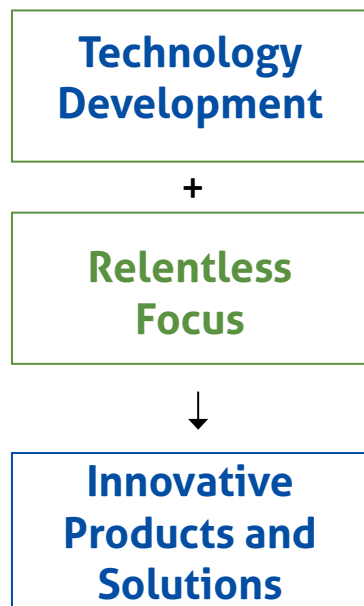


Expertise in Oleochemistry

Fine Organics has established itself as a globally respected player in specialty additives, with strong Indian roots and a growing international footprint. Our deep expertise in oleochemical-based technologies enables us to deliver high-performance solutions tailored to a wide range of industrial needs.

- ▶ Proven track record as a pioneer in specialty additives development, with a comprehensive portfolio of solutions used in everyday applications.
- ▶ Advanced technical know-how that enhances product performance, safety, and sustainability across diverse formulations.
- ▶ Innovation-driven approach focussed on delivering customised, value-added technologies that address evolving customer and market needs.
- ▶ A trusted partner to industries such as foods, polymers, animal nutrition, personal care, and coatings.
- ▶ Our products are integrated into daily life, playing a vital role in improving quality, consistency, and functionality of end-products.

Backed by decades of domain expertise, Fine Organics continues to redefine benchmarks in green chemistry and performance enhancement, shaping the future of specialty additives.



A Diverse Range of FINE Products

Pioneered the introduction of food emulsifiers in the Indian market

Diverse and extensive range of polymer additives

Trusted supplier of essential base ingredients for the cosmetics and pharmaceutical industries

Wide portfolio of functional additives for animal nutrition and coating applications



A FINE Choice for Customers: Products That Are:

Environment-friendly Additives

Non-toxic Formulations

Compliant with Regulations

Safe and Sustainable

Hazard-free Solutions

Process Efficient

About Fine Organics

Future. Nature.

With a legacy spanning over five decades, **Fine Organic Industries Limited** ('Fine Organics' or 'the Company') has firmly positioned itself as a pioneer in high-performance specialty additives in India. Today, the Company stands as a globally recognised player, proudly anchored in Indian roots.

Fine Organics' core strength lies in its solution-oriented approach and unwavering commitment to innovation. It manufactures a comprehensive range of plant-based, oleochemical-derived specialty additives used across industries such as foods, polymers, cosmetics, coatings, lubes and other specialty applications. With a portfolio of over 600 specialty additives tailored to meet diverse industrial needs, the Company has become synonymous with quality consistency, sustainability, and customer centricity.

Its manufacturing facilities in Ambernath, Badlapur, Dombivli and Patalganga form the backbone of its domestic operations and global supply chain. Further strengthening its domestic manufacturing base, Fine Organics has acquired approximately 30-acre site at the Jawaharlal Nehru Port Authority Special Economic Zone (JNPA SEZ) in Mumbai to support future capacity expansion and export-oriented production.

At the same time, the Company has commenced trial production through a joint venture in Thailand for a technically advanced product. As part of our ongoing global expansion strategy, Fine Organics is in the process of establishing subsidiaries in key international markets.

The Wholly Owned Subsidiary of the Company, Fine Organics Americas LLC, has acquired approximately 159.92 acres of land in Union County, South Carolina, USA. The Company has initiated planning and development activities for a full-fledged manufacturing facility at the site. This facility will strengthen our presence across North, Central, and South America.

Additionally, Fine Organics is in the process of setting up a subsidiary in the United Arab Emirates (UAE) to establish a local commercial presence and improve supply chain efficiency across the GCC countries.

These strategic initiatives are expected to expand our production capacity, strengthen our global footprint, and provide improved access to key international markets. We remain committed to serving our customers worldwide with increased agility and reliability.

1

VISION

To become a preferred supplier of oleochemicals derived green additives globally

2

MISSION

- » To use our expertise in oleochemistry and build a compelling portfolio of specialty green additives and ingredients for various end-user applications
- » To expand infrastructure for research and manufacturing
- » To develop a lean, empowered team that is aligned with the organisation's core values

3

VALUES

- » **Integrity**
To display trust, responsibility, and accountability in building lasting relationships with customers and stakeholders
- » **Execution Excellence**
To demonstrate pride, passion, and professionalism
- » **Customer-First**
To anticipate and fulfil customer needs
- » **Entrepreneurial Thinking**
To convert unconventional ideas into action with positive impact

Our Defining Numbers

50+

Years of Experience

869

Number of Employees

7

Manufacturing Facilities

1

R&D Facility

33

Scientists

6

Zero-Liquid Discharge Plants

34%

Female Employees

600+

Product Strength

Our Approach ►

Guided by a forward-looking mindset and a strong commitment to sustainable growth, the Company continues to reinforce its market position through well-aligned strategic initiatives across its core focus areas.

Developing
New
Products

Improving
Process
Technology

Exploring
New
Markets

Expanding
Capacities

Specialised Business Model

Supported by well-established R&D and fully integrated in-house manufacturing capabilities, Fine Organics has established itself as a leading player specialty additives industry. Its ability to deliver high-quality, performance-driven solutions to both domestic and international markets reflects a business model built on innovation, operational efficiency and deep industry expertise.

Limited Players in the Market

The manufacturing of green additives is a highly specialised process that requires proprietary technologies and advanced technical expertise, creating significant entry barriers for new competitors. Fine Organics leverages its strong R&D capabilities

and deep domain knowledge to develop innovative products and unique technologies. This strategic advantage not only differentiates the Company within the industry but also enables it to capitalise on first-mover opportunities.

Deeply Entrenched Customer Relationships

The Company's R&D initiatives are strategically aligned to enhance production efficiency, improve the quality of existing products and develop innovative additives and downstream solutions. These focussed efforts enable the Company to respond to evolving customer

needs with precision and agility. Over the years, this approach has built a strong foundation of trust, driven by consistency, technical collaboration and value-added innovation. In turn, it fosters long-term relationships with customers across geographies and industries.



Technical Know-How as a Strategic Strength

Entering the oleochemical-based green additives sector requires advanced technological expertise, strong R&D capabilities and substantial investment in formulation and process development. Fine Organics has successfully overcome

these barriers by leveraging its well-established in-house manufacturing infrastructure, a culture of continuous innovation, and a steadfast commitment to meeting diverse customer requirements with technical excellence.

Adherence to Evolving Industry Standards

The specialty additives industry is governed by stringent regulatory frameworks given its implications for human health and environmental safety. Fine Organics ensures full compliance with global safety and environmental standards by offering eco-friendly, oleochemical-based additives that align with

evolving regulatory requirements and sustainability goals. Its manufacturing facilities also adhere to internationally recognised norms for quality, safety and environmental management, reinforcing its commitment to responsible and sustainable operations.



Journey to Success

Rooted in strong foundations and driven by a forward-looking vision, Fine Organics has evolved through a series of purposeful milestones. From pioneering manufacturing innovations to building global partnerships and pursuing future-ready expansions, every chapter of its journey reflects resilience, strategic foresight, and an unwavering commitment to sustainable, long-term growth.



Fine Organics has established itself as a trusted global partner in the specialty additives space. By leveraging deep market insights, a robust supply chain, and strict adherence to international quality standards, the Company caters to a diverse clientele across food, polymers, cosmetics and other high-growth sectors. As global demand for sustainable, high-performance additives continues to rise, Fine Organics remains committed to expanding its international footprint through continuous innovation, operational agility, and long-term partnerships.

The Company has reinforced its market leadership through a strong domestic presence, supported by strategically located manufacturing facilities. Its

growing pan-India and global distribution network enhances its ability to serve a wide range of industries with consistency and speed. With ongoing investments

and capacity expansions, Fine Organics is well-positioned to meet rising demand across markets while maintaining industry-leading standards of quality and service.

Diversified Customer Base

890+

Direct Customers

240+

Distributors Strength

80+

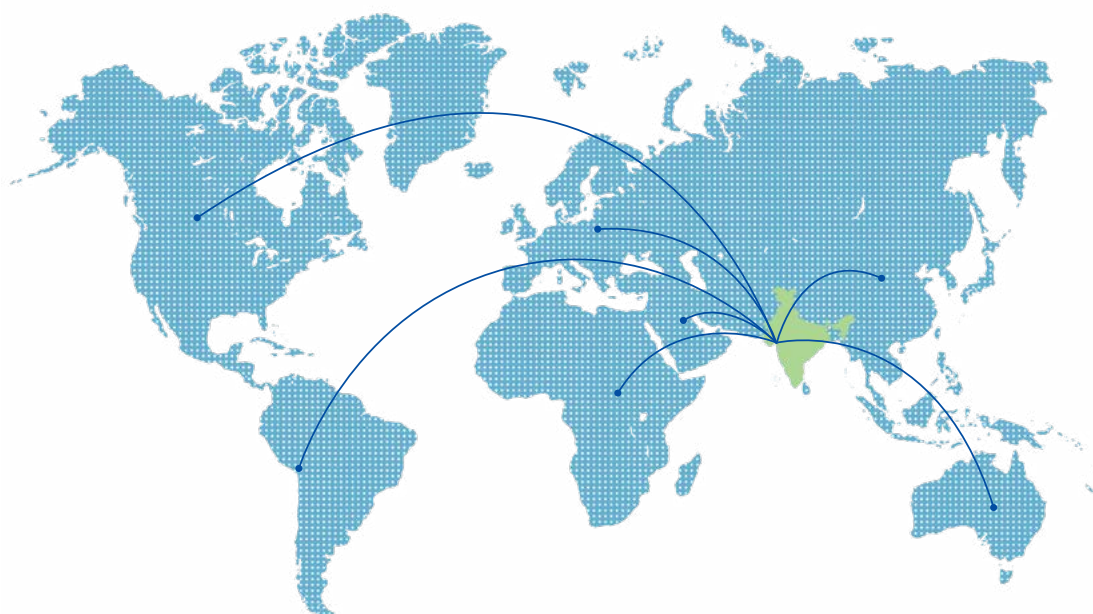
Countries Served

5,400+

Customers Reached

USA+EUROPE

Warehouse Presence



Disclaimer: This map is a generalised illustration only for the ease of the reader to understand the locations, and it is not intended to be used for reference purposes. The representation of political boundaries and the names of geographical features/states do not necessarily reflect the actual position. Our Company or any of our Directors, officers or employees cannot be held responsible for any misuse or misinterpretation of any information or design thereof. Our Company does not warrant or represent any kind of connection with its accuracy or completeness.

Our Diverse Product Suite

FINE Solutions

Drawing on a rich legacy and a strong foundation in green chemistry, Fine Organics develops specialty additives that touch multiple facets of everyday life—from food and plastics to cosmetics, coatings, and beyond. At the same time, the Company's relentless pursuit of innovation ensures its products continue to evolve in response to the dynamic and emerging needs of industries and global markets.

As a leading Indian manufacturer with deep expertise in food emulsifiers, Fine Organics takes pride in its expanding and diversified product portfolio. Leveraging its strengths in oleochemistry, the Company has developed a wide range of polymer additives. In the CosPha segment, its additives

serve as essential base ingredients in numerous skincare formulations. With a consistent focus on innovation and functionality across diverse industries, Fine Organics has earned a solid reputation as a trusted market leader.



Our Expansive Portfolio

Food Ingredients

- 1 Our additives play a vital role in improving the quality of food products, enhancing their structural integrity, and extending shelf life.

Polymer Additives

- 2 Customised to meet various requirements, our polymer additives enhance a wide range of plastic and rubber products, guaranteeing both versatility and optimal performance.

Personal Care Ingredients

- 3 Our emollients facilitate the creation of diverse cosmetic structures, ensuring long-term stability, heightened sensory perception, and chemical stability for sensitive active agents.

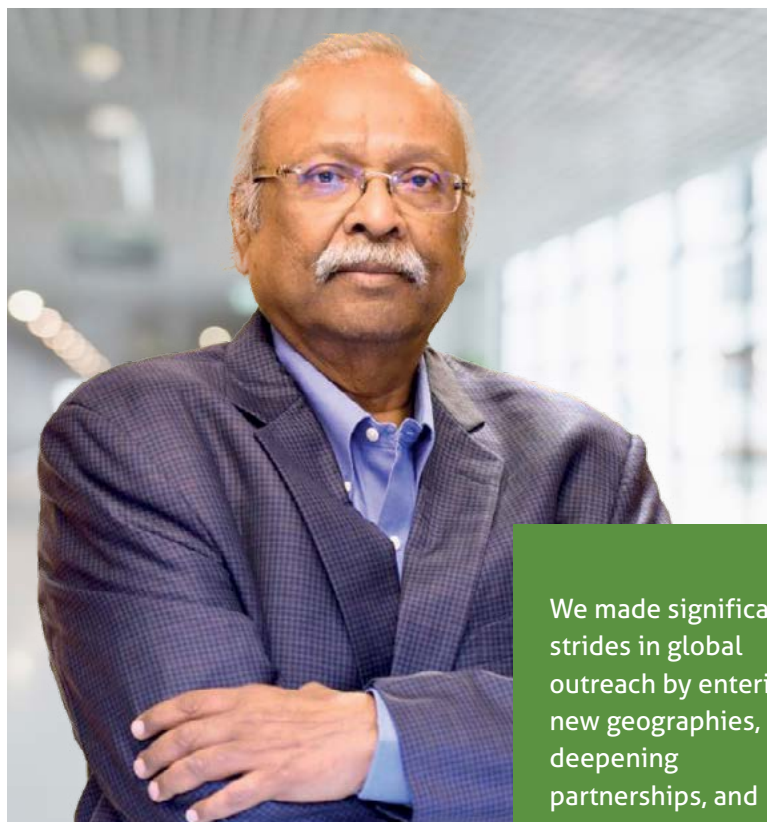
Specialty Additives

- 4 Our coating additives enhance the appearance and usability of coatings, elevating their overall quality.

Feed Ingredients

- 5 Providing a sustainable alternative, our feed nutrition additives replace harmful antibiotics, optimise feed efficiency, and offer technical advantages to end products.

Chairman's Communique



We made significant strides in global outreach by entering new geographies, deepening partnerships, and participating in leading international platforms.

Dear Shareholders,

As Fine Organics celebrates 55 years, we look back with pride at our journey from a modest start in 1970 to becoming a trusted global name in specialty performance additives. Driven by clear values and a focus on responsible chemistry, we remain committed to creating long-term value across industries and borders.

This milestone year marks both reflection and renewed momentum. With a strong foundation built on

innovation, diversification and strategic growth, we are well-positioned for the future.

Adapting to Change, Sustaining Growth

Despite global uncertainties and shifting market dynamics, we stayed agile and forward-looking. As the specialty additives space evolves, Fine Organics is ready to lead through sustainable, customised and high-performance solutions.

We continued to focus on four strategic pillars - new application developments, global expansion, innovation and capacity building. This approach is delivering results, with stronger exports and new domestic opportunities taking shape.

Even in a challenging global environment, we moved ahead with courage and clarity, guided by purpose and powered by innovation.

Growth with Purpose

At Fine Organics, success is not measured by size alone. It is defined by our consistency, humility in leadership, and pursuit of responsible growth. This enduring ethos shapes who we are and guides our future.

We are advancing our digitalisation agenda through targeted investments aimed at improving operational efficiency and enabling decision-making. Our commitment to ESG is deepening, with sustainability becoming an integral part of our supply chain, operations, and innovation roadmap.

Our people remain at the heart of our success. We continue to foster a culture of curiosity, collaboration and lifelong learning, empowering our teams to lead change with agility. The trust and support of our stakeholders, customers, partners, investors, suppliers and employees remains our greatest asset. This shared trust fuels our pursuit of innovation, excellence, and sustainable progress.

Innovation-led by R&D

Innovation is core to our evolution. Our R&D team of scientists technicians and engineers is focussed on developing cutting-edge, high performance additives that address changing customer needs while aligning with global sustainability goals.

Our pipeline includes bio-based and biodegradable products across foods, cosmetics, polymers, packaging, coatings, and feed nutrition, offering safe and effective alternatives to traditional chemicals. This year, we reached a significant milestone by earning certification under the USDA BioPreferred® Program, reinforcing our position as a responsible, science-led solutions provider.

Commitment to Sustainability

We embed sustainability across all areas of our operations from waste minimisation and water conservation to energy-efficient production practices guided by the principles of Reduce, Reuse and Recycle (3R). Our additives play a crucial role in enabling safer, more sustainable industrial practices worldwide.

Scaling Our International Footprint

As part of our long-term vision to strengthen Fine Organics' global presence, I am pleased to share that we have taken significant steps towards expanding our international footprint.

We have established our wholly owned subsidiary, Fine Organics Americas LLC, in the United States of America. The subsidiary has acquired approximately 159.92 acres of land in Union County, South Carolina. Planning and development activities have commenced for a state-of-the-art manufacturing facility at the site. This will enable us to enhance our presence across North, Central, and South America, improve supply security for our valued customers, and tap into new growth opportunities.

Additionally, we are in the process of setting up a subsidiary in the United Arab Emirates (the UAE) to establish a local commercial presence and improve supply chain efficiency across the GCC countries.

These strategic global expansion initiatives reflect our commitment to increasing production capacity, strengthening supply reliability, and enhancing access to key international markets. We remain dedicated to building a resilient and future-ready Fine Organics for all our stakeholders.

Looking Ahead

As we look to the future, we remain confident in the enduring growth potential of our niche specialty additives sector. The rising global demand for sustainable, high-performance solutions puts Fine Organics in a uniquely advantageous position. Our strong R&D capabilities,

eco-conscious product portfolio, and expanding global footprint provide a robust platform for long-term success.

During FY 2024–25, our domestic and export businesses contributed 43% and 57% respectively to total revenue highlighting our ability to deliver balanced growth. Demand remained strong across domestic segments, while renewed momentum in exports helped us navigate geographic variability and market complexity.

Despite several cost-related headwinds particularly from rising raw material and utility prices in the second half, we responded with agility and process efficiency. Logistics costs, which were elevated earlier in the year, began to normalise by H2, aided by improved global freight dynamics.

At Fine Organics, we hold in the highest regard the continued trust and confidence of our stakeholders. It is this collective strength and shared belief in our values that empowers us to shape a resilient, forward-looking future for our customers, our people, and the world at large.

Best wishes,

Mukesh Shah
Chairman

From the MD's Desk



During the year, all our production facilities operated at near full capacity, a clear reflection of sustained demand and our commitment to operational excellence.

Dear Shareholders,

It's a pleasure to connect with you once again as we reflect on the progress made and the continued strides towards a successful and sustainable future. Your unwavering trust, confidence, and support have been instrumental in our journey. I am pleased to share the key milestones and achievements that Fine Organics attained during FY 2024–25.

Macroeconomic Overview

India's economy continued to demonstrate remarkable resilience amid global headwinds, with GDP

growth projected at a strong 6.5% for FY 2024–25. Despite persistent challenges, including a global economic slowdown, elevated interest rates, and geopolitical tensions, India remains one of the fastest-growing major economies.

This momentum is driven by rising private investments, strong domestic consumption, a young and dynamic workforce and increasing household incomes. Inflation has moderated and remained within the Reserve Bank of India's target range, further

contributing to macroeconomic stability. While global uncertainties continue to pose risks, India's strong fundamentals provide a solid platform for sustained growth.

Sustainable Chemistry. Scalable Opportunity.

The Indian specialty chemicals sector continued on its high-growth path, affirming its pivotal role within the broader chemicals ecosystem. The industry is benefitting from strong domestic demand and growing global interest, especially as multinational companies diversify their supply chains beyond China.

India's competitive advantages, including cost-efficient operations, abundant raw materials, and a skilled talent pool are further reinforced by sustained investments in R&D and operational excellence. Together, these factors have significantly enhanced the country's position as a reliable and strategic player in the global specialty chemicals landscape.

Within this evolving landscape, sustainability has emerged as a defining force. Consumers are increasingly mindful of the ingredients in the products they use whether in food, personal care or packaging, while regulatory frameworks are tightening around toxicity, carbon emissions, and biodegradability. Greater emphasis is also being placed on transparency and circular practices, prompting a fundamental shift in how chemicals are sourced, manufactured, and consumed.

Natural, renewable and biodegradable alternatives are no longer optional, but they are essential. In this context, oleochemicals have gained prominence as a sustainable and effective alternative, steadily replacing petroleum-based inputs in packaged foods, cosmetics, and plastics, among others. At Fine Organics, we are fully aligned with

this transition, advancing sustainable progress through continuous innovation and a deep sense of responsibility.

Strategic Expansion to Accelerate Growth

Building on this momentum, we achieved a major milestone with the acquisition of a 30-acre plot in JNPA Special Economic Zone (SEZ), Mumbai. This strategic investment reflects our long-term vision for purposeful and scalable growth, not just in terms of capacity, but in capability, innovation and global competitiveness.

I'm pleased to share that on April 3, 2025, we received Environmental Clearance from the Ministry of Environment, Forest and Climate Change (MoEFCC) for our proposed greenfield project at the JNPA SEZ. This approval marks a pivotal step in expanding our global relevance and deepening our operational footprint.

The JNPA project is poised to elevate our expertise in oleo chemistry and address rising global demand for sustainable specialty additives across key industries such as food, polymers, cosmetics, and coatings among others. This facility will play a critical role in enhancing our export capacity, strengthening backward and forward integration, and creating long-term stakeholder value.

During the year, all our production facilities operated at near full capacity, a clear reflection of sustained demand and our commitment to operational excellence.

Driving Innovation through Scalable R&D

To support our long-term growth and deepen our technological edge, we significantly scaled up our innovation infrastructure in FY 2024-25. Our new R&D pilot plant facility in Dombivli is now fully operational and plays a critical role in advancing large-batch trials and accelerating

commercialisation of new products.

This facility effectively bridges the gap between lab-scale innovation and full-scale manufacturing, enabling faster go-to-market timelines with enhanced precision and reliability. It stands as a testament to our commitment to innovation-driven, sustainable growth.

Our R&D efforts are firmly aligned with global sustainability priorities, driving innovation that delivers both environmental and economic value.

We are developing bio-based, safe feed additives to support eco-friendly animal nutrition, while also creating biodegradable, functionally enhanced additives for the personal care and processed food sectors. Additionally, we are advancing green polymers and formulation solutions that align with evolving regulatory standards and rising consumer expectations.

Beyond product innovation, we are also focussed on process optimisation enhancing resource efficiency, reducing carbon intensity, and enabling circular manufacturing practices.

With a cross-functional team of 33 technical experts, our innovation engine is future-ready, purpose-driven and deeply aligned with our vision of delivering value through science, sustainability and scale.

Our People: The Heart of Fine Organics

Behind all our progress are the people who make it happen. Our people are our greatest strength and their unwavering commitment even amid uncertainties, continues to drive our success. We remain deeply committed to their well-being by providing comprehensive health and insurance benefits, maintaining safe and supportive work environment and ensuring long-term job security.

Our goal is to be an employer of choice, one that empowers individuals, fosters a cultural

stability and inclusion and promotes excellence through care, trust and opportunity.

Celebrating Achievements and Recognition

We were honoured to receive the Sustainability Champion Award from the Roundtable on Sustainable Palm Oil (RSPO). This prestigious recognition is a powerful affirmation of our unwavering commitment to responsible sourcing, environmental stewardship, and innovation-driven excellence. It reinforces our resolve to integrate ethical and sustainable practices across our value chain and inspires us to keep raising the bar, where performance and purpose go hand in hand.

Concluding Thoughts

As I reflect on the past year, I am deeply grateful for your continued trust and belief in our journey. It is a privilege to lead Fine Organics and I remain inspired every day by the passion, dedication and perseverance of our team.

With a strong foundation and a forward-looking vision, we are well-positioned to navigate future opportunities and challenges, driven by innovation, resilience and an unwavering commitment to creating sustainable value.

The future holds immense promise, and I look forward with optimism and conviction, to all that we will accomplish together.

Best wishes,

Jayen Shah

Managing Director

Treading the FINE Path

Fine Organics continues to align its value-creation strategies with a dynamic operational landscape shaped by internal capabilities and external megatrends. Recognising these shifts is central to securing long-term sustainability as it enables the Company to proactively identify growth opportunities, mitigate risks, and make well-informed strategic choices. Looking ahead, Fine Organics remains focussed on leveraging its core strengths to accelerate progress and deepen engagement with emerging global trends.

Overview of the Indian Economy: A Bright Spot

Despite persistent global headwinds, the Indian economy continues to demonstrate resilience and sustained growth. India's GDP is projected to expand by 6.5% in FY 2024–25, reflecting another year of strong economic performance. This growth is supported by rising private consumption, increased capital investments and an export recovery. India is also poised to become the world's third-largest economy, surpassing Japan, a testament to its growing global economic influence.



Broadening Global Customer Footprint

Fine Organics continues to expand its international presence, supported by consistent R&D efforts and a deep understanding of evolving industry requirements. Its ability to deliver high-performance, customised solutions tailored to customer-specific needs has helped foster a loyal and expanding global clientele.

With rising population levels and shifting consumption patterns driving global demand, the Company's product portfolio is well-positioned to cater to diverse sectors. This not only reinforces Fine Organics' long-term growth trajectory but also enhances its relevance across key international markets.

Driving Sustainable Innovation

Sustainability remains at the core of Fine Organics' innovation agenda. The Company is committed to developing eco-friendly additives that offer safer, greener alternatives for diverse end use applications. These solutions address growing global demand for environmentally responsible products, while also supporting regulatory compliance and circular economy goals.

This commitment to sustainable innovation strengthens Fine Organics' competitive positioning in a market increasingly driven by environmental consciousness, aligning long-term growth with positive impact.



Exploring the Engines Behind Industry Growth



Food Ingredients

Key Additives and Ingredients

- » Emulsifiers
- » Starch Complexity Agents
- » Anti-fungal Agents
- » Viscosity Modifiers
- » Bakery products
- » Anti-blooming Agents
- » Anti-crystallisers
- » Anti-splattering Agents, among others

End-User Applications

- » Bakery & confectionery products
- » Biscuits & chocolates
- » Oil and fats
- » Dairy products
- » Beverages

Growth Drivers

- » Increased consumption of packaged foods
- » Increased number of end-user applications
- » People moving towards a busy lifestyle
- » Increase in convenience foods
- » Changing food habits



Polymer Additives

Key Additives and Ingredients

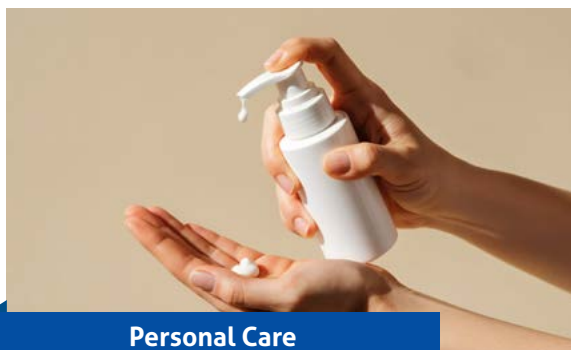
- » Lubricants
- » Anti-fogging Additives
- » Anti-static Additives
- » Anti-scratch Additives
- » Processing Aids
- » Flow Modifiers
- » Slip & anti-blocking Additives
- » Dispersants
- » Mold release Agents

End-User Applications

- » Packaging films
- » Bottle caps
- » Wires and cables
- » Biodegradable plastics
- » Furniture
- » Automobiles
- » Pipes and fittings
- » Footwear
- » Extended & molded articles
- » Composites
- » Elastomer
- » Engineering plastics

Growth Drivers

- » Recycling of plastics
- » Increased use of package materials/goods
- » Increased use of bioplastics
- » Increased use of plastic as a substitute of other materials
- » Demand for green polymer additives
- » Development of high performance polymer additives
- » Increasing urbanisation and replacement of metal and wood



Personal Care Ingredients

Key Additives and Ingredients

- » Emulsifiers
- » Emollients
- » Green Surfactants
- » Dispersants

End-User Applications

- » Skin care
- » Hair care
- » Baby care
- » Men's care
- » Cosmeceuticals

Growth Drivers

- » Growth in Tier II and III cities
- » Increased demand for men's cosmetics
- » Growing demand for cosmetics, personal care and home care products



Specialty Additives

Key Additives and Ingredients

- » Dispersing Agents
- » Emulsifiers
- » Wetting and Dispersing Agents
- » Defoamers
- » Anti-mar Additives
- » Slip Additives
- » Friction Modifiers
- » Anti-corrosion Agents
- » Anti-settling Agents

End-User Applications

- » Automotive lubricants
- » Roads and highway
- » Coatings for metal, and papers, among others
- » Other specialty applications

Growth Drivers

- » Increase in infra-projects
- » Growth in automobile sales
- » Increasing usage in industrial protective coating
- » Growing e-commerce
- » Increased demand for paint protecting coating
- » Growth in niche products
- » Increased use of specialty papers



Feed Ingredients

Key Additives and Ingredients

- » Natural Antibiotics
- » Nutritional Additives
- » Anti-fungal Additives
- » Moisture Optimisers
- » Energy Supplements
- » Palatability Improver
- » Immunomodulator
- » Multi-functional Supplements

End-User Applications

- » Poultry Feeds
- » Cattle Feeds
- » Aquaculture
- » Pet Foods

Growth Drivers

- » Growing health and safety awareness in the food processing industry
- » Increased demand for quality end products
- » Growing awareness about the healthy products

Driving Stakeholder Value through Prudent Initiatives

Inputs

Financial Capital

Fine Organics strives to deliver meaningful outcomes for all its stakeholders be it employees, shareholders, government bodies, or local communities by thoughtfully allocating capital across various facets of its operations.

Manufactured Capital

The Company's production units are strategically positioned close to major ports, enabling smooth international distribution and allowing it to provide timely, efficient service to its customers around the world.

Intellectual Capital

Fine Organics emphasises on research and consumer insights, using its in-house R&D expertise and proprietary technologies to create innovative solutions that reinforce the Company's brand identity and market presence.

Human Capital

The Company places great importance on the growth and well-being of its employees, nurturing a high-performance, customer-centric culture that is deeply rooted in its core values.

Social Capital

Sustainability and responsible reputation management form an essential part of the Company's business strategy. It strives to deliver meaningful value to its communities, business partners, workforce, and government bodies across every region in which they operate.

Natural Capital

Fine Organics emphasises on using natural resources responsibly across its manufacturing operations. The Company's sourcing practices are guided by a long-term commitment to sustainability and focus on reducing environmental impact throughout the supply chain.

Long-term Value Creation for Stakeholders

Customers

At Fine Organics, cultivating meaningful customer relationships is a key priority. The Company strives to stay closely connected with its clients to gain insights into their changing requirements, ensuring that it delivers solutions while continuously adapting its products to meet shifting market expectations.

Suppliers

Fine Organics places great importance on building partnerships with suppliers who share its values of innovation, technological advancement, and ethical practices. Transparent communication remains central to these collaborations, enabling the Company to identify areas for growth and continuously strengthen our supplier relationships.

Employees

Fine Organics promotes open and honest dialogue with its employees to enhance productivity and resolve issues efficiently. By nurturing an inclusive and collaborative workplace culture, the Company aims to build a shared sense of purpose and satisfaction in reaching its organisational goals.

Investors and Shareholders

The Company emphasises on open and transparent communication with its investors and shareholders. By maintaining ethical and trustworthy relationships with financial institutions, credit rating agencies, and investors, it secures timely support and funding, allowing the Company to pursue high-potential investment opportunities effectively.

Communities

Fine Organics places great importance on engaging with communities through transparent dialogue and meaningful relationships. The Company's efforts include promoting environmental responsibility and uplifting underprivileged populations residing near our facilities. Through initiatives aimed at enhancing local quality of life, preserving natural ecosystems, and supporting sustainable livelihoods, the Company reinforces its dedication to social impact. It also focusses on ensuring equitable access to education and healthcare for those in need.

Government/Regulators

At Fine Organics, working closely with local authorities plays a vital role in addressing policy priorities and strategic matters. The Company's structured planning approach allows us to craft strategies centred on regulatory compliance, clear interpretation of evolving laws, and maintaining seamless business continuity.

Output

Financial Capital

We are committed to strengthening financial health and long-term growth through strategic investments, while consistently delivering shareholder returns, fostering economic progress, and supporting community development.

Manufactured Capital

We continue to enhance supply chain flexibility and logistics efficiency to remain globally competitive and responsive to evolving market demands.

Intellectual Capital

We drive innovation, develop advanced products, enhance quality to sharpen our competitive edge, and build a strong, respected brand.

Human Capital

We are committed to empowering our workforce through training and support, fostering a culture that promotes well-being, excellence and productivity.

Social Capital

Our CSR initiatives, spanning education, healthcare and women's empowerment strengthens stakeholder trust and reinforce our commitment to sustainable development. Additionally, our oleochemical-derived additives and solutions help customers progress towards their environmental goals and prepare for a sustainable future.

Natural Capital

Our six Zero Liquid Discharge (ZLD) units exemplify our commitment to sustainability, helping us minimise environmental impact, preserve natural resources, and maintain full regulatory compliance. In line with this, we source nearly 86% of our raw materials from renewable vegetable sources.

FINE Bonds: Cultivating Engagement for Lasting Impact

At Fine Organics, stakeholders remain central to every decision. The Company is dedicated to delivering exceptional service and high-quality products, driven by core values and an unwavering commitment to excellence.

Stakeholder Group	Customers	Shareholders	Suppliers
Channels of Communication	Customer meets, online survey, emails, online grievance mechanism, video conference	Press releases, emails, media releases, Annual General Meeting, stock exchange intimations, website uploads	Events, emails, video conferences, meetings
Frequency of Engagement	Ongoing	Quarterly, half yearly, annually, as required	Quarterly, annually, as required
Purpose and Scope of Engagement	Product information, feedback, grievances, product-related queries, regulatory compliance, price changes	Financial performance, key risks and mitigation, operational highlights, share price appreciation, dividend distribution	Timely delivery, payment terms and conditions, quality and consistency of goods procured

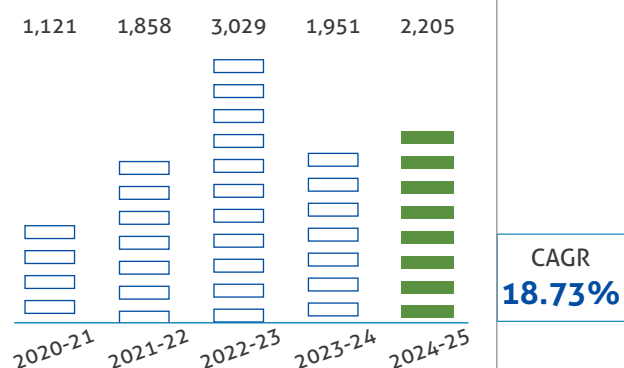


Communities	Government and Regulatory Authorities	Employees
Partnership with local charities, community visits	Annual Report, regulatory filings, facility inspections, one-on-one meetings	One-to-one interactions, emails, senior management meet, internal communication platforms
Ongoing	Annual and periodic	Ongoing
CSR activities, community complaints, awareness programmes, community development	Compliance and good governance practices	Career development, salary and benefits, work ethics, policy communication, team building

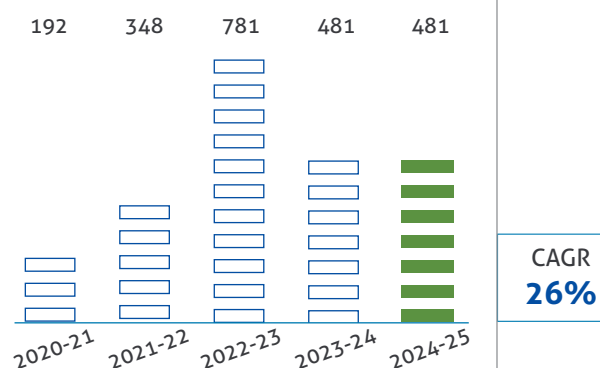
FINE Foundations: A Glimpse into Our Financial Growth

Strong financial stewardship forms the backbone of sustainable growth. At Fine Organics, our financial performance is a direct reflection of strategic discipline and operational excellence. By making thoughtful investment in equipment and research and maintaining rigorous oversight of resource utilisation, we ensure that every expenditure contributes meaningfully to long-term value creation. This disciplined approach aligns seamlessly with our vision for scalable, efficient and future-ready growth.

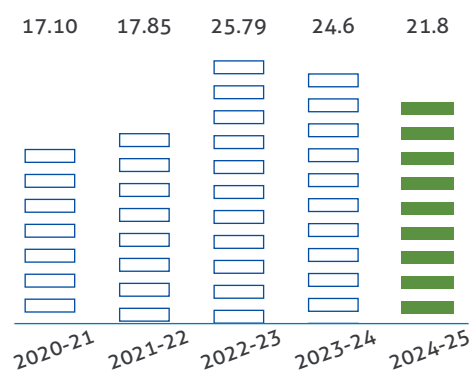
Revenue from Operations (₹ in Cr.)



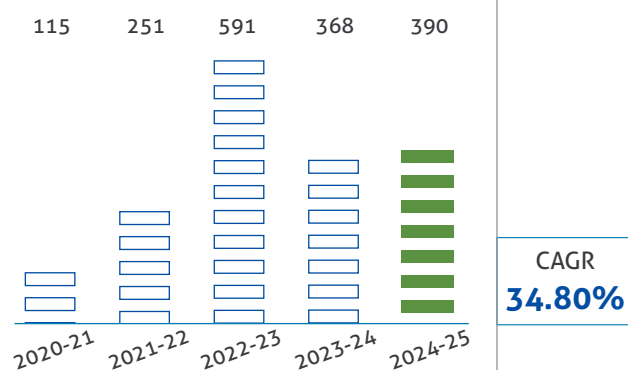
EBITDA* (₹ in Cr.)



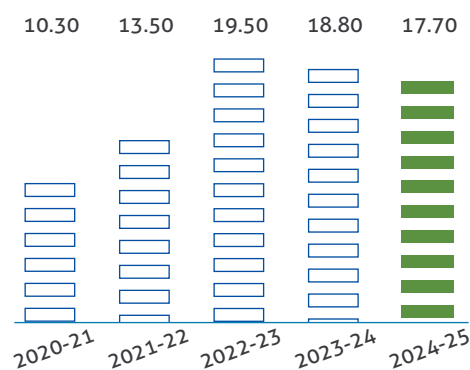
EBITDA Margin (in %)



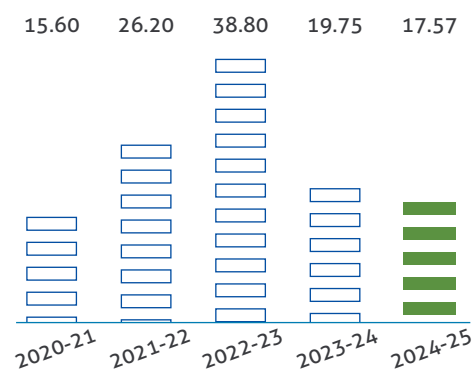
PAT* (₹ in Cr.)



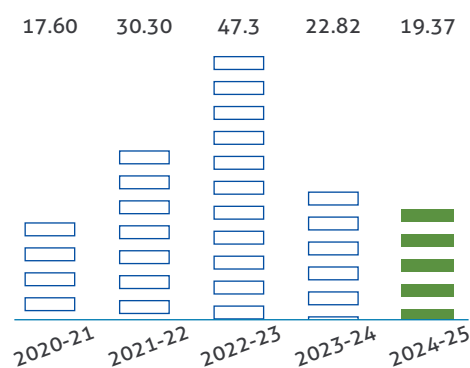
PAT Margin (%)



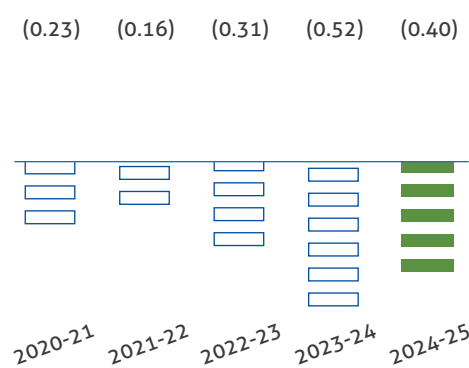
Return on Net Worth (%)



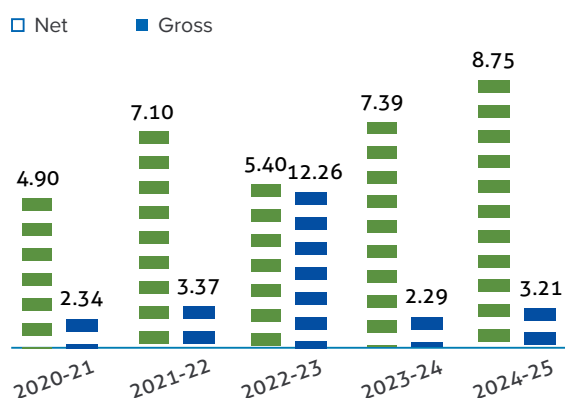
RoCE^{##} (%)



Debt Equity (x)



Fixed Asset Turnover (x)



EBITDA = Earnings Before Interest, Taxes, Depreciation, and Amortisation

RoCE = Return on Capital Employed

* PAT = Profit after Tax

Return on Net Worth = Net Profit after Taxes/Shareholders' Equity

Debt Equity = Total Debt/Shareholders' Equity

Return on Capital Employed = Operating EBIT/(Shareholders' Equity + Total Short-Term and Long-Term Debt)

Fixed Asset Turnover (Gross) = Revenue from Operations/Gross Amount of Fixed Assets, including Intangible Assets and Cost of Land

Fixed Asset Turnover (Net) = Revenue from Operations/Net Amount of Fixed Assets, including Intangible Assets and Cost of Land

FINE Craftsmanship: Advancing Excellence in Manufacturing

Fine Organics' manufacturing infrastructure is built on specialised facility design and cutting-edge technological capabilities. A key differentiator lies in our in-house team's deep expertise in designing and producing equipment in a highly cost-effective manner. This self-reliant approach not only drives operational efficiency but also safeguards proprietary processes, ensuring enhanced protection of intellectual property. By reducing dependence on external vendors, we strengthen our competitive edge and maintain tighter control over quality, innovation and scalability.



Plant Locations

Dombivli

Ambernath

Badlapur

Patalganga

Operational Efficiency

Fine Organics integrates environmental responsibility into the core of its operations by incorporating green technologies and sustainable practices from the ground up. Our in-house process design system leverages advanced automation technologies to streamline efficiency across every stage of production from raw material handling to final product packaging. These systems ensure the consistent, timely, and cost-effective delivery of high-quality products, reinforcing our commitment to excellence and enhancing overall customer satisfaction.

Quality Control

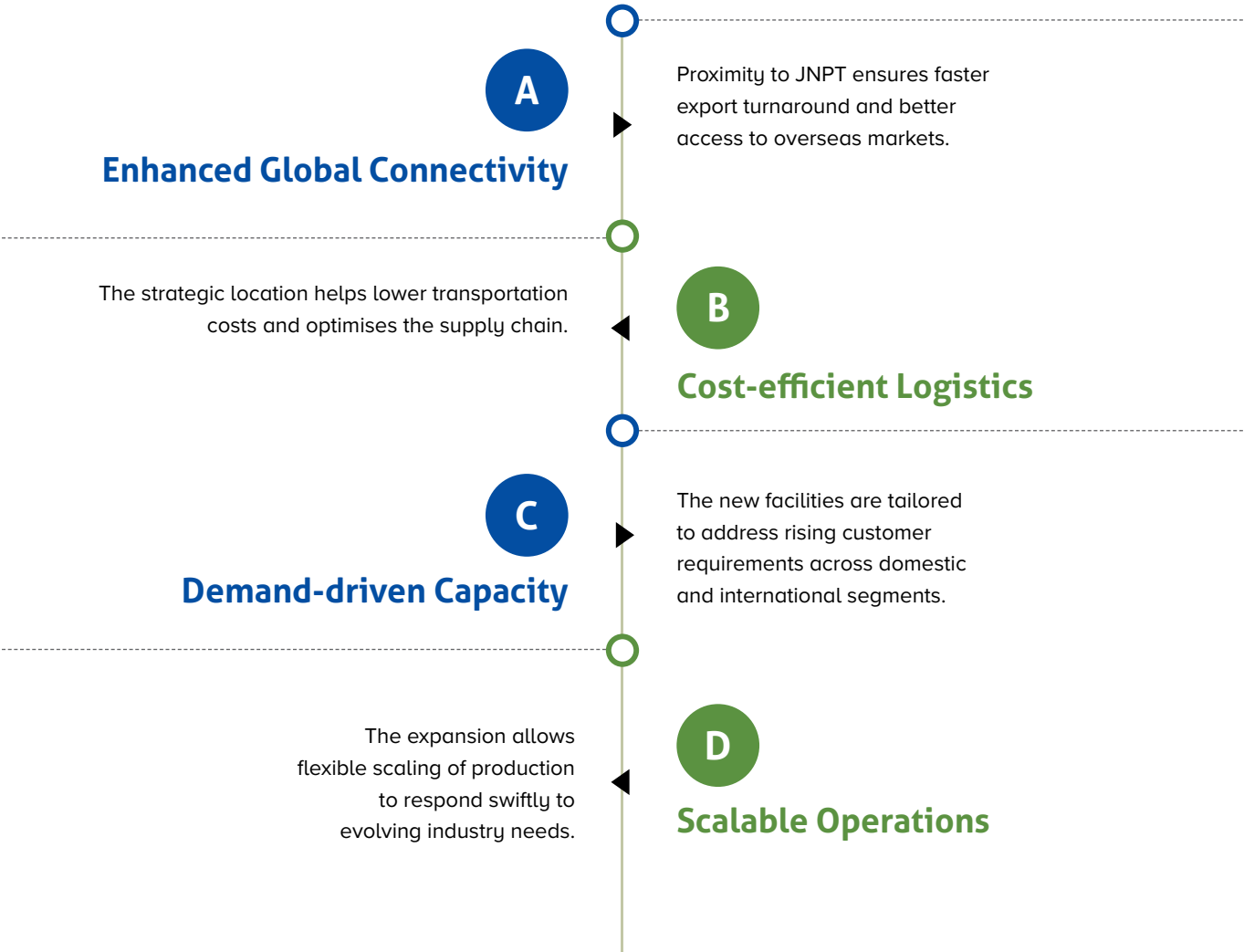
At Fine Organics, quality assurance is embedded seamlessly throughout the production lifecycle. Our advanced quality control systems are meticulously engineered to maintain product integrity from raw material sourcing to final packaging. Equipped with state-of-the-art analytical tools and rigorous testing protocols, our facilities ensure every batch meets defined specifications and adheres to global standards. This proactive and disciplined approach enhances product reliability, builds customer trust, and supports satisfaction across diverse markets.

Strategic Capacity Expansion

To meet growing domestic and international demand, Fine Organics is undertaking targeted expansion initiatives that significantly enhance its manufacturing capabilities. A cornerstone of this strategy is a major Greenfield project near JNPT, being developed under our SEZ subsidiary. This upcoming facility will serve as a key hub for international markets, offering substantial logistical advantages.



Key Benefits of the Expansion





The FINE Edge: Advancing Towards the Future with Purpose and Progress

At Fine Organics, research and development form the cornerstone of our pursuit of excellence. We continuously invest in enhancing production processes, improving product quality and pioneering new additives and downstream solutions. Our R&D efforts are grounded in a deep understanding of customer needs, ensuring that every innovation is purposeful, relevant, and solution oriented. By seamlessly aligning scientific inquiry with real-world applications, we remain at the forefront of innovation in specialty additives delivering meaningful value across industries and geographies.



Research and Development

Continuous Innovation

Fine Organics' advanced R&D capabilities form the backbone of its diverse and evolving product portfolio, carefully tailored to meet the specific needs of multiple industries. Backed by modern pilot plant facilities and a team of highly skilled scientists, the Company fosters a culture of continuous innovation while upholding the highest standards of quality and safety.

Complementing this is our in-house engineering expertise, which enables the efficient design and construction of customised production plants. This agility significantly reduces commissioning timelines and ensures faster operational readiness, giving us a strategic edge in scaling new technologies.

These focussed investments in R&D ensure that Fine Organics stays ahead of the curve, enabling the timely introduction of new products that meet shifting market demands. The seamless integration of innovation, technical expertise, and robust intellectual property management underscores our commitment to sustained industry leadership.



Sustainability Focus

With a core specialisation in oleochemistry, Fine Organics is committed to delivering environmentally conscious additive solutions that serve as sustainable additives. Guided by the principles of green chemistry, we ensure that our products combine performance with safety, while helping customers achieve their sustainability objectives.

FINE additives, being bio-based, safe, and biodegradable, embody our vision of innovation with purpose. By aligning product development with environmental responsibility, we offer solutions that support a cleaner, more sustainable future across diverse sectors.



In-House Design and Engineering

Product Testing and Validation

Fine Organics ensures the highest quality and safety through comprehensive product testing and validation protocols. Each product is meticulously evaluated to ensure compliance with customer specifications and sustainability objectives, reinforcing Fine Organics' reputation for excellence and reliability.

Process Optimisation

Continuous process optimisation is integral to Fine Organics' operational strategy. By complex production techniques and embracing efficient manufacturing practices, the Company enhances productivity while reducing its ecological footprint, advancing both performance and environmental stewardship.

1

Pioneering New Products

Innovation lies at the heart of everything we do. Our unwavering commitment to product development is driven by cutting-edge technology, deep industry insights, and the expertise of a dedicated R&D team. We continuously explore and develop solutions that address evolving customer requirements, reinforcing our position as a trusted partner in specialty additives.

2

Elevating Process Technology

We embrace a culture of continuous improvement by enhancing our process technologies. Our efforts are focussed on boosting efficiency, product quality, consistency, and sustainability across operations. These advancements enable us to deliver reliable, industry-leading solutions while maintaining our environmental commitments.

Path

Forward 

3

Venturing into New Markets

With a keen eye on changing market dynamics, we proactively seek out new geographies and sectors to extend our reach. By identifying untapped opportunities, we diversify our customer base and strengthen our presence across global markets, ensuring resilience and relevance in an evolving business landscape.

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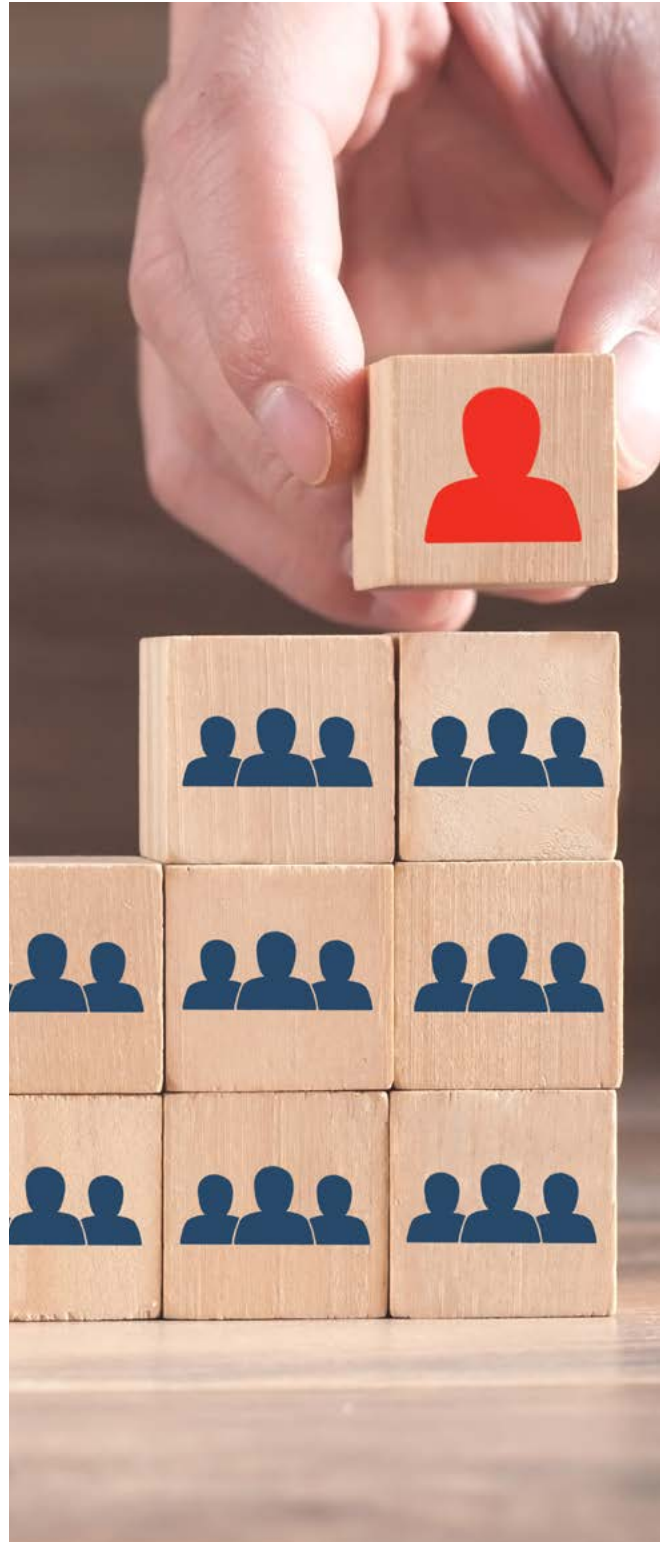
Scaling Up Capacities

To meet rising demand and ensure uninterrupted supply, we continue to invest in capacity expansion. Our strategic scale-up initiatives equip us to serve a broader customer base while upholding the high standards of quality and service excellence that define the Fine Organics brand.



Driven by People: Building Stronger Communities Together

At Fine Organics, our workplace culture is grounded in mutual respect, teamwork, and continuous development. Employees are encouraged to align their personal values with the Company's mission, fostering a strong sense of purpose and belonging. Through meaningful initiatives, Fine Organics empowers its people to become changemakers, positively impacting customers, communities, and stakeholders alike. At Fine Organics, our organisational culture is centred around respect, collaboration and growth. We encourage employees to align their personal values with the Company's goals, fostering a strong sense of purpose and engagement.



We are committed to the development and well-being of our workforce through continuous training, a positive and inclusive work environment, and access to occupational health services. Our focus on talent acquisition and retention is supported by leading recruitment consultants and ongoing learning opportunities that empower our people to thrive.

To enhance the employee experience, we offer a variety of benefits and perks, including comprehensive health coverage, carpooling facilities, and a strong commitment to equal remuneration practices.

Learning and development are integral to our people strategy. Our training programmes span technology, skill-building, communication, team development, and workplace safety. We prioritise a zero-incident culture, with comprehensive safety training to ensure a secure and healthy work environment.

Our workforce practices reflect a deep commitment to diversity and inclusion, with a merit-based approach that values qualifications, competency, knowledge, skills, attitude, and experience.

We are steadfast in our commitment to human rights, actively preventing discrimination, child labour, and sexual harassment, while ensuring equal employment opportunities for all. At Fine Organics, we treat every employee and business partner with respect and dignity, cultivating a harmonious work environment and upholding the rights of every individual.

FINE Vision: Shaping a Greener Tomorrow

Amidst the growing challenges of climate change and socioeconomic shifts, embracing Environmental, Social, and Governance (ESG) imperatives has become a strategic priority at Fine Organics. Reflecting our deep commitment to responsible growth, we have seamlessly integrated ESG principles into our core business strategy. This integration is supported by clearly defined objectives and a comprehensive governance framework, empowering us to drive meaningful and lasting positive change across our operations and the communities we serve.





Environment

At Fine Organics, environmental responsibility is deeply embedded into every facet of our operations. We prioritise the use of eco-friendly, plant-based raw materials across the majority of our product portfolio. These natural and renewable inputs enable our offerings to be classified as Green Additives across various applications.

Our sustainability journey is guided by the principles of Reduce, Reuse, and Recycle (3R), which are implemented across all manufacturing facilities. This encompasses reducing resource consumption, minimising waste generation, and promoting circularity. Water conservation remains a critical focus area - we actively monitor daily usage, upskill staff for efficient practices, and minimise effluent discharge through robust treatment systems.

Effluent generated during our processes is treated in dedicated Effluent Treatment Plants (ETPs). Of our seven manufacturing facilities, six have achieved Zero Liquid Discharge (ZLD) status. Treated water from these units is recycled for use in cooling towers and other utilities. Our ZLD systems include primary, secondary, and tertiary treatment stages, followed by Agitated Thin Film Dryers (ATFDs). The only exception is a legacy small-scale unit in Badlapur, where treated effluent is safely discharged to a Common Effluent Treatment Plant (CETP).

Domestic sewage is treated via Sewage Treatment Plants (STPs), featuring multistage treatment followed by UV disinfection. Treated water is used for gardening, and the resultant bio-sludge is repurposed as manure. In smaller units, sewage is handled through septic tanks and soak pits.

We also prioritise energy efficiency by adopting Variable Frequency Drives (VFDs), LED lighting, and utilising solar energy through sky pipes for natural indoor lighting. Transitioning from furnace oil to natural gas has led to reduced CO₂ emissions and eliminated SO₂, significantly improving air quality at our production sites. Our afforestation initiatives have led to the planting of numerous trees, contributing to carbon sequestration and enhanced biodiversity.

To address the environmental impact of plastic, we have implemented strategies to reduce plastic packaging, comply with Extended Producer Responsibility (EPR) norms, and send collected plastic waste to authorised recyclers. Employees are actively encouraged to minimise plastic usage in their day-to-day activities.

For further information, please refer to Principle 2 and Principle 6 of BRSR.

Creating Meaningful Impact through Our CSR Initiatives

At Fine Organics, we believe that true growth is meaningful only when it benefits the larger ecosystem. Our Corporate Social Responsibility (CSR) efforts are focussed on driving positive change across key areas that support inclusive and sustainable development.

Education & Student Welfare

We believe that education is a powerful catalyst for social transformation enabling individuals to overcome poverty, reduce inequality, and unlock new opportunities. Fine Organics partners with educational institutions and social organizations across India to promote access to quality education. Our focus includes building and expanding school infrastructure, such as classrooms and science laboratories, particularly in underserved and tribal communities. Additionally, we provide scholarships, support the construction of hostel facilities for underprivileged students, and promote evening schools to ensure inclusive and continuous learning. Through these initiatives, we aim to empower more children and youth, helping them create brighter, more hopeful futures.



Vocational Training & Livelihood Development

At Fine Organics, we focus on vocational training and development to empower youth, women and underserved communities with industry-relevant skills. We offer upskilling programs in advanced technologies such as 3D printing and scanning to students from economically disadvantaged backgrounds, equipping them with valuable employment opportunities. Our initiatives also emphasize women empowerment through skill-based training that provide as a support for income-generating activities. These programs are implemented in collaboration with training partners to ensure certification and job placement support. Through these efforts, we aim to foster inclusive growth and build self-sustaining communities.



Healthcare

Good health is the fundamental to individual and societal progress. At Fine Organics, we strive to enhance community health by providing accessible, preventive, and affordable healthcare services across India. Our initiatives include organizing eye check-ups, wellness drives, and health camps in underserved areas to enable early diagnosis and timely medical care. We actively support maternal and child health through programs focused on nutrition, immunization, and health awareness. In collaboration with healthcare partners, we extend diagnostic services, deploy mobile medical units, and provide essential support such as automated wheelchairs, ambulances, and sponsorship of critical surgeries for cancer and cataract patients. Through these efforts, we aim to bridge healthcare gaps and promote inclusive well-being across communities.



Women's Empowerment

We believe that empowering women is key to building inclusive, resilient communities - because when women thrive, the world thrives with them. Our CSR initiatives are dedicated to equipping women with the skills, knowledge and support needed to overcome social barriers. These efforts include vocational training, leadership development, education, safe hostel facilities, nutrition, health and safety, and financial literacy programs—all aimed to promote independence and equal opportunities. By collaborating with various organizations, we work to create sustainable change that uplifts women and contributes to long-term societal progress. Through these initiatives, we strive to create an environment where women can contribute actively and confidently to both the economy and social progress.



Transparency through Governance: Strengthening Stakeholder Trust

At Fine Organics, regulatory compliance and transparent reporting are not just obligations—they are core principles that define our governance philosophy. By prioritising these areas, we not only fulfil the expectations of regulators but also reinforce the trust of our stakeholders through effective oversight and accountability.

Our commitment to ethical conduct and adherence to established standards extends well beyond compliance. It is a conscious effort to contribute meaningfully to broader sustainability goals. By aligning our business practices with ethical, responsible, and sustainable values, we strive to create a lasting positive impact on both our industry and the global community.

Governance Framework

At Fine Organics, we have instituted a well-structured and transparent governance framework that enables us to operate in alignment with a comprehensive set of rules, regulations, and best practices. This framework ensures seamless functioning across the organisation while facilitating timely and accurate disclosure of both financial and non-financial information.

Our governance structure is anchored by a diverse and experienced Board of Directors, supported by various committees and policies. Together, they foster a culture of ethical conduct, accountability, and compliance with applicable laws. The Board, comprising both executive and non-executive members, brings together a broad spectrum of expertise and insights that strengthen strategic oversight and organisational effectiveness.

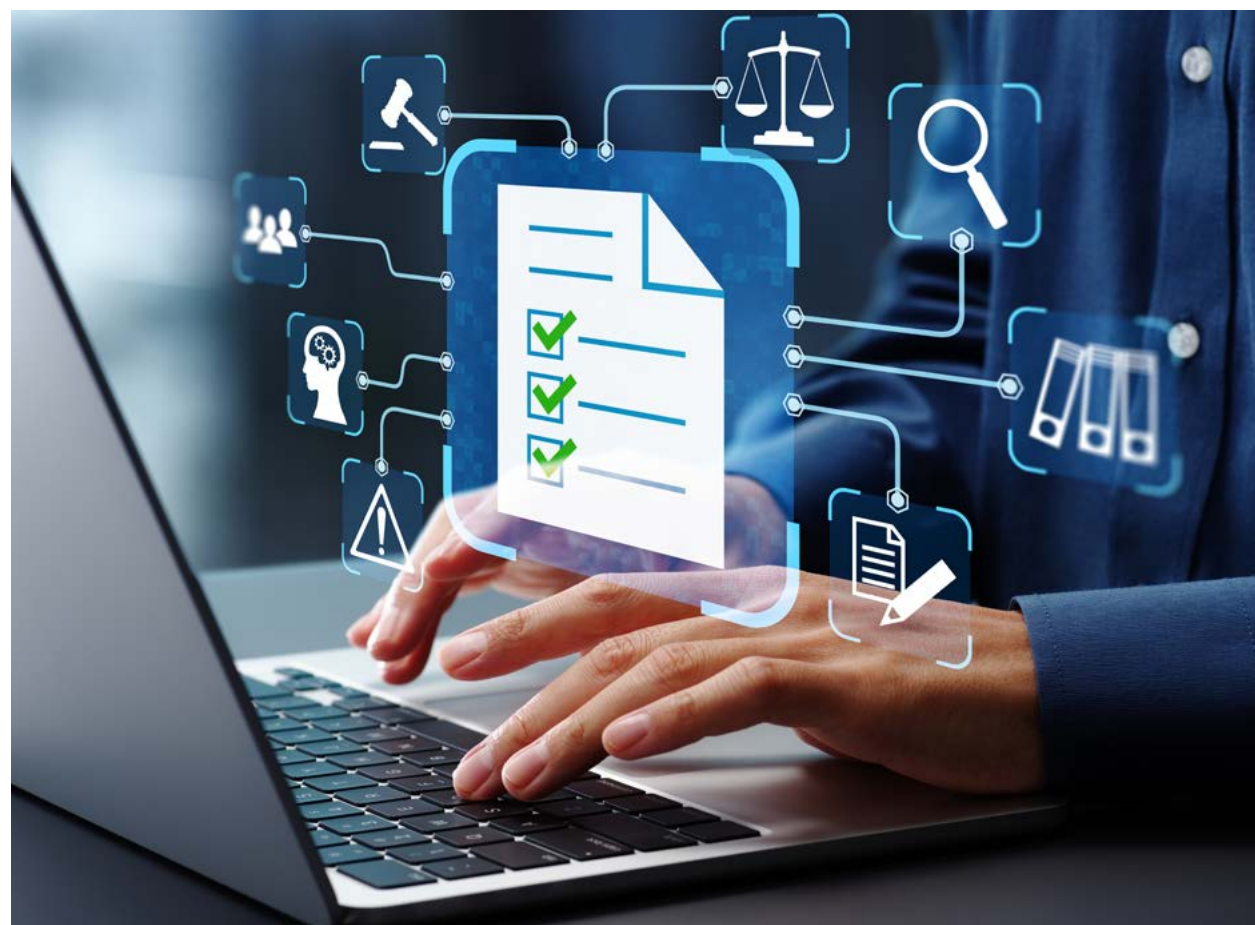
Policies

At Fine Organics, integrity and ethical conduct form the bedrock of our corporate philosophy. These principles are deeply embedded in our culture and guide our actions at every level of the organisation.

We have instituted a comprehensive framework of policies covering key areas such as Corporate Social Responsibility (CSR), Code of Conduct, Whistleblower Mechanism, Prevention of Sexual Harassment, and the Code for Fair Disclosure, among others. These policies reflect our commitment to transparency, accountability, and responsible business practices.

Our comprehensive governance architecture not only enhances stakeholder confidence but also positions the Company as a dependable, values-driven organisation. By diligently implementing these frameworks, we aim to ensure that our operations remain ethical, compliant, and sustainable over the long-term.

Some Statutory Policies Adopted By Fine Organics that Add Value to the Company



Guiding Vision



Mr. Mukesh Shah
Chairman & Director

- ▶ Joined in 1973 and holds a bachelor's degree in science
- ▶ Contributed significantly to setting up quality control systems, as well as international sales and marketing operations



Mr. Jayen Shah
Managing Director

- ▶ Joined in 1986 and holds a master's degree in science
Was pivotal in building a reliable and efficient vendor-partner ecosystem
- ▶ Contributed to the development and oversight of channel partnerships for the Company's product distribution across India



Mr. Tushar Shah
Director & CEO

- ▶ Joined in 1989 and spearheaded numerous initiatives, including ERP implementation, enterprise risk management, and logistics optimisation
- ▶ Significantly contributed to the establishment of the Company's first automated facility for additive manufacturing



Mr. Bimal Shah
Executive Director

- ▶ Joined in 2009 and holds a bachelor of science degree from Purdue University, along with a master's degree from Boston College
- ▶ Has been at the forefront of driving new projects, streamlining processes, and expanding operational capacities



Mr. Nikhil Kamat
Executive Director

- ▶ Joined in 1987 and holds a master's degree in biochemistry from the University of Mumbai
- ▶ Has contributed significantly to production operations, planning, and managing technical, environmental, and regulatory responsibilities



Mr. Prakash Apte
Independent Director

- ▶ Joined in November 2017 and holds a bachelor's degree in mechanical engineering and a diploma in business management
- ▶ Formerly held the position of Managing Director at Syngenta India



Mr. Kaushik Shah
Independent Director

- ▶ Joined in January 2018 and holds a bachelor's degree in commerce and qualifications as both a Chartered Accountant and Company Secretary
- ▶ Formerly held the role of Managing Director at Fulford (India) Limited



Mr. Mahesh Sarda
Independent Director

- ▶ Joined the Board in November 2017 and holds a bachelor's degree in commerce and a degree in law
- ▶ A qualified Chartered Accountant and Company Secretary
Formerly a Partner at Deloitte Haskins & Sells LLP



Mr. Thiruvengadam Parthasarathi
Independent Director

- ▶ Joined the Board in November 2017 and holds a bachelor's degree in chemical engineering from IIT Madras and a postgraduate diploma in industrial engineering
- ▶ A Fellow Member of the Institute of Cost Accountants of India
- ▶ Formerly held the position of Senior Director at Deloitte Touche Tohmatsu India Private Limited



Ms. Pratima Umarji
Independent Director

- ▶ Joined the Board in November 2017 and holds a bachelor's degree in law and economics
- ▶ Formerly served as Principal Secretary of Law (Legislation) with the Government of Maharashtra for a decade
- ▶ Ex panel member of the Lok Adalat at the Bombay High Court



Ms. Rashi Mehta
Independent Director

- ▶ On board since February 2024, holds a bachelor's degree in arts, is a law graduate from the University of Mumbai, and completed a specialised course in Digital Protection – Intellectual Property Rights at George Washington University
- ▶ Currently, partner at Universal Legal

Board's Demography

4

Number of Board Meetings

Board's Dependence

6

Number of Independent Directors

5

Number of Executive Directors

Corporate Information

Board of Directors

Mr. Mukesh Shah

Chairman & Whole-Time Director

Mr. Jayen Shah

Managing Director

Mr. Tushar Shah

Whole-Time Director & Chief Executive Officer

Mr. Bimal Shah

Whole-Time Director

Mr. Nikhil Kamat

Whole-Time Director

Mr. Prakash Apte

Independent Director

Mr. Kaushik Shah

Independent Director

Mr. Mahesh Sarda

Independent Director

Mr. Thiruvengadam Parthasarathi

Independent Director

Ms. Pratima Umarji

Independent Director

Ms. Rashi Mehta

Independent Director

Board Committees

Audit Committee

Mr. Mahesh Sarda

Chairman

Mr. Prakash Apte

Mr. Kaushik Shah

Mr. Thiruvengadam Parthasarathi

Mr. Jayen Shah

Mr. Tushar Shah

Nomination and Remuneration Committee

Mr. Thiruvengadam Parthasarathi

Chairman

Ms. Pratima Umarji

Mr. Mahesh Sarda

Mr. Mukesh Shah

Corporate Social Responsibility Committee

Mr. Jayen Shah

Chairman

Mr. Prakash Apte

Mr. Kaushik Shah

Mr. Mukesh Shah

Mr. Tushar Shah

Stakeholders' Relationship Committee

Ms. Pratima Umarji

Chairperson

Mr. Prakash Apte

Mr. Kaushik Shah

Mr. Mukesh Shah

Mr. Jayen Shah

Mr. Tushar Shah

Risk Management Committee

Mr. Prakash Apte

Chairman

Mr. Thiruvengadam Parthasarathi

Mr. Jayen Shah

Mr. Nikhil Kamat

Ms. Sonali Bhadani

Chief Financial Officer

Ms. Rashi Mehta

(w.e.f. May 8, 2025)

Strategic Growth Committee

Mr. Mukesh Shah

Chairman

Mr. Jayen Shah

Mr. Tushar Shah

Mr. Thiruvengadam Parthasarathi

Mr. Prakash Apte

Ms. Rashi Mehta

(w.e.f. May 8, 2025)

Executive Committee

Mr. Mukesh Shah

Chairman

Mr. Jayen Shah

Mr. Tushar Shah

Mr. Bimal Shah

Mr. Nikhil Kamat

Principal Bankers

Union Bank of India

Citibank, N.A

Statutory Auditor

B Y & Associates

Chartered Accountants

Chief Financial Officer

Ms. Sonali Bhadani

Company Secretary & Compliance Officer

Ms. Pooja Bhavesh Lohor

Registered Office

Fine House, Anandji Street,
Off M.G. Road, Ghatkopar East,
Mumbai - 400 077, Maharashtra, India
CIN: L24119MH2002PLC136003
Tel: +91 (22) 2102 5000
Fax: +91 (22) 2102 8899
Email: investors@fineorganics.com
Website: www.fineorganics.com

Registrar and Transfer Agents

KFin Technologies Limited

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& 32, Financial District, Nanakramguda,
Serilingampally, Hyderabad, Rangareddy,
Telangana, India - 500 032.
CIN: L72400TG2017PLC117649
Tel: 1800-309-4001
Email: einward.ris@kfintech.com
Website: https://ris.kfintech.com

Management Discussion and Analysis

1. ECONOMIC OVERVIEW

1.1 Global Economy

In CY 2024, the global economy navigated a transitional phase marked by resilience and uncertainty due to geopolitical shifts, trade policy changes, and monetary adjustments. While inflationary pressures eased and economic activity held steady in most regions, disruptions caused by global conflicts, election cycles, and trade realignments created uneven momentum. However, as it progressed through 2025, the landscape is undergoing significant shifts due to escalating geopolitical tensions and evolving economic challenges. The Russia-Ukraine war, the Israel-Gaza conflict, and ongoing US-China tensions continued to weigh on global sentiment and supply chains. A pivotal development has been the introduction of near-universal tariffs by the United States on April 2025, prompting swift retaliatory measures from major trading partners. This escalation has led to effective tariff rates reaching levels not seen in over a century, delivering a sharp shock to global trade and growth. The unpredictability of these policy changes has heightened economic uncertainty, complicating investment decisions and undermining the reliability of traditional forecasting models.

(Source: IMF Report on World Economic Outlook, April 2025)

The global GDP is expected to moderate to 2.8% in CY 2025 before recovering slightly to 3.0% in CY 2026. This trajectory reflects the growing impact of geopolitical tensions, trade disruptions, and tighter financial conditions in several major economies. Advanced economies are expected to grow by 1.4% in CY 2025, with the US projected at 1.8%. The Euro Area is set to grow at 0.8%, and the UK at 1.1%, helped by lower energy prices and improved sentiment. Emerging markets are projected to grow 4.2%, led by India and Asia on the back of tech investments, capital expenditure, and strong exports.

(Source: IMF Report on World Economic Outlook, April 2025)

Global inflation eased to 5.7% in 2024 and is projected to fall further to 4.3% in CY 2025, and 3.6% in 2026. This disinflation is due to the fading of pandemic-era supply shocks, stable labour markets supported by immigration, and effective monetary policies.

Energy prices are expected to decline by 2.6%, while nonfuel commodities may rise by 2.5%. However, risks like climate disruptions, geopolitical tensions, and protectionism could trigger price volatility.

Looking ahead, advanced economies are expected to begin monetary easing, while the Federal Reserve holds interest rates steady at 4.5% as of March 2025. Meanwhile, emerging markets may adopt a more cautious approach, balancing inflation management with growth support.

(Source: IMF Report on World Economic Outlook, April 2025)

Outlook

The global economy is navigating a complex recovery, supported by coordinated policy efforts, structural reforms, and renewed international cooperation. Emerging markets will lead momentum, while advanced economies expand gradually amid policy changes. Geopolitical changes, supply chain shifts, and sustainability efforts will impact long-term resilience, demanding agile and inclusive strategies for sustained progress.

1.2 Indian Economy: Steady Progress, Balanced Outlook

India remains one of the fastest-growing major economies, with the IMF projecting 6.5% GDP growth for FY 2024-25 and FY 2025-26. Growth is driven by strong private investment, robust domestic consumption, a young workforce, and rising incomes, reinforcing the country's economic resilience.

(Source: Economic Survey 2024-25, IMF Report January 2025)

India's agriculture sector grew at an average of 5% annually from FY 2016-17 to FY 2022-23, with 3.5% growth in Q2 FY 2024-25, driven by policies supporting productivity, crop diversification, and farmer incomes. The services sector leads with strong growth in IT, finance, and professional services. Manufacturing is also gaining momentum, supported by domestic demand and investments, with 78% of manufacturers expecting stable or higher output in early FY 2024-25. The PMI rose to 58.1 in March 2025, indicating strong expansion. The MSME sector remains vital, with the FY 2025-26 Union Budget offering key reforms and financial support.

Management Discussion and Analysis (Contd.)

Additionally, India remained resilient amid global uncertainties, with CPI inflation falling to a seven-month low of 3.6% in February 2025 and the merchandise trade deficit narrowing to a three-year low of US\$ 14.05 billion. Strong macroeconomic fundamentals such as robust agricultural output, rising consumption, stable inflation, and a rate cut by the RBI has bolstered growth momentum.

(Source: <https://www.frost.com/uncategorized/2025-26-budget-analysis-manufacturing-sector/>
<https://pib.gov.in/PressReleaseIframePage.aspx?PRID=2098048>
<https://manufacturing.economictimes.indiatimes.com/news/industry/growth-momentum-of-indias-manufacturing-sector-continues-says-ficci-survey/118118334>)

Indian Economy Outlook

India's economic outlook remains strong, fuelled by domestic demand, infrastructure growth, and industrial revival. With stabilising agriculture, expanding manufacturing, and export-led services, India is deepening its role in global value chains. Urbanisation, a young workforce, and rising incomes boost momentum, while automation, green tech, fiscal discipline, and investments enhance resilience. Structural reforms and modernisation position India for sustained high growth and global economic leadership.

A major risk continues to arise from the US tariff levies on exports from India and other countries. These measures could reduce trade and investment flows, potentially creating volatility in the domestic financial market. In this scenario, the Government must implement systematic deregulation, increase ease of doing business, and pursue strategic policy interventions to address global challenges and achieve higher growth rates for long-term ambitions.

(Source: https://www.business-standard.com/economy/news/adb-revises-india-s-fy26-gdp-growth-to-6-7-amid-trade-uncertainty-125040900317_1.html)

2. INDUSTRY OVERVIEW

2.1 Specialty Chemicals

The specialty chemicals market is poised for robust growth, driven by factors such as Industry 4.0 adoption, rising demand for high-performance and function-

specific chemicals, global market expansion, and a shift towards eco-friendly solutions. Key segments fuelling this growth include electronic chemicals, specialty polymers, industrial cleaners, surfactants, flavours and fragrances, among others.

The demand is particularly strong across end-use industries like personal care, plastics, packaging and food ingredients. Sustainability and decarbonisation have become central themes, prompting companies to adopt green chemistry and circular economy practices. At the same time, the chemical industry operates within a complex global regulatory landscape, where regional standards may vary but are unified by a shared focus on safety, sustainability, and innovation. To stay competitive in this evolving environment, leading players are expanding their portfolios with eco-friendly variants and increasing R&D investments to deliver innovative, customised solutions that comply with regulatory frameworks and cater to shifting customer needs.

(Source: [https://www.thebusinessresearchcompany.com/report/specialty-chemicals-global-market-report#:~:text=Specialty%20Chemicals%20Market%20Size%202025,\(CAGR\)%20of%204.4%25](https://www.thebusinessresearchcompany.com/report/specialty-chemicals-global-market-report#:~:text=Specialty%20Chemicals%20Market%20Size%202025,(CAGR)%20of%204.4%25))

Indian specialty Chemicals Market

In recent years, the Indian specialty chemicals industry has seen transformative growth, driven by rising exports, strong domestic demand, and supportive government initiatives like 'Make in India' and 'Atmanirbhar Bharat'. The sector has evolved from a low-cost basic chemical producer to a key global player, showcasing its adaptability and resilience. Rapid industrialisation, technological progress, and the global "China+1" strategy have further positioned India as a preferred manufacturing hub, with 8–10% of global specialty chemical production shifting to the country. The industry is set for significant growth in CY 2025.

(Source: <https://smecommunities.com/top-4-trends-in-indian-specialty-chemicals-industry-in-2025/>)

Key Trends Reshaping the Specialty Chemicals Industry in 2025

India's specialty chemicals industry is undergoing dynamic transformation, driven by strategic investment in high-growth sectors like semiconductors, battery

Management Discussion and Analysis (Contd.)

storage, and green hydrogen. Rising domestic demand, fuelled by urbanisation and infrastructure growth, is boosting segments like construction chemicals and personal care ingredients. Besides these developments, there is a strong industry-wide shift towards sustainability, with increased adoption of green chemistry, including bio-based feedstocks and solvent-free synthesis.

Exports have grown at nearly 20% annually from FY 2021-2024, supported by global supply chain shifts, further solidifying India's global position. Together, these trends reflect a sector driven by innovation, market expansion, sustainability, and evolving global trade dynamics.

(Source: <https://smecommunities.com/top-4-trends-in-indian-specialty-chemicals-industry-in-2025/>)

2.2 Oleochemicals

The oleochemicals industry is witnessing strong growth, driven by rising demand for sustainable, bio-based alternatives to petrochemicals. In 2024, manufacturers advanced innovative oleochemicals with specialised properties, expanding their use in sectors like soaps, personal care, food processing, rubber and textiles, lubricants, among others. While also improving production efficiency and sustainability.

Oleochemicals, derived from renewable sources like vegetable oils and fats, offer superior biodegradability and performance, aligning with global efforts to reduce fossil fuel dependence. This momentum is expected to continue into 2025, with new opportunities in sustainable packaging and clean energy. However, raw material volatility and supply chain stability remain key challenges. The Asia-Pacific region leads production due to abundant resources and favourable trade conditions, positioning the industry for sustained, innovation-led growth.

2.3 Food Additives

Food additives are vital in enhancing taste, texture, appearance, and shelf life, while also serving as preservatives, emulsifiers and nutritional enhancers. Their application has expanded across categories such as processed foods, bakery, dairy, chocolates, and confectionery, in response to the rising demand for healthier and more functional food options. Changing

lifestyle patterns, particularly the increase in working professionals and a growing number of working women have led to a higher dependence on packaged and ready-to-consume foods. This shift has further reinforced the importance of food additives in ensuring product stability, safety, and quality across diverse consumption needs.

A key trend is the growing use of bio-based additives from microbial or plant sources, supporting the move toward natural and sustainable ingredients. However, concerns over long-term health effects persist, prompting ongoing research and stricter regulations. The evolution of food additives continues to balance innovation, consumer demand, and global safety standards.

Global Outlook

The global food additives market is projected to reach US\$ 169.46 billion by 2025, and further grow to US\$ 249.04 billion by 2033, reflecting a CAGR of 4.93% over the forecast period. This growth is largely driven by rising demand for clean-label and natural ingredients, coupled with increasing consumption of convenience and processed foods. The growing preference for packaged food and beverages continues to create new opportunities for food additive manufacturers worldwide. The Asia-Pacific region is expected to lead the market, with a projected growth rate of 5.81%, driven by rapid urbanisation, shifting consumer preferences, and steady expansion of the food processing industry across the region.

(Source: <https://straitsresearch.com/report/food-additives-market>)

India Outlook

In India, demand for food additives is growing due to shifting consumer preferences, advances in food production, and the fast-expanding food processing industry, which contributes about 13% to the GDP. Rising consumption of processed foods has increased the need for additives to improve taste, texture, nutrition, and shelf life. Consumers are also moving towards natural additives like stevia, monk fruit, and plant-based emulsifiers, highlighting a preference for clean-label, health-focussed ingredients.

(Source: <https://www.mordorintelligence.com/industry-reports/india-food-additives-market>)

Management Discussion and Analysis (Contd.)

Factors Driving the Food Additives Industry

- **Changing Consumer Preferences:** Growing demand for processed and convenience foods is driving the need for additives to enhance taste, texture, and shelf life.
- **Food Processing Industry Growth:** India's expanding food sector is increasing the demand for additives to ensure quality and safety.
- **Technological Advancements:** Innovations in processed food production are enabling the development of more stable and appealing food products.
- **Health Awareness & Natural Additives:** Consumers are shifting towards natural alternatives like stevia and plant-based emulsifiers due to health concerns.
- **Regulatory Changes:** FSSAI amendments are encouraging innovation and expanding food additive applications.
- **Beverage & Dairy Expansion:** Rising consumption of soft drinks, dairy, and frozen foods is boosting the need for stabilisers and texture enhancers.
- **Urbanisation & Disposable Income:** Higher purchasing power and changing lifestyles are driving greater consumption of processed foods.
- **R&D Investments:** Companies are focussing on innovation to develop health-oriented additives that meet evolving consumer and regulatory demands.

(Source: <https://www.mordorintelligence.com/industry-reports/india-food-additives-market>)

2.4 Plastics & Packaging

Plastic additives are key compounds added to polymers to enhance durability, functionality, and resistance to weather, UV, and water. They also offer safety features like flame retardancy. Common additives include stabilisers, plasticisers, colourants, fillers, and flame retardants. These enable manufacturers to tailor plastics for use across industries such as packaging, construction, automotive, and electronics.

Global Outlook

The plastic additives market is growing rapidly, driven by rising demand for sustainable, high-performance

plastics. These additives enhance durability, UV resistance, and flame retardancy while addressing environmental concerns. Growth is supported by advancements in additive technology and increasing use of various types of polymers across packaging, construction, electronics, automotive, and aerospace industries.

Regulatory pressure and consumer awareness are accelerating the shift to eco-friendly solutions, with additives that boost recyclability and biodegradability gaining popularity. Despite challenges like raw material cost fluctuations and strict regulations, the market is set for steady growth, especially in emerging economies.

Indian Outlook

India's plastic additives consumption is rising, driven by growing demand in packaging, automotive, construction, and electronics for lightweight and durable materials.

This growth is supported by the shift towards eco-friendly additives that boost recyclability and reduce environmental impact. The push for lightweight vehicles, evolving consumer preferences, and stricter packaging regulations are accelerating innovation. Advances in additive technology and bio-based solutions are also reshaping the industry, making plastic additives key to future material innovation and sustainability.

Factors Driving the Plastic Additives Industry

- **Advancements in Additive Technologies:** Innovations are enhancing plastic durability, UV resistance, recyclability, and biodegradability for next-generation materials.
- **Shift Towards Sustainability:** Environmental concerns and regulations are fuelling demand for bio-based, recyclable, and biodegradable plastic additives.
- **Stringent Regulatory Compliance:** Stricter safety, environmental, and performance standards are pushing industries to adopt specialised additives.
- **Consumer Demand for Aesthetic & Functional Plastics:** The need for visually appealing, lightweight, and versatile plastic products is driving advanced additive development.
- **Growing R&D Investments:** Companies are focussing on innovation to develop additives

Management Discussion and Analysis (Contd.)

that improve plastic properties while supporting sustainability goals.

(Source: <https://www.imarcgroup.com/india-plastic-additives-market>)

2.5 Additives for Personal Care

Cosmetic additives include ingredients that improve the texture, stability, effectiveness, and appearance of products, serving roles like preservation, emulsification, moisturisers and fragrance enhancement. In CY 2024, the market grew significantly due to rising global demand, a shift toward natural and sustainable ingredients, and formulation innovations. This growth is expected to continue into CY 2025, driven by demand for high-performance, eco-friendly solutions.

Global Outlook

The global cosmetic ingredients market is steadily growing, driven by rising skincare awareness, demand for natural ingredients, and higher disposable incomes in developing regions. Key factors include the shift to organic formulations, scientific innovation, regulatory changes, and evolving beauty trends. Millennials are influencing green manufacturing and refillable packaging. As brands focus on sustainable, high-performance ingredients, the market is set for continued growth, balancing innovation, compliance, and affordability.

Indian Outlook

India's cosmetic ingredients market is growing rapidly, driven by rising demand for premium skincare and high-quality ingredients like botanical extracts and advanced formulations. Higher disposable incomes are boosting interest in effective skincare, supporting the rise of innovative, high-end brands. Demand for personal care ingredients such as emollients, surfactants, and emulsifiers is increasing with the shift toward natural cosmetics. Digital beauty retail and changing lifestyles are also promoting holistic beauty solutions, shaping the industry's future.

Factors Driving the Personal Care Additives Industry

- **Rising Demand for Natural Ingredients:** Consumers prefer organic, plant-based, and eco-friendly additives due to concerns over synthetic chemicals and sustainability.

- **Growth of Clean Beauty:** The shift toward non-toxic formulations is driving demand for preservative-free, sulfate-free, and fragrance-free cosmetic additives.
- **Advancements in Skincare & Haircare:** Innovations in anti-aging, UV protection, hydration, and scalp health are increasing the need for specialised personal care additives.
- **Expansion of Male Grooming:** Growing adoption of personal care products by men is fuelling demand for performance-enhancing and texture-improving additives.
- **Regulatory Compliance & Safety:** Stricter global regulations are pushing manufacturers toward high-quality, dermatologically tested, and eco-compliant ingredients.
- **E-commerce & Digital Influence:** Online beauty platforms and influencer marketing are driving demand for innovative cosmetic formulations requiring unique additives.
- **Technological Innovations in Cosmetics:** Advancements in bioengineering, nanotechnology, and active delivery systems enabling high-performance cosmetic additives.
- **Consumer Demand for Multi-functional Products:** The rise of hybrid skincare-makeup products is increasing the need for additives that offer both aesthetic and functional benefits.
- **Urbanisation and Product Awareness:** Urbanisation, pollution, and rising beauty consciousness, especially among younger consumers are driving demand for protective, nourishing, and easy-to-use personal care additives.

Business Overview

Established in 1971, Fine Organics (also referred to as 'The Company') is India's largest manufacturer of specialty performance additives and a leading global player in the sector. The Company produces a wide range of plant-derived specialty additives used in foods, polymers, cosmetics, coatings, and other industrial applications. Since its first export in 2001, Fine Organics has expanded its presence to over 80 countries, offering sustainable, high-performance solutions that enhance everyday products.

Management Discussion and Analysis (Contd.)

The Company utilises the versatility of oleochemistry to build a diverse portfolio of specialty additives for multiple industries. From being a pioneer in food emulsifiers in India, the Company has expanded its offerings to include a wide range of specialty emulsifiers. Its polymer additives are used in a wide range of polymers, rubbers and elastomers. Under the CosPha range, Fine Organics offers essential base ingredients for skincare formulations such as creams, lotions, and ointments. The Company's expertise also extends to functional additives for feed nutrition and coatings, further strengthening its industrial presence.

Fine Organics serves a diversified global base of over 890 direct customers, who rely on its products as performance-critical ingredients. These ingredients often require rigorous and costly approval processes, making it difficult for customers to switch suppliers. As a result, clients prefer to work with a limited number of trusted, long-established partners. This dynamic reinforces Fine Organics' position as a preferred supplier and fosters long-term loyalty based on consistent quality and reliability.

Driven by innovation and sustainability, the Company has earned recognition for replacing harmful chemicals with eco-friendly solutions across industries. Its customer-centric approach, supported by advanced R&D and state-of-the-art automated manufacturing facilities, ensures top-tier product quality and adherence to global standards. The Company's in-house capabilities for plant design and engineering further strengthen its operational edge by minimising capital expenditure and enabling quicker commissioning of new projects. A dedicated team of 35 scientists and technicians support ongoing innovation and proprietary technology development.

To strengthen its global presence, Fine Organics has set up a wholly owned subsidiary — **Fine Organic Industries (SEZ) Private Limited** — focussed on exports. The Company has secured a 60-year lease for approximately 30 acres plot in Jawaharlal Nehru Port Authority (JNPA) SEZ, Raigad, Maharashtra, India to build a new manufacturing facility. Funded through debt and internal accruals. This unit is expected to begin commercial production by late year 2027, further expanding the Company's international footprint.

Operational Performance

Food Additives

With decades of experience in emulsifiers manufacturing and marketing, our Company has been a trusted partner to the food industry for over 50 years. Our wide range of emulsifiers and functional additives enhances food quality, texture and shelf life. The portfolio includes specialised food additives that help to prevent spoilage, improve texture and ensure product stability and quality. These solutions support food manufacturers to maintain consistency, boost efficiency and meet consumer demands across sectors such as bakery, dairy, chocolate, confectionery, ice cream, chewing gum, among others.

Polymer Additives

In the plastics and polymeric materials sector, our Company provides advanced polymer additives that enhance performance, sustainability, and efficiency. The product range includes specialty additives for friction reduction, antiblocking additives, anti-static agents for safer handling, filler and pigment dispersants and anti-fog additives for clear agricultural and food packaging films. These solutions are widely used across packaging, automotive, consumer goods, and industrial applications.

With the growing global shift toward environmentally responsible materials, there is increasing demand for biodegradable plastics and a strong preference for green, sustainable additives. In response, our Company is actively developing and offering eco-friendly additive solutions that support biodegradability, reduce environmental impact, and align with global sustainability goals. Through continuous innovation and a focus on regulatory compliance, we deliver next-generation solutions that enhance product durability, manufacturing efficiency, and environmental performance. In addition, the Company provides a wide range of specialised additives designed to improve the recycling of plastics, optimising processability and the quality of recycled materials.

Specialty Additives for Personal Care

The Company offers a specialised range of cosmetic and pharmaceutical (CosPha) additives that support high-quality skincare and haircare formulations. Its portfolio

Management Discussion and Analysis (Contd.)

includes emulsifiers for smooth textures, emollients for hydration and softness, and green surfactants for gentle cleansing. These additives are essential in products like creams, lotions, gels, and ointments, helping brands meet consumer and regulatory standards. With a focus on innovation and sustainability, the Company enables manufacturers to create superior, eco-friendly personal care and home care products.

Feed Nutrition Additives

The Company addresses the growing demand for safe, performance-centric green solutions and efficient animal nutrition through its advanced range of feed additives. These include natural alternatives to antibiotics, anti-fungal agents that prevent feed spoilage, and nutritional supplements that enhance digestion and energy utilisation. Widely used in poultry, cattle, and aquaculture, these solutions support improved growth, health, fertility and feed efficiency.

As global regulations on antibiotics and synthetic additives become increasingly stringent, the demand for environmentally friendly, compliant additives continues to rise. In response, the Company is dedicated to sustainability and the development of natural, high-performance feed additives that align with international safety standards. Through ongoing innovation, we contribute to a healthier feed industry and a more sustainable food supply chain.

Financial Performance Review

In FY 2024–25, the Company recorded revenue from operations of ₹2,20,519.45 Lakhs, showing a 13.02% increase from ₹1,95,114.29 Lakhs in FY 2023–24. This growth was mainly due to higher demand and a significant rise in exports.

The Company's EBITDA for FY 2024–25 was ₹48,108.51 Lakhs, slightly higher than ₹48,073.64 Lakhs in the previous year an increase of 0.07%. This growth came from a better product mix and improved efficiency. The EBITDA margin was 24.66%, compared to 24.64% in FY 2023–24, showing a stable margin with a minor 0.02% improvement, reflecting the Company's strong focus on managing costs and maintaining profitability.

Profit After Tax (PAT) stood at ₹38,966.25 Lakhs in FY 2024–25, up 6.02% from ₹36,755.14 Lakhs in FY 2023–24. The PAT margin dipped slightly to 17.67%

from 18.49%, a decline of 0.82%. Still, the Company maintained strong profitability, supported by steady demand, effective cost control, and ongoing strategic investments for long-term growth and efficiency.

Key Ratios

Pursuant to the requirements under Regulation 34(3) read with Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has evaluated the key financial ratios for the financial year ended March 31, 2025, and compared the same with the previous year. Wherever there is a change of 25% or more, the Company has provided relevant explanations.

In FY 2024–25, the inventory turnover ratio improved to 9.38 from 7.90 in FY 2023–24, an 18.73% increase. This was mainly due to better inventory management and quicker movement of products. The interest coverage ratio rose to 284.63 from 207.20, a 37.34% increase, reflecting stable earnings and the Company's continued low-debt position.

The current ratio was 8.26, slightly down from 8.67 last year, indicating the Company still maintained strong liquidity, with only a small change in working capital use. The debt-equity ratio remained at 0.00, confirming the Company's debt-free status.

The debtors' turnover ratio improved to 6.18 from 4.73, a 30.66% rise, due to tighter credit controls and better collections. The operating profit margin stood at 19.41%, down from 21.62% the previous year, mainly due to changes in pricing, product mix, and operational performance.

The net profit margin also dipped slightly to 17.67% from 18.84%, reflecting changes in cost and margin factors. Return on net worth was 19.10%, compared to 21.73% last year, as profit growth was lower relative to the rise in shareholders' equity.

Risk Management

We recognise that proactive risk management is fundamental to strong corporate governance and plays a crucial role in leveraging strategic opportunities. To address this, we have developed a comprehensive risk management framework designed to identify and mitigate risks related to our business operations. This structured approach enables us to assess potential

Management Discussion and Analysis (Contd.)

risks and their impact on our objectives, allowing us to make well-informed decisions. By embedding risk management into our decision-making processes, we enhance our ability to navigate uncertainties while capitalising on opportunities to achieve our goals effectively.

Economic and Market Risk – Global economic conditions impact our operations. Economic downturns, financial disruptions, inflation, and political uncertainties can lead to credit risks, fluctuating commodity prices, and exchange rate volatility.

Company's Approach – The Company actively monitors macroeconomic trends, maintains a diversified product portfolio, expands its global footprint, and serves a broad customer base to minimise potential risks and enhance business resilience.

Increase in Freight Costs – Geopolitical tensions, such as the Red Sea crisis, have led to longer transit times, unanticipated route changes, congestion, and container shortages, impacting global supply chains.

Company's Approach – The Company optimises its logistics operations by leveraging diversified transportation modes, optimising shipping routes, enhancing supply chain visibility, collaborating with key stakeholders, and continuously assessing market conditions to ensure seamless operations.

Policy Risk – The absence of adequate policy support leaves Indian specialty chemicals producers vulnerable to cheaper imports, which can undermine their competitiveness.

Company's Approach – The Company actively engages with government bodies to advocate for protective policies, such as tariffs or incentives, to support domestic manufacturers.

Competition Risk – Intense competition from established players may impact customer preferences, market share, and profitability.

Company's Approach – The Company remains committed to innovation by developing environmentally friendly high-performance specialty additives, making continuous developments and upgradation in R&D, and adopting advanced technologies to drive sustainable growth and industry leadership.

Commodity Price Risk – The surge in raw material prices, driven by rising vegetable oil costs, has significantly increased cost of our products.

Company's Approach – The Company employs a proactive pricing strategy through internal price monitoring, long-term, medium-term and short-term vendor and customer contracts, and strategic sourcing to effectively manage cost fluctuations and ensure stability.

Foreign Exchange Risk – With approximately 56.71% of revenue derived from exports and 32.50% of raw material procurement denominated in foreign currencies, the Company is exposed to fluctuations in foreign exchange rates. Such volatility can have a impact on the Company's margins and overall financial performance.

Company's Approach – To manage this risk, the Company adopts a prudent hedging strategy by selectively entering into forward contracts to cover its foreign currency exposures. This approach helps ensure financial stability and protects the Company from undue market volatility, while maintaining flexibility in treasury operations.

Human Resources

The Company firmly believes that its employees are the driving force behind its success, making human capital its most valuable asset. To build a sustainable future, it has established HR policies centred on attracting, developing, and retaining skilled professionals. Understanding that the loss of key talent could impact operations, the Company proactively invests in upskilling initiatives that empower employees to tackle challenges, boost morale, and foster a collaborative work culture. As of March 31, 2025, the Company's workforce stood at 869 committed individuals, each playing a vital role in its seamless functioning. By prioritising talent development and employee well-being, the Company continues to cultivate a workplace that nurtures growth, innovation, and long-term success.

Internal Control Systems

In parallel to the risk management system, the Company has implemented a robust and structured system of

Management Discussion and Analysis (Contd.)

internal controls over financial reporting (IFC), ensuring the accuracy, completeness, and reliability of its accounting and financial disclosures. These controls are supported by well-defined policies, standard operating procedures, and governance mechanisms aligned with Company's business processes, compliance requirements, and industry best practices. The system ensures adherence to statutory norms, efficient and ethical conduct of operations, safeguarding of assets, proactive detection and prevention of frauds and errors, and the timely preparation of dependable financial information. Automated checks, control reviews, and audit trails are embedded across key processes, with internal auditors periodically validating control design and effectiveness. Review by senior management and the Audit Committee ensures transparency and reinforces governance accountability. Company's IFC framework, anchored in applicable regulatory standards and global benchmarks, is continuously

reviewed and refined to respond to emerging business needs, technological advancements, and evolving risk landscapes, thereby supporting long-term sustainability and performance integrity.

Cautionary Statements

Statement made in the Management Discussion and Analysis describing the Company's objectives, projections, estimates, expectations may be 'forward looking statements' within the meaning of applicable securities laws and regulations. Actual results could differ from those expressed or implied. Important factors that could make a difference to the Company's operations include economic conditions affecting demand supply and price conditions in the domestic and overseas markets in which the Company operates, changes in the government regulations, tax laws, other statutes and other incidental factors.

Board's Report

Dear Members,

The Board is pleased to submit its report on the performance of the Company along with the Audited Standalone and Consolidated Financial Statements for the Financial Year ended March 31, 2025.

FINANCIAL PERFORMANCE:

The Company's financial performance during the year ended March 31, 2025, compared to the previous Financial Year is summarised below:

(₹ in Lakhs)

Particulars	Standalone		Consolidated	
	Financial Year 2024-25	Financial Year 2023-24	Financial Year 2024-25	Financial Year 2023-24
REVENUE & PROFITS				
Total Revenue from operations	2,20,519.45	1,95,114.29	2,26,914.79	2,12,295.17
Profit before interest, Tax & Depreciation	57,771.27	55,297.15	61,047.73	60,635.78
Less: Interest & Finance Charges	169.02	232.01	219.56	243.30
Less: Depreciation	5,137.84	5,659.84	5,229.62	5,660.07
Profit for the year before Tax & exception items	52,464.41	49,405.30	55,598.55	54,732.41
Exceptional item	-	(56.32)	-	(56.32)
Profit for the year before Tax Profit for the year before Tax & exception items	52,464.41	49,348.98	55,515.70	54,412.15
Less: Provision for Taxation				
- Current	13,652.55	12,850.00	14,589.74	13,454.99
- Deferred	(154.39)	(256.17)	(123.68)	(232.25)
Short (Excess) provision for earlier years	-	-	-	-
Net Profit/(Loss) after Tax	38,966.25	36,755.15	41,049.64	41,189.41
Other comprehensive income	(234.18)	(80.05)	(235.39)	(80.05)
Total Comprehensive Income	38,732.07	36,675.09	40,814.25	41,109.36
RETAINED EARNINGS				
Opening Balance of Retained Earnings	1,83,656.95	1,49,661.20	1,91,730.95	1,53,300.94
Add: Profit for the year	38,966.25	36,755.15	41,049.64	41,189.41
Less: Appropriations:		-		-
Final Dividend	3,066.00	2,759.40	3,066.00	2,759.40
Transferred to Other Reserve/ Non-controlling interest	-	-	-	-
Balance as at end of the Year	2,19,557.20	1,83,656.95	2,29,714.59	1,91,730.95

The Standalone as well as the Consolidated financial statements have been prepared in accordance with the Indian Accounting Standards ('Ind AS').

On a consolidated basis, the revenue from operations increased to ₹ 2,26,914.79 Lakhs in Financial Year 2024-25 from ₹ 2,12,295.17 Lakhs in Financial Year 2023-24. The profit before tax increased to ₹ 55,515.70 Lakhs in Financial Year 2024-25 from ₹ 54,412.15 Lakhs in Financial Year 2023-24.

On a standalone basis, the revenue from operations increased to ₹ 2,20,519.45 Lakhs in Financial Year 2024-25 from

₹ 1,95,114.29 Lakhs in Financial Year 2023-24. The profit before tax increased to ₹ 52,464.41 Lakhs in Financial Year 2024-25 from ₹ 49,348.98 Lakhs in Financial Year 2023-24.

For more details on the Consolidated and Standalone financial results, please refer to Management Discussion and Analysis Report which forms a part of this Annual Report.

SHARE CAPITAL:

During the year under review, there was no change in the Authorised Share Capital of the Company. As of March 31, 2025, the Paid-up Share Capital of the Company is ₹ 1,533 Lakhs, comprising 3,06,59,976 equity shares of ₹ 5 each.

Board's Report (Contd.)

DIVIDEND:

The Board recommends a final dividend of ₹ 11/- (Rupees Eleven only) per equity share for the Financial Year ended March 31, 2025. The payment of dividend is subject to the approval of members at the ensuing Annual General Meeting ('AGM'). Upon approval, the dividend will be paid to those members whose names will appear in the Register of Members as at the close of business hours on July 26, 2025. The total dividend pay-out will be approximately ₹ 3372.60 Lakhs.

In accordance with Regulation 43A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('the Listing Regulation'), the Company has adopted a Dividend Distribution Policy. This policy outlines various parameters that the Board considers while recommending or declaring dividends. The Dividend Distribution Policy is available on the Company's website at <https://www.fineorganics.com/investor-policies/>.

In terms of the provisions of Investor Education and Protection Fund (Accounting, Audit, Transfer and Refund) Rules, 2016, Investor Education and Protection Fund (Awareness and Protection of Investors) Rules, 2001, there was no unpaid/unclaimed dividends to be transferred during the Financial Year under review to the Investor Education and Protection Fund.

TRANSFER TO RESERVES:

The closing balance of the retained earnings of the Company for the Financial Year 2024-25, after all appropriations and adjustments was ₹ 2,20,261.97 Lakhs.

SUBSIDIARIES, ASSOCIATE COMPANIES AND JOINT VENTURES:

In accordance with Section 129(3) of the Companies Act, 2013 ("the Act"), a separate statement containing the salient features of the financial statements of all subsidiaries and associate companies/joint ventures, if any, in prescribed Form AOC - 1 is attached to the financial statements of the Company. The statement also provides details of performance and financial position of each of the subsidiaries.

The audited financial statements together with related information and other reports of each of the subsidiary companies are available on the Company's website at www.fineorganics.com and the same are also available for inspection by the members at the Registered Office of

the Company during business hours on all working days as required under Section 136 of the Act.

As on March 31, 2025, the Company has three subsidiaries i.e. Fine Organics (USA), Inc., Fine Organics Europe BV and Fine Organic Industries (SEZ) Private Limited and two joint venture companies i.e. Fine Zeelandia Private Limited and Fine Organic Industries (Thailand) Co., Ltd.

DIRECTORS' RESPONSIBILITY STATEMENT:

Pursuant to Section 134 (3) (c) read with Section 134 (5) of the Act, the Board of Directors, to the best of their knowledge and based on the information and explanation received from the Company, confirm that:

- in the preparation of the annual accounts for the Financial Year ended March 31, 2025, the applicable accounting standards have been followed and there are no 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 as on March 31, 2025 and of the profit of the Company for that period;
- the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- the Directors have prepared the annual accounts on a going concern basis;
- the Directors have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively; and
- the Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

BOARD OF DIRECTORS AND KEY MANAGERIAL PERSONNEL:

As on date of the report, the Board of Directors of the Company comprises of 11 (eleven) Directors, of which 5 (five) are Executive Directors, 6 (six) Non-Executive Independent

Board's Report (Contd.)

Directors including 2 (two) Women Non-Executive Independent Directors. The constitution of the Board of Directors of the Company is in accordance with Section 149 of the Act and Regulation 17 of the Listing Regulations, as amended from time to time.

The Company has received requisite declarations from all the Independent Directors of the Company confirming that they meet the criteria of independence prescribed under Section 149(6) of the Act read with Rule 5 of the Companies (Appointment and Qualification of Directors) Rules, 2014 and Regulation 16(1)(b) of the Listing Regulations. The Independent Directors have also confirmed that they are not aware of any circumstance or situation that exists or may be reasonably anticipated that could impair or impact their ability to discharge their duties with an objective independent judgment and without any external influence. In the opinion of the Board, all the Independent Directors satisfy the criteria of independence as defined under the Act, rules framed thereunder and the Listing Regulations, and that they are independent of the Management of the Company.

In the opinion of the Board, all Independent Directors possess requisite qualifications, experience, expertise, proficiency and hold high standards of integrity for the purpose of Rule 8(5) (iiia) of the Companies (Accounts) Rules, 2014. In terms of the requirements under the Listing Regulations, the Board has identified list of key skills, expertise and core competencies of the Board, including the Independent Directors, details of which are provided as part of the Corporate Governance Report.

As on March 31, 2025, the Key Managerial Personnel ('KMP') of the Company were: Mr. Mukesh Shah, Chairman and Whole-time Director, Mr. Jayen Shah, Managing Director; Mr. Tushar Shah, Whole Time Director and Chief Executive Officer; Mr. Bimal Shah, Whole Time Director, Mr. Nikhil Kamat, Whole Time Director, Ms. Sonali Bhadani, Chief Financial Officer and Ms. Pooja Lohor, Company Secretary.

CHANGES IN DIRECTORS AND KEY MANAGERIAL PERSONNEL

Retirement by Rotation

In accordance with the provisions of Section 152 of the Act read with the rules made thereunder and the Articles of Association of the Company, Mr. Bimal Shah, retires by rotation at the 23rd AGM and being eligible, has offered himself for re-appointment. A resolution seeking shareholders' approval for his re-appointment forms part of

the AGM Notice. The brief details of Mr. Bimal Shah, who is proposed to be re-appointed as required under Secretarial Standard 2 ("SS-2") and Regulation 36 of the Listing Regulations is being provided in the Notice convening the AGM of the Company.

Continuation of tenure of Whole Time Director

In accordance with the provisions of Sections 196(3), 197 and other applicable provisions of the Act read with Schedule V and the applicable Rules made thereunder, including Listing Regulations the Board of Directors at its meeting held on May 08, 2025, approved the continuation of Mr. Mukesh Shah (DIN: 00106799) as Whole Time Director of the Company, notwithstanding his attaining the age of 70 years during his tenure. His continuation in office till the end of his current term i.e., November 05, 2027, on the terms and conditions approved by the members at the 20th Annual General Meeting held on August 23, 2022, is subject to the approval of the members at the ensuing Annual General Meeting.

NUMBER OF BOARD MEETINGS:

The Board met 4 (four) times during the year under review on May 10, 2024; July 30, 2024; November 08, 2024 and February 04, 2025 respectively. The maximum gap between two Board meetings did not exceed 120 days. The details of the Board meetings and the attendance of Directors are provided in the Corporate Governance Report forming part of the Annual Report.

COMMITTEES OF THE BOARD:

As on the date of this report, the Board has the following committees:

- i) Audit Committee
- ii) Nomination and Remuneration Committee
- iii) Stakeholders' Relationship Committee
- iv) Corporate Social Responsibility Committee
- v) Risk Management Committee.
- vi) Executive Committee
- vii) Strategic Growth Committee

All the recommendations made by the Board Committees including the Audit Committee, were accepted by the Board.

Detailed information of these Committees and relevant information for the year under review are set out in the Corporate Governance Report.

Board's Report (Contd.)

ANNUAL EVALUATION OF DIRECTORS, COMMITTEES AND BOARD:

Pursuant to the applicable provisions of the Act and the Listing Regulations, the Board has carried out an annual evaluation of its own performance, performance of the Directors as well as the evaluation of the working of its Committees. The Nomination and Remuneration Committee of the Company ('NRC') has defined the evaluation criteria, procedure for the Performance Evaluation process for the Board, its Committees and Directors.

The performance of the Board and its functioning were evaluated based on various criteria including expertise and experience of the Board, industry knowledge, diversity, Board Meeting procedure, Board Development, succession planning etc.

All committees of the Board were evaluated based on various criteria including their function and duties, periodical reporting to the Board along with their suggestions and recommendations and procedure of the Meetings etc.

In a separate meeting of Independent Directors held on March 24, 2025, performance of Non-Independent Directors, the Board as a whole and the Chairman of the Company was evaluated by the Independent Directors. The evaluation of Chairperson was done based on criteria which among others included managing relationship with shareholders and employees, board, management and leadership qualities. The performance of all Executive Directors as well as Independent Directors has been evaluated by entire Board based on the criteria which includes participation at Board/ Committee Meetings, managing relationships with other fellow members and senior management, personal attributes like ethics and integrity etc.

The Board and NRC reviewed the performance of the Board, its Committees and of the Directors. The same was discussed in the Board Meeting and the feedback received from the Directors on the performance of the Board and its Committees was also discussed. The Directors expressed their satisfaction with the evaluation process.

NOMINATION AND REMUNERATION POLICY:

The Company has in place a Nomination and Remuneration Policy for the Directors, KMP and other employees pursuant to the provisions of the Act and the Listing Regulations which is available on website of the Company i.e. <https://www.fineorganics.com/investor-policies/>

INTERNAL FINANCIAL CONTROL SYSTEM AND THEIR ADEQUACY:

The Company has an adequate system of internal financial controls that is commensurate with the size, scale and nature of its operations. These have been designed to provide reasonable assurance with regard to recording and providing reliable financial and operational information, complying with applicable accounting standards, safeguarding of its assets, prevention and detection of errors and frauds and timely preparation of reliable financial information.

AUDITORS:

I. Statutory Auditors

M/s. B Y & Associates, Chartered Accountants, Mumbai (Firm Registration No. 123423W) were re-appointed as the Statutory Auditors for 3 (three) consecutive years at 20th Annual General Meeting ("AGM") and will complete their second term at the conclusion of the 23rd Annual General Meeting.

Pursuant to the provisions of Section 139 of the Act, the Board at its meeting held on May 08, 2025 based on the recommendation of the Audit Committee, appointed M/s. CNK & Associates LLP, Chartered Accountants (Firm registration No. 101961W), as the Statutory Auditor of the Company for a term of 5 (five) consecutive years, from the conclusion of 23rd AGM upto the conclusion of 28th AGM to be held in the year 2030. Accordingly, the Statutory Auditors will hold office until the conclusion of 28th AGM of the Company. Your Directors recommend that the proposed resolution relating to the appointment of Statutory Auditors to be passed by requisite majority in ensuing AGM.

The Auditor's Report as received from M/s B Y & Associates on the financial statements of the Company for the Financial Year ended March 31, 2025 forms part of the Annual Report. The said report was issued by the Statutory Auditors with an unmodified opinion and does not contain any qualifications, reservations or adverse remarks.

During the year under review, the Auditors have not reported any fraud under Section 143(12) of the Act and therefore disclosure of details under Section 134(3)(ca) of the Act is not applicable. The Audit Committee periodically reviews the independence of Auditors through quarterly affirmations, review of non-audit services, internal checks and balances to mitigate conflict of interest, etc.

Board's Report (Contd.)

II. Cost Accounts and Cost Auditors

In terms of Section 148 of the Act read with the Companies (Cost Records and Audit) Rules, 2014, the Company is required to maintain cost accounting records and have them audited every year. Your Company has made and maintained the cost accounts and records, as required. Accordingly, the Board at its meeting held on May 08, 2025 based on the recommendation of the Audit Committee, appointed Y. R. Doshi & Associates, Cost Accountants (Firm registration no.: 000286), as the Cost Auditors of the Company to conduct audit of the cost records for the Financial Year ending March 31, 2026.

A remuneration of ₹ 4,00,000/- (Rupees Four Lakhs only) plus applicable taxes and out of pocket expenses, has been fixed for the Cost Auditors, subject to the ratification of such fees by the Members at the 23rd AGM. Accordingly, the matter relating to ratification of the remuneration payable to the Cost Auditors for the Financial Year ending March 31, 2026, forms part of the Notice of the 23rd AGM. The Company has received requisite consent and certificate of eligibility from Y. R. Doshi & Associates, Cost Accountants.

During the year under review, the Cost Auditor has not reported any fraud under Section 143(12) of the Act and therefore disclosure of details under Section 134(3)(ca) of the Act is not applicable.

III. Secretarial Auditors

Pursuant to Section 204 of the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 read with Regulation 24A of the Listing Regulations the Board at its meeting held on May 08, 2025 subject to approval of members at the 23rd Annual General Meeting of the Company and based on the recommendation of the Audit Committee, approved the appointment of M/s. NKS & Co. Practicing Company Secretaries, having Firm Registration No. - P2025MH105200 and Peer review No. 1225/2021, as the Secretarial Auditor of the Company for a term of 5 (five) consecutive years commencing from the conclusion of 23rd AGM upto the conclusion of 28th AGM to be held in the year 2030 to conduct audit of the secretarial records. The Company has received consent and eligibility letter from M/s. NKS & Co. Practicing Company Secretaries to act as such. Your Directors recommend that the proposed resolution relating to the appointment of Secretarial Auditors to be passed by requisite majority in ensuing AGM.

The Secretarial Audit Report issued by M/s. Ks & Associates on May 08, 2025 in form MR-3 for Financial Year 2024-25 is enclosed as **"Annexure I"** to this report. The Secretarial Audit Report does not contain any qualifications, reservations or adverse remarks.

During the year under review, the Secretarial Auditor has not reported any fraud under Section 143(12) of the Act and therefore disclosure of details under Section 134(3)(ca) of the Act is not applicable.

RISK MANAGEMENT:

Risk Management is an integral part of the Company's operations. The Company evaluates risks that can impact its strategic, operational, compliance and reporting objectives. Mechanisms for identification and prioritisation of risks include scanning the business environment and continuous monitoring of internal risk factors. Major risks identified by the Company's business and functions are systematically addressed through mitigating actions on a continuing basis. The Board of Directors has constituted Risk Management Committee (RMC). The RMC is chaired by an Independent Director. The RMC closely monitors risk management efforts and provides insights for effective Risk Management across our operations. A detailed note on risk management is given under financial review section of the Management Discussion and Analysis of this Annual Report.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS:

Particulars of loans, guarantees and investments covered under Section 186 of the Act forms part of the notes to the Standalone Ind AS financial statements provided in this Annual Report.

RELATED PARTY TRANSACTIONS ("RPTs"):

In line with the requirements of the Act and the Listing Regulations as amended from time to time, the Company has adopted a Policy on Related Party Transactions and the same is available on its website at <https://www.fineorganics.com/investor-policies/>. The Policy captures framework for Related Party Transactions and intends to ensure that proper reporting, approval and disclosure processes are in place for all transactions with related parties.

All transactions with related parties are placed before the Audit Committee for its review and approval. Before the commencement of each Financial Year, an omnibus

Board's Report (Contd.)

approval from Audit Committee is obtained for related party transactions for such year which are repetitive in nature, based on the approved criteria. The Audit Committee reviews all transactions entered into pursuant to the omnibus approvals so granted on a quarterly basis.

All transactions with related parties entered into during Financial Year 2024-25 were at arm's length basis and in the ordinary course of business and in accordance with the provisions of the Act and rules made thereunder, the Listing Regulations and the Company's Policy on Related Party Transactions.

During the year under review, there were no transactions for which consent of the Board was required to be taken in terms of Section 188(1) of the Act and accordingly, no disclosure is required in respect of the related party transactions in Form AOC-2 under Section 134(3)(h) of the Act and rules framed thereunder. Further, there were no material related party transactions in terms of the Listing Regulations requiring approval of the Members during the year under review. Details of the related party transactions are given in the notes of the standalone financial statements setting out the disclosures on related party transactions for Financial Year 2024-25.

Pursuant to Regulation 23(9) of the Listing Regulations, your Company has filed the reports on related party transactions with the Stock Exchanges within statutory timelines.

CORPORATE SOCIAL RESPONSIBILITY:

The Company has developed a CSR framework in line with Section 135 of the Act read with Schedule VII thereto which focuses on Education, Healthcare, Women Empowerment, Eradicating extreme hunger and poverty etc.

The Board of Directors has constituted the Corporate Social Responsibility Policy of the Company and it is available on the website of the Company i.e. <https://www.fineorganics.com/investor-policies/>

The Report on Corporate Social Responsibility (CSR) including the constitution of the Corporate Social Responsibility Committee and activities undertaken during the Financial Year 2024-25 as per Rule 8 of the Companies (CSR Policy) Amendment Rules, 2021 is enclosed as "Annexure II" to this Report.

Further, the Chief Financial Officer of the Company has certified that CSR spends of the Company for Financial Year 2024-25 have been utilised for the purpose and in the manner approved by the Board of Directors of the Company.

ANNUAL RETURN:

Pursuant to Section 134(3)(a) of the Act, the draft annual return for Financial Year 2024-25 prepared in accordance with Section 92(3) of the Act is made available on the website of the Company at <https://www.fineorganics.com/investor-agm-documents/>

PARTICULARS OF EMPLOYEES & MANAGERIAL REMUNERATION:

The information required under Section 197 (12) of the Act read with Rule 5 (1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is attached as "Annexure III" to this report.

The statement containing particulars of employees as required under section 197 of the Act read with Rule 5 (2) and Rule 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, will be provided upon request. In terms of Section 136 of the Act, this Report and accounts are being sent to the members and others entitled thereto, excluding the information on particulars of employees which is available for inspection by members at the Registered Office of the Company during business hours on all working days. Member who are interested in obtaining these particulars may write to the Company Secretary at the Registered Office of the Company or send an email at investors@fineorganics.com

CORPORATE GOVERNANCE:

The Company is committed to maintain the highest standards of Corporate Governance and continues to be compliant with the requirements of Corporate Governance as prescribed in the Listing Regulations. In compliance with Regulation 34 of the Listing Regulations and other applicable provisions of the Listing Regulations, a separate report on Corporate Governance along with the Certificate of Compliance from the Secretarial Auditor forms an integral part of this Annual Report.

MANAGEMENT DISCUSSION AND ANALYSIS REPORT:

Pursuant to Regulation 34 read with Schedule V of the Listing Regulations, the Management Discussion and Analysis Report, capturing your Company's performance,

Board's Report (Contd.)

industry trends and other material changes with respect to your Company and its subsidiaries, wherever applicable, is presented in a separate section forming an integral part of this Annual Report.

BUSINESS RESPONSIBILITY AND SUSTAINABILITY REPORT:

The Company has been conducting business in a sustainable manner and to create maximum value for all its stakeholders. Business Responsibility and Sustainability Report for Financial Year 2024-25 in accordance with Regulation 34(2)(f) of the Listing Regulations, forms an integral part of this Annual Report. The BRSR indicates the Company's performance against the principles of the 'National Guidelines on Responsible Business Conduct'.

WHISTLE BLOWER POLICY AND VIGIL MECHANISM:

In accordance with the provisions of Section 177 (9) of the Act and requirements of Regulation 22 of the Listing Regulations, your Company has a vigil mechanism which has been incorporated in the Whistle Blower Policy for Directors and Employees to report genuine concerns about unethical behavior, actual or suspected fraud or violation of the Code for Prevention of Insider Trading. The Whistle Blower Policy is uploaded on the website of your Company at <https://www.fineorganics.com/investor-policies/>

PREVENTION OF SEXUAL HARASSMENT:

The Company has zero tolerance towards sexual harassment at workplace and has adopted policy on Prevention of Sexual Harassment, in line with the provisions of Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the Rules thereunder. The Policy aims to provide protection to the employees at workplace and prevent and redress complaints of sexual harassment and for matters connected or incidental thereto. Separate Internal Complaints Committee has also been set up to redress complaints received on sexual harassment at head office as well as at all plant locations. The Committee conducts sensitisation workshops to inform the employees about their rights w.r.t. sexual harassment of women at workplace. The Company has not received any complaint of sexual harassment during the Financial Year 2024-25.

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

The information pertaining to conservation of energy, technology absorption, foreign exchange earnings and

outgo as required under Section 134 (3) (m) of the Act read with Rule 8 (3) of the Companies (Accounts) Rules, 2014 is furnished in "Annexure IV" to this report.

MATERIAL CHANGES AND COMMITMENTS, IF ANY AFFECTING THE FINANCIAL POSITION OF THE COMPANY OCCURRED BETWEEN THE END OF THE FINANCIAL YEAR TO WHICH THIS FINANCIAL STATEMENTS RELATE AND THE DATE OF THE REPORT:

There are no material changes and commitments affecting the financial position of the Company occurred between the end of the Financial Year to which these financial statements relate and the date of the report other than those mentioned under any section of this Annual Report.

DEPOSITS FROM PUBLIC:

The Company has not accepted any deposits from public and as such, no amount on account of principal or interest on deposits from public was outstanding as on the date of the balance sheet.

SECRETARIAL STANDARDS:

During the year under review, the Company has complied with all the applicable provisions of Secretarial Standard – 1 and Secretarial Standard – 2 issued by the Institute of Company Secretaries of India and notified by the Ministry of Corporate Affairs.

SIGNIFICANT OR MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS, WHICH WOULD IMPACT THE GOING CONCERN STATUS AND COMPANY'S OPERATIONS IN FUTURE:

During the year under review, there were no significant/material orders passed by the regulators or courts or tribunals impacting the going concern status of your Company and its operations in future.

OTHER DISCLOSURES:

- There are no proceedings made or pending under the Insolvency and Bankruptcy Code, 2016 and there are no instances of one-time settlement with any Bank or Financial Institution, during the year under review.
- The Company has not issued shares with differential voting rights and sweat equity shares during the year under review.
- Since the unpaid dividend amount initially transferred by the Company to its Unpaid Dividend Account has not

Board's Report (Contd.)

completed seven years since its transfer, the details of unclaimed dividends and equity shares transferred to the Investor Education and Protection Fund authority has not been appended to the Corporate Governance report.

ACKNOWLEDGEMENTS:

The Board of Directors thank for the continued support and co-operation by customers, vendors, investor, bankers, government and regulatory authorities and stock exchanges during the year under review. The Board of Directors wish

to place on record its deep sense of appreciation for the committed services by all the employees of the Company.

For and on behalf of the Board of Directors
Fine Organic Industries Limited

Date : May 08, 2025
Place : Mumbai

Mukesh Shah
Chairman
DIN: 00106799

Annexure I

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,
Fine Organic Industries Limited

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Fine Organic Industries Limited**, (hereinafter called “**the Company**”). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the Company’s books, papers, minute books, forms and based on returns filed, Statutory Auditor’s Report, Audited & signed Annual Accounts for Financial Year ended March 31, 2025, Board’s Report for the Financial Year ended March 31, 2025 and other records maintained by the Company and also the information provided by the Company, its Board of Directors, its officers, agents and authorised representatives as well as the Management Representations and Management Certifications made by the Company during the conduct of secretarial audit, we hereby report that in our opinion & as per our understanding & belief, the Company has, during the audit period covering the Financial Year ended on March 31, 2025 generally complied with the statutory provisions as mentioned hereunder and also that the Company has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and based on returns filed, Statutory Auditor’s Report, Audited & signed Annual Accounts for the Financial Year ended March 31, 2025, Board’s Report for the Financial Year ended March 31, 2025 and other records maintained by the Company and also the information provided by the Company, its Board of Directors, its officers, agents and authorised representatives as well as the Management Representations and Management Certifications made by the Company during the conduct of secretarial audit, according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made there under;

- (ii) The Securities Contracts (Regulation) Act, 1956 (‘SCRA’) and the rules made there under, wherever applicable for the referred Financial Year;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under, wherever applicable for the referred Financial Year;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings, wherever applicable for the referred Financial Year;
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 (‘SEBI Act’), wherever applicable for the referred Financial Year:
 - a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, wherever applicable for the referred Financial Year;
 - b. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, wherever applicable for the referred Financial Year;
 - c. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended from time to time, wherever applicable for the referred Financial Year;
 - d. The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014, wherever applicable for the referred Financial Year;
 - e. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008, wherever applicable for the referred Financial Year;
 - f. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client, wherever applicable for the referred Financial Year;
 - g. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009, wherever applicable for the referred Financial Year;

Annexure I (Contd.)

- h. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998, wherever applicable for the referred Financial Year;
- (vi) We have relied on the representation made by the Company, its Board of Directors, its officers, agents & authorised representatives, Management's Representation and based on, returns filed, Statutory Auditor's Report, Audited & signed Annual Accounts for the Financial Year ended March 31, 2025, Board's Report for the Financial Year ended March 31, 2025, for systems and mechanism put in place by the Company for Compliances under various other applicable Acts, Laws and Regulations to the Company & we have also examined compliance with the applicable clauses of the following:

- Secretarial Standards with respect to the Board and General Meetings issued by the Institute of Company Secretaries of India.
- We have also examined compliance with the applicable clauses of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Listing Agreements entered into by the Company with BSE Limited and National Stock Exchange of India Limited, for the referred Financial Year;

During the period under review and as per the explanations and clarifications given to us, as per draft Board's Report & the Auditor's Report for the year and as per the representation made by Management, the Company has generally complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc.

The Board met 4 times during the year under review. The maximum gap between two Board meetings did not exceed 120 days.

We further report that:

- The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors, Independent Directors & Woman Director.
- Adequate notice is given to all directors to schedule the Board Meetings, Agenda and detailed notes on agenda were sent at least seven days in advance and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

- As per the minutes, the decisions at the Board Meetings were taken unanimously.

We further report that as per explanations & information given to us and the representations made by the Management and relied upon by us, there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

We further report that during the audit period, the Company had some of the following events which had bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards etc:

- In the Board Meeting dated May 10, 2024, the Board declared final dividend of ₹ 10/- per equity share of ₹ 5/- each fully paid up for the Financial Year ended March 31, 2024.
- In the Annual General Meeting dated August 21, 2024, the Shareholders of the Company approved declaration of final dividend of ₹ 10/- per equity share of ₹ 5/- each, for the Financial Year 2023-24.
- In the Annual General Meeting dated August 21, 2024, the shareholders approved ratification of the appointment of Mr. Tushar Shah (DIN: 00107144), Director of the Company for the remaining period of his tenure.
- During the Financial Year, Mr. Mukesh Shah (DIN: 00106799) was redesignated as the Chairman & Wholetime Director of the Company with effect from April 01, 2024; Mr. Jayen Shah (DIN: 00106919) was redesignated as the Managing Director of the Company with effect from April 01, 2024; Mr. Tushar Shah (DIN: 00107144) was redesignated as the Wholetime Director & Chief Executive Officer of the Company with effect from April 01, 2024 and Ms. Sonali Bhadani was appointed as the Chief Financial Officer of the Company with effect from April 01, 2024.
- The Company was required to spend ₹ 1080.80 Lakhs towards Corporate Social Responsibility (CSR) during the Financial Year 2024-25. Out of the above, during the year, the Company has spent ₹ 365.44 Lakhs towards CSR projects till March 31, 2025 & transferred ₹ 715.36 Lakhs to the separate bank account for the unspent CSR amount, for the ongoing projects.

Annexure I (Contd.)

We hereby report that, during the Review Period the compliance status of the listed entity is appended as below:

Sr. No.	Particulars	Compliance Status (Yes / No / NA)	Observations/ Remarks by PCS*
1.	Secretarial Standards: The compliances of the listed entity are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries India (ICSI), as notified by the Central Government under section 118(10) of the Companies Act, 2013 and mandatorily applicable.	Yes	
2.	Adoption and timely updation of the Policies: <ul style="list-style-type: none"> All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the listed entities All the policies are in conformity with SEBI Regulations and have been reviewed & updated on time, as per the regulations/circulars/guidelines issued by SEBI 	Yes	
3.	Maintenance and disclosures on Website: <ul style="list-style-type: none"> The Listed entity is maintaining a functional website Timely dissemination of the documents/ information under a separate section on the website Web-links provided in annual corporate governance reports under Regulation 27(2) are accurate and specific which re- directs to the relevant document(s)/ section of the website 	Yes	
4.	Disqualification of Director: None of the Director of the Company is disqualified under Section 164 of Companies Act, 2013 as confirmed by the listed entity.	Yes	
5.	Details related to Subsidiaries of listed entities have been examined w.r.t.: <ul style="list-style-type: none"> (a) Identification of material subsidiary companies (b) Disclosure requirement of material as well as other subsidiaries 	Yes	
6.	Preservation of Documents: The listed entity is preserving and maintaining records as prescribed under SEBI Regulations and disposal of records as per Policy of Preservation of Documents and Archival policy prescribed under SEBI LODR Regulations, 2015.	Yes	
7.	Performance Evaluation: The listed entity has conducted performance evaluation of the Board, Independent Directors and the Committees at the start of every Financial Year/during the Financial Year as prescribed in SEBI Regulations.	Yes	Vide Nomination & Remuneration Committee Meeting held on April 30, 2024 & Board Meeting held on May 10, 2024
8.	Related Party Transactions: <ul style="list-style-type: none"> (a) The listed entity has obtained prior approval of Audit Committee for all related party transactions; or (b) The listed entity has provided detailed reasons along with confirmation whether the transactions were subsequently approved/ratified/rejected by the Audit Committee, in case no prior approval has been obtained. 	Yes	Vide Audit Committee Meetings held on February 02, 2024

Annexure I (Contd.)

Sr. No.	Particulars	Compliance Status (Yes / No / NA)	Observations/ Remarks by PCS*
9.	Disclosure of events or information: The listed entity has provided all the required disclosure(s) under Regulation 30 along with Schedule III of SEBI LODR Regulations, 2015 within the time limits prescribed thereunder.	Yes	
10.	Prohibition of Insider Trading: The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015.	Yes	
11.	Actions taken by SEBI or Stock Exchange(s), if any: No action(s) has been taken against the listed entity/ its promoters/ directors/ subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under SEBI Regulations and circulars/ guidelines issued thereunder except as provided under separate paragraph herein (**).	N.A.	
12.	Resignation of statutory auditors from the listed entity or its material subsidiaries: In case of resignation of statutory auditor from the listed entity or any of its material subsidiaries during the Financial Year, the listed entity and / or its material subsidiary(ies) has / have complied with paragraph 6.1 and 6.2 of section V-D of chapter V of the Master Circular on compliance with the provisions of the LODR Regulations by listed entities.	N.A.	
13.	Additional Non-compliances, if any: No additional non-compliance observed for any SEBI regulation/circular/guidance note etc.	N.A.	

Assumptions & Limitation of scope and Review:

1. Compliance of the applicable laws and ensuring the authenticity of documents and information furnished, are the responsibilities of the management of the listed entity.
2. Our responsibility is to certify based upon our examination of relevant documents and information. This is neither an audit nor an expression of opinion.
3. We have not verified the correctness and appropriateness of financial Records and Books of Accounts of the listed entity.
4. This Report is solely for the intended purpose of compliance in terms of Regulation 24A (2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and is neither an assurance as to

the future viability of the listed entity nor of the efficacy or effectiveness with which the management has conducted the affairs of the listed entity.

For **Ks & Associates,**
Company Secretaries

Kartik Shah

C.P. No. 5163

Membership No. 5732

Peer Review Certificate No.: 1225/2021

UDIN: F005732G000294482

Place: Mumbai

Date: May 08, 2025

Note: This report is to be read with our letter which is annexed as '**Annexure A**' and forms an integral part of this report.

Annexure A to the Secretarial Audit Report

To,
The Members,
Fine Organic Industries Limited

Our secretarial audit report is to be read along with this letter:

1. Maintenance of Secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and process 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 process and practices that followed, provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Wherever required, we have discussed & relied on the Management Representation about the Compliance of laws, rules and regulations and happening of events, etc.
5. The Compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of the management. Our examination was limited to the verification of procedure on test basis and based on Management Representations, certificate received from the Authorised Officers & Management of the Company & other documents received for applicability of relevant Acts, registrations there under.
6. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

For **Ks & Associates**,
Company Secretaries

Kartik Shah

C.P. No. 5163

Membership No. 5732

Peer Review Certificate No.: 1225/2021

UDIN: F005732G000294482

Place: Mumbai

Date: May 08, 2025

Annexure II

ANNUAL REPORT ON CSR ACTIVITIES

1. Brief outline of CSR Policy of the Company

The Company has developed a robust CSR framework aligned with Section 135 of the Companies Act, 2013 and Schedule VII. This framework prioritises key areas such as education, healthcare, women empowerment, and the eradication of extreme hunger and poverty. We collaborate with NGOs and social service organisations to implement high-impact projects that bring meaningful change to the communities we serve.

2. Composition of the CSR Committee

Sr. No.	Name of the Director	Designation/Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
I.	Mr. Jayen Shah	Chairman of the Committee / Managing Director	3	3
II.	Mr. Prakash Apte	Member of the Committee/ Independent Director	3	3
III.	Mr. Kaushik Shah	Member of the Committee/ Independent Director	3	2
IV.	Mr. Mukesh Shah	Member of the Committee / Whole Time Director	3	3
V.	Mr. Tushar Shah	Member of the Committee / Whole Time Director and Chief Executive Officer	3	3

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

The web-link where composition of CSR Committee is disclosed on the website is- <https://www.fineorganics.com/investor-committees/>

The web-link where CSR policy is disclosed on the website is-<https://www.fineorganics.com/investor-policies/>

The web-link where CSR Projects are disclosed on the website is- <https://www.fineorganics.com/corporate-social-responsibility/>

4. Provide the executive summary along with web-link(s) of Impact Assessment of CSR Projects carried out in pursuance of sub-rule (3) of rule 8, if applicable

Not Applicable.

5. (a) Average Net Profit of the Company as per sub-section (5) of section 135: ₹ 54,039.83 Lakhs

(b) Two percent of the Average Net Profit of the Company as per sub-section (5) of section 135: ₹ 1,080.80 Lakhs

(c) Surplus arising out of the CSR projects or programmes or activities of the previous Financial Years: NIL

(d) Amount required to be set off for the Financial Year, if any: NIL

(e) Total CSR obligation for the Financial Year [(b)+(c)-(d)]: ₹ 1,080.80 Lakhs

6. (a) Amount spent on CSR Projects (both Ongoing Project and other than Ongoing Project): ₹ 1,072.85 Lakhs

(b) Amount spent in Administrative Overheads: ₹ 7.95 Lakhs

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

(d) Total amount spent for the Financial Year [(a)+(b)+(c)]: ₹ 1,080.80 Lakhs

Annexure II (Contd.)

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

Total Amount Spent for the Financial Year	Amount Unspent				
	Total Amount transferred to Unspent CSR Account as per sub-section (6) of section 135		Amount transferred to any fund specified under Schedule VII as per second proviso to sub-section (5) of section 135		
	Amount	Date of Transfer	Name of the fund	Amount	Date of Transfer
₹ 365.44 Lakhs	₹ 715.36 Lakhs	April 22, 2025	-	-	-

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

Sr. no.	Particulars	Amount (₹ in Lakhs)
(i)	Two percent of average net profit of the Company as per sub-section (5) of section 135	-
(ii)	Total amount spent for the Financial Year	-
(iii)	Excess amount spent for the Financial Year [(ii)-(i)]	-
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous Financial Years, if any	-
(v)	Amount available for set off in succeeding Financial Years [(iii)-(iv)]	-

7. Details of Unspent Corporate Social Responsibility amount for the preceding three Financial Years:

Sr. No	Preceding Financial Year	Amount transferred to Unspent CSR Account under sub-section (6) of section 135	Balance Amount in Unspent CSR Account under sub-section (6) of section 135	Amount spent in the Financial Year	Amount transferred to any fund specified under Schedule VII as per second proviso to sub-section (5) of section 135, if any		Amount remaining to be spent in succeeding Financial Years	Deficiency, if any
					Amount	Date of Transfer		
1	2021-22	₹ 163.92 Lakhs	-	-	-	-	-	-
2	2022-23	-	-	-	-	-	-	-
3	2023-24	₹ 474.04 Lakhs	₹ 10 Lakhs	-	-	-	₹ 10 Lakhs	-

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

9. Specify the reason(s), if the Company has failed to spend two per cent of the average net profit as per sub-section (5) section 135: Not Applicable

For and on behalf of the Board of Directors
Fine Organic Industries Limited

Date: May 08, 2025
Place: Mumbai

Mukesh Shah
Chairman and Director
Member of CSR Committee

Jayen Shah
Managing Director
Chairman of CSR Committee

Annexure III

Information required under Section 197 of the Companies Act, 2013 read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

The ratio of the remuneration of each director to the median remuneration of the employees of the Company and the percentage increase in remuneration of each Director, Chief Executive Officer, Chief Financial Officer and Company Secretary in the Financial Year 2024-25:

Sr. No	Name	Designation	Ratio of remuneration of director to the median remuneration	% increase/ (decrease)
1	Mr. Mukesh Shah	Chairman and Whole Time Director	71.39	18.38%
2	Mr. Jayen Shah	Managing Director	71.39	18.38%
3	Mr. Tushar Shah	Whole Time Director and Chief Executive Officer	71.39	18.38%
4	Mr. Bimal Shah	Whole Time Director	71.39	18.38%
5	Mr. Nikhil Kamat	Whole Time Director	23.88	55.15%
6	Mr. Prakash Apte	Independent Director	3.40	13.65%
7	Mr. Kaushik Shah	Independent Director	3.26	23.50%
8	Mr. Mahesh Sarda	Independent Director	3.17	17.08%
9	Mr. Thiruvengadam Parthasarathi	Independent Director	3.03	4.85%
10	Ms. Pratima Umarji	Independent Director	2.80	28.13%
11	Ms. Rashi Mehta	Independent Director	1.34	Not comparable**
12	Ms. Sonali Bhadani	Chief Financial Officer	-	25.62%
13	Ms. Pooja Lohor	Company Secretary	-	14.29%

** Ms. Rashi Mehta was appointed as Independent Director of the Company w.e.f. February 02, 2024.

Notes:

- Remuneration to Executive Directors includes a commission paid for the Financial Year 2024-25.
- Remuneration to Independent directors includes sitting fees and the Commission paid for the Financial Year 2024-25.
- Number of permanent employees on the rolls of the Company as on March 31, 2025: 869
- The remuneration to Directors is within the overall limits approved by the shareholders. Yes
- The median remuneration is ₹ 8,20,874 Lakhs for the Financial Year 2024-25.
- The percentage increase in the median remuneration of employees in the Financial Year 2024-25 is 8.79
- Employee whose remuneration was in excess of the remuneration of the highest-paid Director during the Financial Year 2024-25: None

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 percentage increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration:

Particulars	% change in remuneration
Average increase in salary of employees (other than managerial personnel)	13.02%
Average increase in remuneration of managerial personnel	12.88%

Affirmation: Pursuant to Rule 5(1)(xii) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, it is affirmed that the remuneration paid to the Directors, Key Managerial Personnel and Senior Management is as per the Remuneration Policy of the Company.

For and On Behalf of the Board of Directors
Fine Organic Industries Limited

Mukesh Shah
Chairman
DIN: 00106799

Annexure IV

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

Pursuant to Section 134(3)(m) of the Act read with Rule 8 of the Companies (Accounts) Rules, 2014 for the Financial Year 2024-25

A. CONSERVATION OF ENERGY:

During the year under review, the Company undertook the following energy conservation initiatives:

Installation of Hybrid Power Factor Correction (HPFC) Panels at our manufacturing units has significantly contributed to energy conservation efforts.

Benefits Achieved through HPFC Panels:

- Improved power factor and optimised energy usage
- Reduction in overall energy consumption and utility costs
- Minimised reactive power losses and improved system efficiency
- Fast-acting harmonic management to protect sensitive equipment
- Enhanced equipment life, reduced downtime, and improved reliability
- Lower carbon footprint and environmental benefits
- Improved overall performance and sustainability of electrical systems

In summary, HPFC panels have provided a comprehensive solution for energy efficiency enhancement, operational cost reduction, and system reliability improvement.

B. TECHNOLOGY ABSORPTION:

1. Implementation of Laboratory Information Management System (LIMS):

A modern software solution was introduced to enhance the functioning of the Quality Control laboratories with the following features:

- Paperless documentation and improved traceability
- Enhanced workflow and integration with analytical instruments
- Automated reporting and data analytics
- Predictive monitoring and trend analysis
- Automated flagging of Out-of-Specification (OOS) and Out-of-Trend (OOT) results
- Integrated deviation management and Corrective & Preventive Actions (CAPA)
- Efficient sample and inventory management
- Strengthened data integrity and regulatory compliance

2. Adoption of a Customised Compliance Dashboard Tool:

To streamline regulatory compliance management, the Company has developed and implemented a customised Compliance Dashboard with the assistance of a competent vendor. This tool replaces the previously manual tracking system and provides the following advantages:

- Centralised monitoring of all company-wide compliances
- Automated alerts and tracking of due dates and fulfillment status
- Reduction in manual errors and human dependency
- Proactive updates on new and upcoming regulatory amendments
- Enhanced visibility and control for better compliance governance

These initiatives have resulted in improved operational efficiency, real-time compliance tracking, and reduced risk of non-compliance.

3. Expenditure incurred on Research and Development of the Company

(₹ in Lakhs)

Particulars	Financial Year 2024-25	Financial Year 2023-24
Capital	630.67	2,122.23
Recurring	664.95	687.87
Total	1,295.62	2,810.10

C. FOREIGN EXCHANGE EARNINGS AND OUTGO:

The foreign exchange earned in terms of actual inflows during the year and the foreign exchange outgo during the year in terms of actual outflows:

(₹ in Lakhs)

Particulars	Financial Year 2024-25	Financial Year 2023-24
Foreign Exchange Outgo	45,668.21	32,290.71
Foreign Exchange Earnings	1,24,825.89	1,00,652.58

For and On Behalf of the Board of Directors
Fine Organic Industries Limited

Mukesh Shah
Chairman

DIN: 00106799

Corporate Governance Report

I. COMPANY'S PHILOSOPHY

At Fine Organics, we believe that high standards of corporate governance are fundamental to achieving long-term growth and creating enduring value for our stakeholders. Our ethos is deeply rooted in the principles of transparency, integrity, customer-centricity, professionalism and accountability. We are committed to consistently enhancing these core values across all facets of our business.

The Board of Directors ('the Board') lies at the heart of our corporate governance framework. It oversees the management's performance and ensures that the Company acts in the best interest of its stakeholders, upholding a culture of ethical leadership and responsible decision-making.

Our governance practices are designed to ensure timely disclosures, accurate financial reporting and transparent communication regarding the Company's operations, performance and leadership. Beyond regulatory compliance, we remain focused on continuously strengthening our governance systems and processes.

Fine Organic Industries Limited adheres to the corporate governance requirements stipulated under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('the Listing Regulation'), including Regulations 17 to 27 read with Schedule V and clauses (b) to (i) of Regulation 46(2), as applicable.

II. BOARD OF DIRECTORS

(a) Composition and Category of Directors

The Company maintains an optimal balance of Executive and Non-Executive Directors, ensuring a well-rounded and effective Board. As on date, the Board comprises eleven Directors, including five Executive Directors and six Independent Directors, two of whom are Independent Women Directors. In the opinion of the Board, all Independent Directors meets the criteria of independence as defined under Regulation 16(1)(b) of the Listing Regulations read with Section 149(6) of the Companies Act, 2013 ("the Act") and rules framed there under.

The Board does not include any Nominee Directors representing institutional stakeholders.

The Board brings together a diverse and complementary mix of knowledge, perspectives, expertise and experience, enabling effective governance and strategic oversight. Detailed profiles of all Directors are available on the Company's website at: <https://www.fineorganics.com/investor-bod/>. The composition of the Board is fully compliant with the requirements of Regulation 17 of the Listing Regulations and the Act along with the applicable rules issued thereunder.

(b) Limit on the number of Directorships/Committee Memberships

None of the Directors on the Company's Board is a member of more than ten Committees or a Chairperson of more than five Committees across all public limited companies in which they serve as Directors. For this purpose, only the Audit Committee and the Stakeholders' Relationship Committee have been considered in accordance with Regulation 26 of the Listing Regulations.

All Directors have periodically disclosed their directorships and committee positions held in other companies. They comply with the limits prescribed under Section 165 of the Act i.e., not holding office as a Director in more than twenty companies, including a maximum of ten public limited companies.

Further, in accordance with Regulation 17A of the Listing Regulations, none of the Directors holds directorship in more than seven listed entities. Additionally, those serving as Whole-time Directors in any listed company do not serve as Independent Directors in more than three listed entities.

(c) Number of Board Meetings

During the financial year ended on March 31, 2025, four board meetings were held on:

- May 10, 2024
- July 30, 2024
- November 8, 2024
- February 4, 2025

Corporate Governance Report (Contd.)

The maximum interval between any two Board Meetings during the financial year was well within the statutory limit of 120 days as prescribed under the Act, and the Listing Regulations.

The 22nd Annual General Meeting (AGM) of the Company was convened on August 21, 2024, through Video Conferencing (VC) / Other Audio-Visual Means (OAVM), in compliance with the applicable circulars issued by the Ministry of Corporate Affairs (MCA) and the Securities and Exchange Board of India (SEBI).

The details of the Directors on the Board, including their category, attendance at Board Meetings held during the financial year and at the last AGM, directorships in other listed entities and the number of Directorships and Committee Chairpersonships/Memberships in other public limited companies as on March 31, 2025, are provided below:

Sr. no.	Name of the Director and category along with DIN	Number of Board Meetings attended during financial year 2024-25	Whether attended last AGM held on August 21, 2024	No. of Directorship in other public limited companies^	*No. of committee positions held in other public limited companies		Directorship in other listed entity (Category of Directorship)	
					Chairperson	Member	Name of the Company	Category of Directorship
A	Executive Directors							
1	Mr. Mukesh Shah (Chairman and Whole Time Director) (DIN:00106799)	4	Yes	-	-	-	-	-
2	Mr. Jayen Shah (Managing Director) (DIN:00106919)	4	Yes	-	-	-	-	-
3	Mr. Tushar Shah (Whole Time Director and Chief Executive Officer) (DIN:00107144)	4	Yes	-	-	-	-	-
4	Mr. Bimal Shah (Whole-time Director) (DIN:03424880)	4	Yes	-	-	-	-	-
5	Mr. Nikhil Kamat (Whole-time Director) (DIN:00107233)	4	Yes	-	-	-	-	-
B	Non-Executive Independent Directors							
6	Mr. Prakash Apte (DIN:00196106)	4	Yes	4	4	7	GMM Pfaudler Limited	Independent Director
							Blue Dart Express Limited	Independent Director
7	Mr. Kaushik Shah (DIN:00124756)	4	Yes	-	-	-	-	-
8	Mr. Mahesh Sarda (DIN:00023776)	4	Yes	1	-	2	Landmark Cars Limited	Independent Director

Corporate Governance Report (Contd.)

Sr. no.	Name of the Director and category along with DIN	Number of Board Meetings attended during financial year 2024-25	Whether attended last AGM held on August 21, 2024	No. of Directorship in other public limited companies^	*No. of committee positions held in other public limited companies		Directorship in other listed entity (Category of Directorship)	
					Chairperson	Member	Name of the Company	Category of Directorship
9	Mr. Thiruvengadam Parthasarathi (DIN:00016375)	3	Yes	5	2	5	Centum Electronics Limited	Independent Director
							The Western India Plywoods Limited	Non-Executive Director
							The K C P Limited	Independent Director
10	Ms. Pratima Umarji (DIN:05294496)	3	Yes	-	-	-	-	-
11	Ms. Rashi Mehta (DIN:10420079)	4	Yes	-	-	-	-	-

^Excludes directorship held in private companies, foreign companies and Section 8 companies.

*For the purpose of determining the limit of the Board Committees, chairpersonship and membership of the Audit Committee and Stakeholders' Relationship Committee has been considered as per Regulation 26(1)(b) of the Listing Regulations.

* Membership Includes Chairpersonship.

(d) Board Procedure

To facilitate efficient scheduling and effective governance, a tentative calendar of Board and Committee meetings is prepared and approved at the beginning of each financial year. The proceedings of the Board and its Committees are closely monitored to ensure compliance with their respective terms of reference or charters, accurate documentation of deliberations and decisions in the minutes and systematic tracking of action items arising therefrom.

Meeting effectiveness is ensured through the circulation of a comprehensive agenda along with all relevant information required for informed decision-making. This includes, inter alia, the minimum information stipulated under Part A of Schedule II of the Listing Regulations. Detailed presentations are made during meetings and Action Taken Reports are reviewed in subsequent meetings to ensure follow-through.

In alignment with the agenda, senior leadership and members of the management team attend Board and Committee meetings as invitees, providing relevant inputs and fostering greater accountability. The Board meets at least once every

quarter to review the Company's financial results, operational performance, strategic priorities and business development initiatives.

Succession Plan

The Company regularly reviews the succession planning process for the Board of Directors and Senior Management in consultation with the Chairman of the Nomination and Remuneration Committee (NRC). It strives to maintain a balanced mix of skills and experience within the organisation and on the Board. Through proactive succession planning and internal talent development, the Company ensures leadership continuity and smooth transitions into key roles.

(e) Performance Evaluation of Board and its Committees

The Company conducts an annual evaluation of the performance of all Directors, including the Board as a whole and its Committees, in line with the provisions of the Act and the Listing Regulations. A structured questionnaire, designed in accordance with the Guidance Note on Board Evaluation issued by SEBI, forms the basis of this evaluation process.

Corporate Governance Report (Contd.)

The Nomination and Remuneration Committee (NRC) has laid down the evaluation framework, including the criteria, process and timelines for performance assessment of the Board, its Committees and individual Directors.

The performance of the Board was assessed based on a range of parameters, including composition and diversity, industry knowledge, strategic inputs, quality of discussions, decision-making processes, succession planning and overall effectiveness.

Each Committee of the Board was evaluated on the basis of its terms of reference, effectiveness in discharging responsibilities, periodic reporting to the Board and the quality of deliberations and recommendations. A separate meeting of the Independent Directors was held to evaluate the performance of the Non-Independent Directors, the Board as a whole and the Chairperson of the Company. The evaluation of the Chairperson included assessment of leadership qualities, management of Board dynamics, engagement with stakeholders including shareholders and employees and ability to provide effective guidance.

The performance of Executive Directors and Independent Directors was also reviewed by the entire Board. The evaluation considered factors such as attendance and participation in meetings, meaningful contributions to discussions, relationship with fellow Board members and senior management, as well as personal attributes like integrity, ethics and commitment to the Company's values.

(f) Independent Directors

Independent Directors play a pivotal role in the Board's decision-making process and contribute significantly to shaping the Company's strategic direction. Their diverse expertise, experience and adherence to global best practices in governance bring objective, unbiased and independent perspectives to the Board's deliberations, greatly benefitting the Company.

An Independent Director is a Chairperson of each of the Audit Committee, Nomination and Remuneration Committee, Stakeholders Relationship Committee and Risk Management Committee.

The Company affirms that it has received a declaration from the Independent Directors confirming that they meet the criteria of independence as prescribed under Section 149(6) of the Act read with Regulation 16(1)(b) of the Listing Regulations.

In the opinion of the Board, the Independent Directors fulfill the conditions of independence as laid down in the Act and the Listing Regulations and are independent of the management. The Board further affirms that the Independent Directors possess the requisite qualifications, skills and experience and uphold the highest standards of integrity and professionalism.

Additionally, pursuant to the requirements of Section 150 of the Act read with Rule 6 of the Companies (Appointment and Qualification of Directors) Rules, 2014, all Independent Directors have confirmed their enrollment in the Independent Directors' Databank maintained by the Indian Institute of Corporate Affairs (IICA) and have either passed the proficiency self-assessment test or are exempt from the same, as applicable.

(g) Meetings of Independent Directors

In accordance with Regulation 25(3) of the Listing Regulations, the Company's Independent Directors met on March 24, 2025, without the presence of Non-Independent Directors and members of the Management.

At this meeting, the Independent Directors undertook the following evaluations:

- Reviewed the performance of Non-Independent Directors and the Board as a whole;
- Assessed the performance of the Chairperson of the Company, taking into consideration the views of Executive and Non-Executive Directors; and
- Evaluated the quality, quantity and timeliness of the flow of information between the Management and the Board, which is essential for effective governance and informed decision-making.

Corporate Governance Report (Contd.)

The Chairperson of the meeting of Independent Directors shared the collective views and observations of the Independent Directors with the Chairperson of the Company for further consideration and necessary action.

(h) Matrix of skills/expertise/competencies of the Board of Directors

The Board of the Company comprises qualified members who possess the requisite skills, expertise and competencies for effective contribution to the Board and its Committees. The Board members are committed to ensure that the Company is in compliance with the highest standards of Corporate Governance.

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

Global Business and Strategy	Technology	Finance	Leadership	Corporate Governance	Personal Values
Understanding various geographical markets, business development, identifying and working towards global market opportunities, expanding existing opportunities, developing robust sales and marketing teams, identifying and developing new products, customers and markets, experience in strategy and business management, mergers and acquisitions, strategic directions to the management, branding, understanding the macroeconomic environment, having adequate knowledge of the regulations and legislations of the markets in which the business operates.	Product development, process technology, leading research and development, developing applications for existing and new products.	Financial management, managing financial systems, financial reporting process, internal financial control, capital allocation, principal controller, capex management.	Guiding and leading management teams to make decisions in uncertain environments, project management, strategic planning, risk management, legal, effective communication, awareness of business process, developing talent, integrity, building relations, innovation, developing leadership skills, planning successions, high quality operations management.	Service on a public company board to develop insights about maintaining board and management accountability, protecting shareholder interests and observing appropriate governance practices.	Personal characteristics matching the Company's values, such as integrity, accountability and high performance standards.

Corporate Governance Report (Contd.)

Sr. No.	Name of the Directors	Global Business and Strategy	Technology	Finance	Leadership	Corporate Governance	Personal Values
1.	Mr. Mukesh Shah	✓	✓		✓	✓	✓
2.	Mr. Jayen Shah	✓	✓		✓	✓	✓
3.	Mr. Tushar Shah	✓		✓	✓	✓	✓
4.	Mr. Bimal Shah	✓	✓		✓	✓	✓
5.	Mr. Nikhil Kamat		✓		✓	✓	✓
6.	Mr. Prakash Apte	✓		✓	✓	✓	✓
7.	Mr. Mahesh Sarda	✓		✓	✓	✓	✓
8.	Mr. Thiruvengadam Parthasarathi	✓		✓	✓	✓	✓
9.	Ms. Pratima Umarji				✓	✓	✓
10.	Mr. Kaushik Shah	✓		✓	✓	✓	✓
11.	Ms. Rashmi Mehta	✓			✓	✓	✓

These identified skills and competencies are broad-based and encompass multiple areas of expertise and experience. Each Director may possess varied combinations of skills/experience within the described set of parameters and it is not necessary that all Directors possess all skills/experience listed therein.

(i) Details of equity shares of the Company held by the Directors as on March 31, 2025 are given below

The number of equity shares of the face value of ₹ 5 each of the Company held by the Directors as on March 31, 2025, is as under:

Name	Category	Number of equity shares held
Mr. Mukesh Shah	Promoter and Whole Time Director	19,18,314
Mr. Jayen Shah	Promoter and Managing Director	48,14,166
Mr. Tushar Shah	Promoter, Whole Time Director and Chief Executive Officer	49,86,509
Mr. Bimal Shah	Promoter and Whole Time Director	32,00,766
Mr. Nikhil Kamat	Whole Time Director	19
Mr. Prakash Apte	Non-Executive Independent Director	--
Mr. Mahesh Sarda	Non-Executive Independent Director	--
Mr. Thiruvengadam Parthasarathi	Non-Executive Independent Director	--
Ms. Pratima Umarji	Non-Executive Independent Director	--
Mr. Kaushik Shah	Non-Executive Independent Director	--
Ms. Rashmi Mehta	Non-Executive Independent Director	--

(j) Inter - Se Relationship Between Directors

Mr. Mukesh Shah, Mr. Jayen Shah, Mr. Tushar Shah and Mr. Bimal Shah are related to each other. Except for them, none of the other Directors are related to each other.

(k) Familiarisation Programmes

The Company has a familiarisation programme for its Independent Directors with an objective to enable them to understand the Company, its

operations, strategies, business, functions, policies, industry and environment in which it functions and the regulatory environment applicable to it and operations of its subsidiaries. Pursuant to Regulation 25(7) of the Listing Regulations, the Company conducts a familiarisation programme for the Independent Directors to provide them with an opportunity to be familiar with the Company, its management and its operations so as to gain a clear understanding of their roles and responsibilities

Corporate Governance Report (Contd.)

and contribute significantly towards the growth of the Company by giving the regulatory updates at the Board and Committee Meetings, detailed presentation on Risk Management, CSR, updates on regulatory changes etc. are made at the Board and respective Committee Meetings. The Directors are also regularly updated on the Company's performance, operations, business highlights. The details of the familiarisation programmes are disclosed on the website of the Company at the web link <https://www.fineorganics.com/investorfamiliarisation-programme/>

(I) Code of Conduct

The Company has a defined code of conduct for its Directors and Senior Management Personnel and the same is uploaded on the website, web-link of which is <https://www.fineorganics.com/investor-policies/> Pursuant to the provisions of Regulation 26(3) of the Listing Regulations, a declaration signed by the Chief Executive Officer (CEO) of the Company confirming that all members of the Board of Directors and Senior Management Personnel have affirmed compliance with the Code

of Conduct for the financial year ended March 31, 2025, is annexed to this Report as **Annexure I**.

III. COMMITTEES OF THE BOARD OF DIRECTORS

In compliance with the provisions of the Act and the Listing Regulations, the Board of Directors has constituted various Committees to assist in the effective discharge of its responsibilities. The composition, terms of reference and scope of each Committee are aligned with the applicable regulatory requirements.

The Board Committees play a crucial role in the governance framework of the Company and they deal with specific areas of concern for the Company that need a closer review. The Board Committees help focus attention on specific matters of the organisation. The Committees operate under the direct supervision of the Board and Chairpersons of the respective Committees report to the Board on the deliberations and decisions taken by them. The recommendations of the Committees are submitted to the Board for approval. The minutes of the Committee meetings are circulated to the respective Committee members and are also placed before the Board for its noting.

The Company has constituted various Committee(s) in compliance with the provisions of the Act and the Listing Regulations. The Company Secretary acts as the Secretary of all Board Committees. There are seven Board Committees as on March 31, 2025, which comprise five statutory Committees and two other Committees that have been formed, based on the business requirements of the Company, details of which are as follows:

Name of the Committee	Audit Committee
Extract of Terms of Reference	<p>The role of the Committee includes but not limits to the following:</p> <ol style="list-style-type: none"> Overseeing the Company's financial reporting process and disclosure of its financial information to ensure that its financial statements are correct, sufficient and credible; Recommending to the Board the appointment, remuneration and terms of appointment of the statutory auditor of the Company; Reviewing, with the management, the annual financial statements and Auditors' report thereon before submission to the Board for approval, with particular reference to: <ol style="list-style-type: none"> Matters required to be included in the Directors' Responsibility Statement to be included in the Board's report in terms of clause (c) of sub-section 3 of Section 134 of the Act; Changes, if any, in accounting policies and practices and reasons for the same; Major accounting entries involving estimates based on the exercise of judgment by the management; Significant adjustments made in the financial statements arising out of audit findings;

Corporate Governance Report (Contd.)

	<p>(e) Compliance with listing and other legal requirements relating to financial statements;</p> <p>(f) Disclosure of any related party transactions; and</p> <p>(g) Modified opinion(s) in the draft audit report;</p>
4.	Reviewing, with the management, the quarterly, half-yearly and annual financial statements before submission to the Board for approval;
5.	Approval or any subsequent modifications of transactions of the Company with the related parties;
6.	Establishing a vigil mechanism for directors and employees to report their genuine concerns or grievances;
7.	Reviewing, with the management, the performance of statutory and internal auditors and adequacy of the internal control systems;
8.	Discussing with internal auditors on any significant findings and follow up there on.
9.	Reviewing and monitoring the statutory auditor's independence and performance and effectiveness of audit process;
10.	Approving payments to statutory auditors for any other services rendered by the statutory auditors;
11.	Reviewing, with the management, the statement of uses/ application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilised for purposes other than those stated in the offer document/ prospectus/ notice and the report submitted by the monitoring agency monitoring the utilisation of proceeds of a public or rights issue and making appropriate recommendations to the Board to take up steps in this matter. This also includes monitoring the use/application of the funds raised through the proposed initial public offer by the Company;
12.	Scrutinising of inter-corporate loans and investments;
13.	Valuing of undertakings or assets of the Company, wherever it is necessary;
14.	Evaluating of internal financial controls and risk management systems;
15.	Reviewing the adequacy of internal audit function if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;
16.	Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board;
17.	Discussing with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;
18.	Looking into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of nonpayment of declared dividends) and creditors;
19.	Reviewing the functioning of the whistle blower mechanism;

Corporate Governance Report (Contd.)

	<p>20. Approving the appointment of the Chief Financial Officer or any other person heading the finance function or discharging that function after assessing the qualifications, experience and background, etc. of the candidate; and</p> <p>21. Carrying out any other function as is mentioned in the terms of reference of the Audit Committee and any other terms of reference as may be decided by the Board and/or specified/provided under the Companies Act or the Listing Regulations or by any other regulatory authority.</p> <p>22. Reviewing the utilisation of loans and/ or advances from/investment by the holding company in the subsidiary exceeding rupees 100 Cr. or 10% of the asset size of the subsidiary, whichever is lower including existing loans / advances / investments existing as on the date of coming into force of this provision.</p>														
Composition and Meeting Details	<table border="1"> <thead> <tr> <th>Name of Committee Members</th><th>No. of Meetings Attended</th></tr> </thead> <tbody> <tr> <td>Mr. Mahesh Sarda (Chairman)</td><td>5</td></tr> <tr> <td>Mr. Prakash Apte</td><td>5</td></tr> <tr> <td>Mr. Kaushik Shah</td><td>5</td></tr> <tr> <td>Mr. Thiruvengadam Parthasarathi</td><td>3</td></tr> <tr> <td>Mr. Jayen Shah</td><td>5</td></tr> <tr> <td>Mr. Tushar Shah</td><td>5</td></tr> </tbody> </table> <p>The Committee met five times during the year under review.</p> <p>The Committee meetings were held on May 9, 2024; May 10, 2024; July 30, 2024; November 8, 2024 and February 4, 2025.</p> <p>The maximum interval between any two meetings was well within the maximum allowed gap of one hundred and twenty days.</p> <p>On the invitation, the representatives of Finance Department, the Statutory Auditors and Internal Auditors and in certain cases, other senior officials of the Company were present in its meeting.</p> <p>Mr. Mahesh Sarda, Chairman of the Audit Committee was present at the AGM of the Company held on August 21, 2024.</p>	Name of Committee Members	No. of Meetings Attended	Mr. Mahesh Sarda (Chairman)	5	Mr. Prakash Apte	5	Mr. Kaushik Shah	5	Mr. Thiruvengadam Parthasarathi	3	Mr. Jayen Shah	5	Mr. Tushar Shah	5
Name of Committee Members	No. of Meetings Attended														
Mr. Mahesh Sarda (Chairman)	5														
Mr. Prakash Apte	5														
Mr. Kaushik Shah	5														
Mr. Thiruvengadam Parthasarathi	3														
Mr. Jayen Shah	5														
Mr. Tushar Shah	5														
Name of the Committee	Nomination and Remuneration Committee														
Extract of Terms of Reference	<p>The role of the Committee includes but not limits to the following:</p> <ol style="list-style-type: none"> Formulating the criteria for determining qualifications, positive attributes and independence of a director and recommending to the Board a policy, relating to the remuneration of the directors, key managerial personnel and other employees; Formulating of criteria for evaluation of the performance of the independent directors and the Board; Devising a policy on Board diversity; Identifying persons who qualify to become directors or who may be appointed in senior management in accordance with the criteria laid down, recommending to the Board their appointment and removal and carrying out evaluations of every director's performance; 														

Corporate Governance Report (Contd.)

	<ol style="list-style-type: none"> 5. Determining compensation levels payable to the senior management personnel and other staff (as deemed necessary), which shall be market-related, usually consisting of a fixed and variable component; 6. Recommend to the Board, all remuneration, in whatever form, payable to the senior management. 7. Determining whether to extend or continue the term of appointment of the independent director, on the basis of the report of performance evaluation of independent directors; 8. Determining the company's policy on specific remuneration packages for executive directors including pension rights and any compensation payment and determining remuneration packages of such directors; 9. Analysing, monitoring and reviewing various human resource and compensation matters; 10. Reviewing and approving compensation strategy from time to time in the context of the then current Indian market in accordance with applicable laws; 11. Performing such functions as are required to be performed by the compensation committee under the Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999; 12. Framing suitable policies and systems to ensure that there is no violation, by an employee of any applicable laws in India or overseas, including: <ol style="list-style-type: none"> (i) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015; or (ii) The Securities and Exchange Board of India (Prohibition of Fraudulent and Unfair Trade Practices relating to the Securities Market) Regulations, 2003. 13. Performing such other activities as may be delegated by the Board and/or specified/ provided under the Companies Act or the Listing Regulations, or by any other regulatory authority.
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Corporate Governance Report (Contd.)

Composition and Meeting Details	Name of Committee Members	No. of Meetings attended
	Mr. Thiruvengadam Parthasarathi (Chairman)	1
	Ms. Pratima Umarji	1
	Mr. Mahesh Sarda	1
	Mr. Mukesh Shah	1
<p>The Committee met once during the year under review, on April 30, 2024.</p> <p>The performance evaluation of Independent Directors was carried out based on various parameters, including, inter alia, attendance at Board and Committee meetings, relevant skills and experience, ability to constructively challenge the views of others, knowledge of the Company's business and understanding of the industry and global trends.</p> <p>During the year under review, the Committee ascertained and reconfirmed that the deployment of "questionnaire" as a methodology is effective for the evaluation of the performance of the Board and Committees and Individual Directors.</p> <p>Mr. Thiruvengadam Parthasarathi, Chairman of the Nomination and Remuneration Committee was present at the AGM of the Company held on August 21, 2024.</p>		
Name of the Committee	Stakeholders Relationship Committee	
Extract of Terms of Reference	<p>The role of the Committee includes but not limits to the following:</p> <ol style="list-style-type: none"> Resolving the grievances of the security holders of the listed entity including complaints related to the transfer/transmission of shares, non-receipt of annual reports, non-receipt of declared dividends, issue of new/duplicate certificates, general meetings etc. Review of measures taken for effective exercise of voting rights by shareholders. Review of adherence to the service standards adopted by the listed entity in respect of various services being rendered by the Registrar and Share Transfer Agent. Review of the various measures and initiatives taken by the listed entity for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/annual reports/statutory notices by the shareholders of the Company. Carrying out any other function as may be decided by the Board or prescribed under the Companies Act, 2013, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, or by any other regulatory authority. Investigating complaints relating to allotment of shares, approval of transfer or transmission of shares, debentures or any other securities; Approval of allotment of shares, approval of transfer or transmission of shares, debentures or any other securities. Issue of duplicate certificates and new certificates on split/consolidation/renewal. 	

Corporate Governance Report (Contd.)

Composition and Meeting Details	Name of Committee Members		No. of Meetings attended	
	Ms. Pratima Umarji (Chairperson)		3	
	Mr. Prakash Apte		4	
	Mr. Kaushik Shah		3	
	Mr. Mukesh Shah		4	
	Mr. Jayen Shah		4	
	Mr. Tushar Shah		4	
	The Committee met four times during the year under review. The Committee Meetings were held on May 9, 2024; July 30, 2024; November 8, 2024 and February 4, 2025.			
Ms. Pratima Umarji, Chairperson of the Stakeholders’ Relationship Committee, was present at the AGM of the Company held on August 21, 2024.				
Name of the Committee		Corporate Social Responsibility Committee		
Extract of Terms of Reference		1. To formulate and recommend the CSR Policy to the Board;		
		2. To formulate and recommend the Annual Action Plan to the Board;		
		3. To review and recommend the amount of expenditure to be incurred on the activities to be undertaken for approval of the Board;		
		4. To monitor the CSR policy and the CSR activity and report to the Board from time to time;		
		5. Review various proposals and identify the eligible entities/agencies for allocation of CSR amount;		
		6. Spend the allocated CSR amount on the CSR activities once it is approved by the Board of Directors of the Company in accordance with the Act and the CSR Rules;		
		7. Monitor and review periodically the CSR activities and submit the reports to the Board in respect of the CSR activities undertaken by the Company;		
		8. To perform such other functions or responsibilities and exercise such other powers as may be conferred upon the CSR Committee in terms of the provisions of Section 135 of the Act and the rules framed thereunder.		
Composition and Meeting Details	Name of Committee Members		No. of Meetings attended	
	Mr. Jayen Shah (Chairman)		3	
	Mr. Prakash Apte		3	
	Mr. Kaushik Shah		2	
	Mr. Mukesh Shah		3	
	Mr. Tushar Shah		3	
	The Committee met thrice during the year under review. The Committee meetings were held on May 9, 2024; October 4, 2024 and February 4, 2025.			

Corporate Governance Report (Contd.)

Name of the Committee	Risk Management Committee													
Extract of Terms of Reference	<div><div>1. Formulating a detailed risk management policy which shall include:<div><div>(a) A framework for identification of internal and external risks specifically faced by the listed entity, in particular including financial, operational, sectoral, sustainability (particularly, ESG related risks), information, cyber security risks or any other risk as may be determined by the Committee;</div><div>(b) Measures for risk mitigation including systems and processes for internal control of identified risks;</div><div>(c) Business continuity plan;</div></div></div><div>2. To ensure that appropriate methodology, processes and systems are in place to monitor and evaluate risks associated with the business of the Company;</div><div>3. To monitor and oversee the implementation of the risk management policy, including evaluating the adequacy of risk management systems;</div><div>4. To periodically review the risk management policy, at least once in two years, including by considering the changing industry dynamics and evolving complexity;</div><div>5. To keep the Board of Directors informed about the nature and content of its discussions, recommendations and actions to be taken;</div><div>6. The appointment, removal and terms of remuneration of the Chief Risk Officer (if any) shall be subject to review by the Risk Management Committee.</div></div>													
Composition and Meeting Details	<table><tr><th>Name of Committee Members</th><th>No. of Meetings Attended</th></tr><tr><td>Mr. Prakash Apte (Chairman)</td><td>1</td></tr><tr><td>Mr. Thiruvengadam Parthasarathi</td><td>1</td></tr><tr><td>Mr. Jayen Shah</td><td>1</td></tr><tr><td>Mr. Nikhil Kamat</td><td>1</td></tr><tr><td>Ms. Sonali Bhadani</td><td>1</td></tr></table> <div>During the year 2024, the committee met twice on March 23, 2024; and October 04, 2024. An additional meeting, originally scheduled for March 2025, was rescheduled and held on April 4, 2025.</div>		Name of Committee Members	No. of Meetings Attended	Mr. Prakash Apte (Chairman)	1	Mr. Thiruvengadam Parthasarathi	1	Mr. Jayen Shah	1	Mr. Nikhil Kamat	1	Ms. Sonali Bhadani	1
Name of Committee Members	No. of Meetings Attended													
Mr. Prakash Apte (Chairman)	1													
Mr. Thiruvengadam Parthasarathi	1													
Mr. Jayen Shah	1													
Mr. Nikhil Kamat	1													
Ms. Sonali Bhadani	1													
Name of the Committee	Strategic Growth Committee													
Extract of Terms of Reference	<div><div>1. To review and approve the medium-term and long-term strategic business development plans, both organic and inorganic;</div><div>2. To formulate and implement an expansion strategy for the Company;</div><div>3. To review strategies for the objectives decided with respect to financial, technical, operational and any other significant matters affecting the development of the Company;</div><div>4. To review on the implementation and progress of matters referred to above.</div></div>													

Corporate Governance Report (Contd.)

Composition and Meeting Details	Name of Committee Members		No. of Meetings Attended		
	Mr. Mukesh Shah (Chairman)		1		
	Mr. Jayen Shah		1		
	Mr. Tushar Shah		1		
	Mr. Thiruvengadam Parthasarathi		1		
	Mr. Prakash Apte		1		
	The Committee met once during the year under review. The Committee Meetings were held on June 12, 2024				
Name of the Committee	Executive Committee				
Extract of Terms of Reference	<div><div>1.</div><div>To approve opening and/or closing of bank account(s) with any bank and making necessary changes in the operations of the existing bank accounts.</div></div> <div><div>2.</div><div>To approve opening and/or closing Demat Account(s) with any Depository Participant and close any existing Demat Account(s) with any Depository Participant and making necessary changes in the operations of the existing demat accounts.</div></div> <div><div>3.</div><div>To authorise the Company’s officials to execute, sign, submit and file any applications, affidavits, undertakings or any other writings before any Magistrate, Court of Law, Tribunal, Government Authorities and judicial/non-judicial Bodies and any other authority and also to represent the Company before the said Magistrate, Court of Law, Tribunal, Government Authorities, Judicial/Non-Judicial bodies and other Authority.</div></div> <div><div>4.</div><div>To consider and grant Power of Attorney or authorisations in favour of the Company’s officials or any other person for management of its day-to-day affairs.</div></div> <div><div>5.</div><div>To approve execution of any agreements, undertakings, letters, writings, deeds, contracts, tenders and any document, which may be required to be executed by the Company from time to time for management of its day-to-day affairs and authorise officials of the Company to execute and submit such documents with concerned authorities.</div></div> <div><div>6.</div><div>The Executive Committee is authorised to approve investment in Fixed Deposits upto ₹ 50 Cr. above the limit approved by the Board for each Bank.</div></div> <div><div>7.</div><div>To approve affixation of the Common Seal on any document required to be executed by the Company for management of its day-to-day affairs.</div></div>				
Composition and Meeting Details	Name of Committee Members		No. of Meetings Attended		
	Mr. Mukesh Shah (Chairman)		6		
	Mr. Jayen Shah		6		
	Mr. Tushar Shah		6		
	Mr. Bimal Shah		6		
	Mr. Nikhil Kamat		5		
	The Committee met six times during the year under review. The Committee Meetings were held on May 24, 2024; July 25, 2024; September 6, 2024; November 8, 2024; January 17, 2025 and February 5, 2025.				

Corporate Governance Report (Contd.)

Other details of the Stakeholders Relationship Committee

i. Name and Designation of Compliance Officer

Name: Ms. Pooja Lohor

Designation: Company Secretary and Compliance Officer

Address: Fine House, Anandji Street, Off M.G. Road, Ghatkopar East, Mumbai - 400 077, India

Tel: +91 (22) 2102 5000

Email: investors@fineorganics.com

ii. Status of Shareholder Complaints

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

Nature of Complaints	Received during the year	Resolved during the year	Pending during the year
Non-receipt of Dividend etc.	2	1	1

Investor complaints / queries shown outstanding as on March 31, 2025 have been subsequently resolved to the complete satisfaction of the investors within the prescribed timelines.

Particulars of Senior Management Personnel and changes since the close of the previous financial year

Details of Senior Management Personnel as on March 31, 2025

Name of Senior Management Personnel	Category
Ms. Sonali Bhadani	Chief Financial Officer
Ms. Pooja Lohor	Company Secretary & Compliance Officer
Mr. Vijay Prabhu	Quality Assurance
Mr. Amol Kamat	Operations Management
Mr. Mayukh Warawdekar	Research and Development
Mr. Himanshu Mehta	Information Technology
Ms. Shalaka More	Procurement
Ms. Hema Jayakumar	Corporate Affairs
Mr. Shrinivas Sawant	Sales & Marketing
Mr. Chetan Patel	Sales & Marketing
Mr. Nikhil Acharekar	Human Resource

IV. REMUNERATION OF DIRECTORS

Remuneration to Executive Directors paid during the Financial Year 2024-25

Remuneration payable to the Executive Directors is recommended by the Nomination and Remuneration Committee within the limits prescribed by the Act, is approved by the Board and is subject to the overall limits approved by the shareholders.

Details of remuneration of the Executive Directors approved by the Board for the financial year 2024-25 are given below:

(₹ In Lakhs)				
Name of Executive Directors	Designation as at March 31, 2025	Salary and perquisites	Commission	Total Amount
Mr. Mukesh Shah	Chairman and Whole Time Director	504.00	82.00	586.00
Mr. Jayen Shah	Managing Director	504.00	82.00	586.00
Mr. Tushar Shah	Whole-time Director and Chief Executive Officer	504.00	82.00	586.00
Mr. Bimal Shah	Whole Time Director	504.00	82.00	586.00
Mr. Nikhil Kamat	Whole Time Director	174.00	22.00	196.00

Corporate Governance Report (Contd.)

The appointment of the Managing Director and Whole-time Directors is for a tenure of five years. They may resign from the services of the Company by providing three months' prior notice. Similarly, the Company reserves the right to terminate their services by giving three months' written notice or payment of salary in lieu thereof.

Remuneration to Non-executive Directors paid for the Financial Year 2024-25

The Non-Executive Directors are entitled to receive sitting fees for attending meetings of the Board and its Committees, as well as commission, as approved by the Board from time to time. The sitting fees paid are within the limits prescribed under the Act. The details of sitting fees and commission to the Non-Executive Directors for the financial year 2024-25 are provided below:

(₹ In Lakhs)				
Sr. No.	Name of Non-Executive Directors	Sitting Fees	Commission	Total Amount
1	Mr. Prakash Apte	7.90	20.00	27.90
2	Mr. Mahesh Sarda	6.05	20.00	26.05
3	Mr. Thiruvengadam Parthasarathi	4.85	20.00	24.85
4	Ms. Pratima Umarji	3.00	20.00	23.00
5	Mr. Kaushik Shah	6.80	20.00	26.80
6	Ms. Rashi Mehta	3.00	8.00	11.00

Apart from the remuneration stated above, none of the Non-Executive and Independent Directors of the Company have any other material pecuniary relationship or transaction with the Company, nor are they related to any member of the managerial personnel.

Criteria for making payment to Non-Executive Directors as specified in the Nomination and Remuneration Policy of the Company are available on the website of the Company and can be accessed through the web link at <https://www.fineorganics.com/investor-policies/>

V. GENERAL BODY MEETINGS

A) Annual General Meeting

The details of the Annual General Meetings convened during the last three years are as follows:

Financial Year	Date	Time	Location	Special Resolution Passed
2021-22	August 23, 2022	11:00 a.m.	The meeting was conducted through VC / OAVM pursuant to the circulars issued by the MCA.	<ol style="list-style-type: none"> 1. Appointment of Mr. Nikhil Kamat as a Whole Time Director of the Company. 2. Re-Appointment of Mr. Mukesh Shah as a Managing Director of the Company. 3. Re-appointment of Mr. Jayen Shah as a Whole Time Director and Chief Executive Officer of the Company. 4. Re-appointment of Mr. Tushar Shah as a Whole Time Director and Chief Financial Officer of the Company. 5. Re-appointment of Mr. Bimal Shah as a Whole Time Director of the Company.

Corporate Governance Report (Contd.)

Financial Year	Date	Time	Location	Special Resolution Passed
				6. Re-appointment of Mr. Prakash Apte as an Independent Non-Executive Director of the Company. 7. Re-appointment of Mr. Thiruvengadam Parthasarathi as an Independent Non-Executive Director of the Company. 8. Re-appointment of Mr. Mahesh Sarda as an Independent Non-Executive Director of the Company. 9. Re-appointment of Ms. Pratima Umarji as an Independent Non-Executive Director of the Company. 10. Re-appointment of Mr. Kaushik Shah as an Independent Non-Executive Director of the Company. 11. Commission to Non- Executive Directors of the Company (other than Managing Director and Whole Time Directors).
2022-23	August 24, 2023	11:00 a.m.	The meeting was conducted through VC / OAVM pursuant to the circulars issued by the MCA.	1. Commission to Non- Executive Directors of the Company (other than Managing Director and Whole Time Directors)
2023-24	August 21, 2024	11:00 a.m.	The meeting was conducted through VC / OAVM pursuant to the circulars issued by the MCA.	Nil

B) Extraordinary General Meeting

No Extraordinary General Meeting of the Members was held during the financial year 2024-25.

C) Postal Ballot

During the year under review, no resolution was passed through postal ballot. Further, as on the date of this Annual Report, there is no special resolution proposed to be passed through postal ballot. None of the businesses proposed to be transacted at the ensuing Annual General Meeting require the passing of a special resolution by way of postal ballot.

VI. MEANS OF COMMUNICATION

Stock Exchange Intimations	All the material events or information as per Regulation 30 of the Listing Regulations and other intimations, as required, are disseminated to the Stock Exchanges by filing them with the National Stock Exchange of India Limited ('NSE') and BSE Limited ('BSE') through their respective online portals. They are also displayed on the website of the Company https://www.fineorganics.com/investor-relations/
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Corporate Governance Report (Contd.)

Quarterly Results / Annual Results	The unaudited quarterly financial results of the Company are announced within forty-five days from the end of each quarter, except for the last quarter of the financial year. The audited annual financial results are announced within sixty days from the end of the financial year, in compliance with the requirements of the Listing Regulations. These financial results are submitted to the Stock Exchanges within the prescribed statutory timelines following the conclusion of the Board Meeting at which they are considered and approved. The results are typically published in Financial Express, an English daily with nationwide circulation and in Pratahkal, a Marathi newspaper circulated in Mumbai edition, where the Company's registered office is located.
Annual Report	In compliance with General Circular No. 09/ 2024 dated September 19, 2024, 09/2023 dated September 25, 2023, read with General Circular Nos. 14/2020, 17/2020, 20/2020 issued by MCA and Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 03, 2024 read with para 5.1 and 5.2 of section VI-J of chapter VI of the Master Circular dated July 11, 2023 issued by SEBI, the Annual Report of the Company for the financial year 2024-25 is being emailed to the members whose email addresses are registered with the Company/KFin Technologies Limited /Depositories as per section 136 of the Act and Regulation 36 of the Listing Regulations. Other members, who have not registered their email addresses, are requested to register their email id at the earliest and ask for a soft copy of the Annual Report. The Annual Report of the Company is available on the Company's website, the web link of which is - https://www.fineorganics.com/investor-annual-report/
Website	All the information and disclosures required to be disseminated as per Regulation 46(2) of the Listing Regulations and Act are being posted at Company's website https://www.fineorganics.com
Designation Exclusive Email ID	The Company has designated the email id i.e. investors@fineorganics.com for investor grievances. This email id has been displayed on the Company's website https://www.fineorganics.com
Presentations	Presentations made to the institutional investors/analysts are intimated to the Stock Exchanges under the Listing Regulations and are also hosted on the website of the Company, the web-link of which is https://www.fineorganics.com/investor-presentations/

VII. GENERAL SHAREHOLDER INFORMATION

Annual General Meeting	The Company has decided to hold its 23 rd Annual General Meeting ("AGM") on Thursday, August 21, 2025 at 11:00 am through VC / OAVM. The shareholders may note that the Ministry of Corporate Affairs, has vide its General Circular No. 09/ 2024 dated September 19, 2024, 09/2023 dated September 25, 2023, read with General Circular Nos. 14/2020, 17/2020, 20/2020 (collectively referred to as 'MCA Circulars') permitted the holding of AGM through VC/OAVM without physical presence of the Members at a common venue. Further, the SEBI vide its Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 03, 2024 read with para 5.1 and 5.2 of section VI-J of chapter VI of the SEBI Master Circular dated July 11, 2023 issued by SEBI ('SEBI Circulars') has also granted relaxation from compliance with certain provisions of Listing Regulations and have permitted the holding of AGM through VC/OAVM without physical presence of the Members at a common venue. Guidelines for participation in the Company's 23 rd AGM are laid out in the Notice convening the meeting and have also been uploaded on the website of the Company viz. https://www.fineorganics.com/investor-agm-documents/ As required under Regulation 36(3) of the Listing Regulations and Secretarial Standard 2, particulars of the Director seeking re-appointment at this AGM and as required under Regulation 36(5) of the Listing Regulations particulars of appointment of the Statutory Auditors and Secretarial Auditors are given in the Annexure to the Notice of the AGM.
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Corporate Governance Report (Contd.)

Financial Year: 2025-26 (Tentative)	<p>The financial year of the Company starts on the 1st day of April and ends on the 31st day of March of next year. Our tentative calendar for declaration of results for the financial year 2025-26 is as given below:</p> <table border="1"> <thead> <tr> <th>Quarter Ended</th><th>Release of Results</th></tr> </thead> <tbody> <tr> <td>First Quarter Results</td><td>on or before August 14, 2025</td></tr> <tr> <td>Second Quarter and Half Yearly Results</td><td>on or before November 14, 2025</td></tr> <tr> <td>Third Quarter Results</td><td>on or before February 14, 2026</td></tr> <tr> <td>Annual Results</td><td>on or before May 30, 2026</td></tr> </tbody> </table> <p>In addition, the Board may meet on other dates as and when required.</p>	Quarter Ended	Release of Results	First Quarter Results	on or before August 14, 2025	Second Quarter and Half Yearly Results	on or before November 14, 2025	Third Quarter Results	on or before February 14, 2026	Annual Results	on or before May 30, 2026
Quarter Ended	Release of Results										
First Quarter Results	on or before August 14, 2025										
Second Quarter and Half Yearly Results	on or before November 14, 2025										
Third Quarter Results	on or before February 14, 2026										
Annual Results	on or before May 30, 2026										
Dividend Payment Date	The Board of Directors has recommended a Final Dividend of ₹11/- per equity share for the financial year ended March 31, 2025. If approved by the Members at the ensuing Annual General Meeting (AGM), the dividend will be paid to eligible shareholders on or from the 6 th day from the conclusion of the AGM.										

Name, Address and Stock Code of Stock Exchange

BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400001 Stock Code: 541557	National Stock Exchange of India Limited Plot No. C/1, “6” Block, Exchange Plaza, Bandra Kurla Complex, Bandra (East), Mumbai – 400051 Stock Code: FINEORG
Annual Listing Fees to Stock Exchanges	The listing fees for the financial year 2025–26 have been duly paid to the Stock Exchanges.
ISIN	INE686Y01026

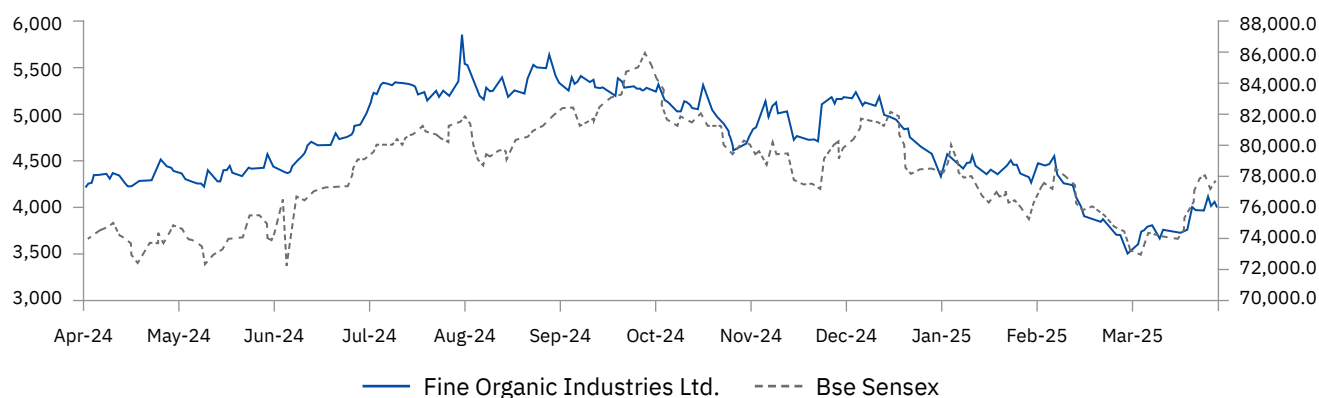
Market price data - high, low during each month in the last financial year

High/Low in each month of the Financial Year 2024-25 on the BSE Limited and National Stock Exchange of India Limited:

Month	BSE			NSE		
	High Price	Low Price	Total number of shares traded	High Price	Low Price	Total number of shares traded
Apr-24	4590	4050.05	45137	4598.75	4045.05	475656
May-24	4610	4175	49013	4619.95	4151.05	573512
Jun-24	4950	4240.85	75588	4942	4230	728963
Jul-24	5950	4900.3	180219	5958.85	4914.05	1825699
Aug-24	5717.75	5120.05	51664	5769	5124.35	670808
Sep-24	5656	5185.05	44442	5668	5181.6	646048
Oct-24	5355.9	4561.4	42868	5359	4562.15	474166
Nov-24	5333.9	4632.55	45517	5339.35	4662.9	810365
Dec-24	5279.95	4301.05	26277	5290	4299.05	410520
Jan-25	4712.05	4210	39486	4716.4	4205.05	495331
Feb-25	4600	3408	49943	4689.45	3407	652979
Mar-25	4274	3470.25	56334	4279.65	3476.45	1069397

Corporate Governance Report (Contd.)

Performance in comparison to broad-based indices



Registrar & Share Transfer Agents (RTA)

Name and Correspondence Address : KFin Technologies Limited

Selenium Building, Tower-B, Plot No 31 & 32, Financial District, Nanakramguda, Serilingampally, Hyderabad, Rangareddy, Telangana, India – 500 032.

Toll free No. : 1-800-309-4001

E-mail : einward.ris@kfintech.com

Website : <https://www.kfintech.com>

Share transfer system

Transfers of equity shares held in electronic (dematerialised) form are processed through the depositories without any involvement of the Company. Shareholders holding shares in physical form are requested to provide instructions relating to change of address, bank details, email IDs, nomination, or power of attorney directly to the Company's Registrar and Share Transfer Agent, KFin Technologies Limited.

Pursuant to SEBI Circular No. SEBI/HO/MIRSD/RTAMB/CIR/P/2020/166 dated September 07, 2020, with effect from April 01, 2021, all requests for transfer of securities shall be processed only in dematerialised form. Accordingly, transfer of shares in physical form is not permitted.

Share Capital Audit

The issued and paid-up share capital of the Company is reconciled on a quarterly basis with the share capital held in dematerialised form with National Securities Depository Limited ("NSDL") and Central Depository Services (India) Limited ("CDSL"), as well as the physical shareholding. A quarterly audit of the share capital is conducted by a Practicing Company Secretary to verify and reconcile the total admitted capital with NSDL and CDSL and the physical shareholding, against the total issued and listed capital of the Company. The certificate issued pursuant to this audit is submitted to BSE and NSE and is also placed before the Board of Directors at its quarterly meetings.

Corporate Governance Report (Contd.)

Distribution of Equity Shareholding as on March 31, 2025

Range	No. of Cases	% of total Shareholders	No. of Shares	Amount (₹)	% of capital
1-5000	1,14,790	99.752335	21,13,859	1,05,69,295	6.894523
5001-10000	115	0.099935	1,69,933	8,49,665	0.554250
10001-20000	52	0.045188	1,45,121	7,25,605	0.473324
20001-30000	15	0.013035	74,349	3,71,745	0.242495
30001-40000	16	0.013904	1,12,410	5,62,050	0.366634
40001-50000	8	0.006952	72,801	3,64,005	0.237446
50001-100000	21	0.018249	2,98,988	14,94,940	0.975174
100001 & above	58	0.050402	2,76,72,515	13,83,62,575	90.256153
Total	1,15,075	100.00	3,06,59,976	15,32,99,880	100.00

Categories of Equity Shareholding Pattern as on March 31, 2025

Sr. No.	Description	Shares	% Equity
1.	Promoters and Promoters Group	2,29,94,501	75.00
2.	Mutual Funds	33,22,975	10.84
3.	Foreign Portfolio- Corp	14,28,635	4.66
4.	Resident Individuals	21,71,374	7.08
5.	Alternative Investment Fund	23,315	0.07
6.	Bodies Corporate	1,74,441	0.57
7.	HUF	70,920	0.23
8.	Non-Resident Indians	84,746	0.28
9.	Qualified Institutional Buyer	3,43,731	1.12
10.	Trusts	590	0.00
11.	Non-Resident Indian Non-Repatriable	44,617	0.15
12.	Clearing Members	112	0.00
13.	Director	19	0.00
	Total	3,06,59,976	100.00

Dematerialisation of shares and liquidity

The Company has established connectivity with CDSL and NSDL for dematerialisation of shares. As on March 31, 2025, Equity shares representing 100% of paid-up capital were in dematerialised form.

Description	Shares	% to Equity
No. of Shares held in dematerialised form in NSDL	2,92,73,653	95.48
No. of Shares held in dematerialised form in CDSL	13,86,323	4.52
Total	3,06,59,976	100.00

Corporate Governance Report (Contd.)

Outstanding Global Depository Receipts or American Depository Receipts or warrants or any convertible instruments, conversion date and likely impact on equity

The Company has not issued any Global Depository Receipts (GDRs) or American Depository Receipts (ADRs) or warrants or any convertible instruments in the past and accordingly, as on March 31, 2025, there are no outstanding GDRs, ADRs, warrants, or convertible instruments.

Factory Address/ Plant Locations: The Company's manufacturing facilities are located at Ambernath, Badlapur, Dombivli and Patalganga in the state of Maharashtra.

Credit Ratings: During the financial year 2024-25, the credit ratings of the Company by ICRA Limited were as follows:

Sr. No.	Particulars	Current Rating
1.	Long Term/Short Term – Fund based/ Non- Fund based Limits	[ICRA]AA (Stable)/ [ICRA]A1+

Shareholders may correspond with the Registrar and Transfer Agents at KFin Technologies Limited

Selenium Building, Tower-B, Plot No 31 & 32,
Financial District, Nanakramguda,
Serilingampally, Hyderabad,
Rangareddy, Telangana, India – 500 032.

Contact Person: Mr. Umesh Pandey

Toll-free No.: 1-800-309-4001

Email: einward.ris@kfintech.com

Website: <https://www.kfintech.com>

The Company has also designated investors@fineorganics.com as an exclusive email id for investors for the purpose of registering complaints and the same has been displayed on the Company's website.

Shareholders would have to correspond with the respective Depository Participants for shares held in dematerialised form for transfer/ transmission of shares, change of address, change in bank details, etc.

The Compliance Officer can also be contacted at:

Ms. Pooja Lohor

Company Secretary and Compliance Officer

Fine House, Anandji Street, Off M.G. Road,
Ghatkopar East, Mumbai - 400 077, India

Tel: +91 (22) 21025000

Email: investors@fineorganics.com

Website: <https://www.fineorganics.com>

VIII. OTHER DISCLOSURES

Related Party Transactions

During the financial year ended March 31, 2025, there were no materially significant transactions or arrangements entered between the Company and its Promoters, Directors or their relatives or the Management, subsidiaries, related parties, etc. that may have a potential conflict of interests with the Company at large. Transactions entered into with related parties during the financial year were in the ordinary course of business and at arms' length basis and were approved by the Audit Committee.

As per Regulation 23(1) of the Listing Regulations, the Company has formulated a Policy on Materiality of Related Party Transactions and dealing with Related Party Transactions in line with the requirements of Section 177 and 188 of the Act read with Rules framed thereunder and the Listing Regulations. This Policy has been posted on the website of the Company at the web link: <https://www.fineorganics.com/investor-policies/>

Loans and advances

During the financial year ended March 31, 2025, there were no loans or advances provided by the Company or its subsidiaries to firms/companies in which Directors are interested.

Policy for determining 'material' subsidiaries

The Company has formulated a policy for determining material subsidiaries in terms of the Listing Regulations. This Policy has been posted on the website of the Company at the web link: <https://www.fineorganics.com/investor-policies/>

Corporate Governance Report (Contd.)

Details of non-compliance, penalties, strictures imposed by the Stock Exchange(s) or SEBI or any statutory authority on any matter related to capital markets during the last 3 years

There have been no instances of non-compliance on any matter with the rules and regulations prescribed by the Stock Exchange, SEBI or any other Statutory Authority relating to the capital market during the previous 3 financial years.

Compliance with mandatory requirements

The Company has complied with all the mandatory requirements relating to Corporate Governance under the Listing Regulations.

- i. The Company has complied with the requirement of the Corporate Governance Report of sub-paras (2) to (10) of Schedule V of the Listing Regulations.
- ii. The Company has complied with the requirement specified in Regulation 17 to 27 and clauses (b) to (i) of sub-regulation (2) of Regulation 46 of the Listing Regulations.

Non - Mandatory Discretionary Requirements

The non-mandatory discretionary requirements as prescribed in Schedule II Part E of the Listing Regulations as adopted by the Company are as under:

- i) Modified opinion(s) in audit report: During the year under review, the Auditors have expressed an unmodified opinion on the financial statements. The Company continues to adopt best practices to ensure regime of financial statements with unmodified opinion.
- ii) Reporting of Internal Auditor: The Internal Auditors of the Company report to the Audit Committee and participate in the meetings of the Audit Committee of the Board of Directors of the Company and present their quarterly internal audit observations to the Audit Committee.

Auditors Fees

During the financial year 2024-25, total fees of ₹ 71.15 Lakhs were paid to the statutory auditors by the Company for all services to the Company on a consolidated basis. Additionally, the statutory auditors of the Company are also the statutory auditors of our joint venture company viz., Fine Zeelandia Private Limited and have been paid an amount of ₹ 4 Lakhs for the financial year 2024-25 for their services.

Disclosure under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013

As per the requirement of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 ('POSH Act') and Rules made thereunder, the Company has formed an Internal Complaint Committee (ICC) for its workplaces to address complaints pertaining to sexual harassment in accordance with the POSH Act. The Company has a detailed policy for the prevention of Sexual Harassment at the workplace, which ensures a free and fair enquiry process with clear timelines for resolution.

The Company has not received any complaints of sexual harassment during the financial year 2024-25. The Company has in place a Policy on the Prevention of Sexual Harassment at Workplace ('POSH') and the same is uploaded on the website of the Company at <https://www.fineorganics.com/investor-policies/>

Code of Conduct for Prevention of Insider Trading

Pursuant to the SEBI (Prohibition of Insider Trading) Regulations, 2015, (PIT Regulations) as amended from time to time, the Company has adopted the Code of Conduct for Prevention of Insider Trading to regulate the dealing in securities by the Promoters, Directors and Designated persons of the Company as defined in the Code. The Code requires pre-clearance for dealing in the Company's shares and prohibits the purchase or sale of the Company's shares by the Directors and employees while in possession of unpublished price-sensitive information in relation to the Company or its securities.

The Company has appointed the Company Secretary as the Compliance Officer to ensure compliance with the said Code by all the Directors and employees likely to have access to unpublished price-sensitive information.

The Company has put in place adequate and effective system of internal controls to ensure compliance with the requirements of the PIT Regulations. The Company has already implemented an online module for enabling the Promoters, Directors and Designated Persons to submit their Disclosures and take requisite approvals under the PIT Regulations.

Corporate Governance Report (Contd.)

Vigil Mechanism/Whistle-Blower Policy for Directors and Employees

The Company has established a Vigil Mechanism, which includes a Whistle Blower Policy, for its Directors and employees, to provide a framework to facilitate responsible and secure reporting of concerns of unethical behaviour, actual or suspected fraud or violation of the Company's Code of Conduct and Ethics. No person is denied access to the Chairperson of the Audit Committee. The details of the establishment of the Vigil Mechanism/Whistle Blower Policy are posted on the website of the Company and the weblink to the same is <https://www.fineorganics.com/investorolicies/>

Acceptance of recommendations of Committees by the Board of Directors

In terms of the Listing Regulations, there were no instances wherein the recommendations of any of the Committees of the Board were not accepted by the Board.

Disclosure of commodity price risks or foreign exchange risk and hedging activities

The Company is exposed to commodity price risk arising from its business operations. While the Company does not currently engage in direct commodity hedging activities, it has established internal systems to monitor raw material prices, which are derived from underlying commodities to the extent possible. To manage associated risks, the Company enters into periodical contracts with vendors and customers, thereby mitigating potential price fluctuations. In addition, the Company is exposed to foreign exchange risk due to transactions, assets and liabilities denominated in foreign currencies. To hedge this exposure, the Company uses forward contracts as hedging instruments from time to time.

Details of utilisation of funds raised through Preferential Allotment or Qualified Institutional Placement

The Company did not raise any funds through Preferential Issues or Qualified Institutional Placement during the financial year 2024-25.

Details of Material Subsidiary of the Company:

Name of the Material Subsidiary of the Company	Fine Organics (USA) Inc.
Date of Incorporation	July 29, 2013
Place of Incorporation	USA
Name of Statutory Auditor	ABIP, PC
Date of Appointment of Statutory Auditor	January 4, 2025

Certificate from the Chief Executive Officer and the Chief Financial Officer

The Chief Executive Officer (CEO) and Chief Financial Officer (CFO) of the Company have certified, in accordance with Regulation 17(8) of the Listing Regulations that the financial statements do not contain any materially untrue statement or omit any material fact and present a true and fair view of the Company's affairs. The said certificate is annexed to this Report as **Annexure II**.

Certificate on Corporate Governance and Certificate on Non-Disqualification of Directors

A certificate from M/s. Ks & Associates, Company Secretaries, confirming compliance with the conditions of Corporate Governance as stipulated under the Listing Regulations has been received. The said certificate is annexed to this Report as **Annexure III**.

Additionally, a certificate from M/s. Ks & Associates, certifying that none of the Directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as Directors by SEBI, the Ministry of Corporate Affairs, or any other statutory authority. The said certificate is annexed to this Report as **Annexure IV**.

Disclosures with respect to Demat Suspense Account/ Unclaimed Suspense Account

The disclosures with respect to the demat suspense account / unclaimed suspense account are not applicable to the Company for the financial year 2024-25.

Disclosure of certain types of agreements binding listed entities

During the financial year 2024-25, there were no such agreements entered required to be disclosed under Regulation 30 read with Regulation 30A and clause 5A of Paragraph A of Part A of Schedule III of the Listing Regulations.

Annexure I

DECLARATION REGARDING AFFIRMATION OF CODE OF CONDUCT

All the members of the Board and the Senior Management Personnel of the Company have for the year ended March 31, 2025, affirmed compliance with the Code of Conduct laid down by the Board of Directors in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

For Fine Organic Industries Limited

Tushar Shah

Director & Chief Executive Officer

Date: May 06, 2025

Place: Mumbai

Annexure II

CEO AND CFO CERTIFICATION FOR THE FINANCIAL YEAR 2024-25

To,
The Board of Directors
Fine Organic Industries Limited
Fine House, Anandji Street,
Off M. G. Road, Ghatkopar (E),
Mumbai - 400077

Dear Sirs/Madam,

Subject: CEO and CFO Certificate for the Financial Year 2024-25

Certificate under Regulation 17(8) of Securities Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulations 2015.

- A. We have reviewed financial statements and the cash flow statement for the year and that to the best of our knowledge and belief:
- (1) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 - (2) these statements together present a true and fair view of the listed entity's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- B. There are, to the best of our knowledge and belief, no transactions entered into by the listed entity during the year which are fraudulent, illegal or violative of the listed entity's code of conduct.
- C. We accept responsibility for establishing and maintaining internal controls for financial reporting and we have evaluated the effectiveness of internal control system of the listed entity pertaining to financial reporting and have disclosed to the Auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps they have taken or propose to take to rectify these deficiencies.
- D. We have indicated to the auditors and the Audit Committee
- (1) no significant changes have taken place in internal control over financial reporting during the year;
 - (2) no significant changes have taken place in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
 - (3) no instances of significant fraud of which they have become aware and the involvement therein, if any, of the management or an employee having a significant role in the listed entity's internal control system over financial reporting.

For Fine Organic Industries Limited

Tushar Shah
Director & Chief Executive Officer

Sonali Bhadani
Chief Financial Officer

Date: May 6, 2025
Place: Mumbai

Annexure III

PRACTICING COMPANY SECRETARY'S CERTIFICATE ON CORPORATE GOVERNANCE

To
The Members,
Fine Organic Industries Limited

We have examined the compliance of conditions of corporate governance by Fine Organic Industries Limited ('the Company') to the year ended on March 31, 2025, as stipulated in Regulation 17 to 27 and clauses (b) to (i) of regulation 46(2) and para C, D and E of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulation').

Management Responsibility

The Compliance of conditions of Corporate Governance is the responsibility of the Company's Management including the preparation and maintenance of all relevant supporting records and documents.

PCS Responsibility

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

Opinion

In our opinion and to the best of our information and according to the explanations given to us and from the representations made by the Company, Board of Directors and authorised persons as well as from the Management Representations made by the Company during the conduct of audit & from the records maintained by the Company & from Board's Report on Corporate Governance & based on the draft Annual Report of the Company for financial year ended March 31, 2025, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in above mentioned Listing Regulations wherever applicable during the financial year ended March 31, 2025.

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

Restriction on use

This certificate is issued solely for the purpose of complying with the aforesaid Regulations and may not be suitable for other purposes.

For Ks & Associates,
Company Secretaries

Kartik Shah

Membership No. 5732

Certificate of Practice No. 5163

Peer Review Certificate No.: 1225/2021

UDIN: F005732G000294471

Date: May 8, 2025

Place: Mumbai

Annexure IV

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

(pursuant to regulation 34(3) and schedule V Para C clause (10)(i) of SEBI
(Listing Obligations and Disclosure requirements) Regulations, 2015)

To,

The Board of Directors of Fine Organic Industries Limited

Fine House, Off M. G. Road, Ghatkopar East, Mumbai - 400077

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of Fine Organic Industries Limited having CIN L24119MH2002PLC136003 and registered office at Fine House, Anandji Street, Off M. G. Road, Ghatkopar East, Mumbai - 400 077 (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 Schedule V Para-C clause (10)(i) of 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 verification (including Directors Identifications Number (DIN) status & Director Master Data 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 ending on March 31, 2025 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs.

Sr. No.	Name of Director	DIN	Date of Appointment in Company
1	Mukesh Maganlal Shah	00106799	May 24, 2002
2	Jayen Ramesh Shah	00106919	May 24, 2002
3	Tushar Ramesh Shah	00107144	May 24, 2002
4	Bimal Mukesh Shah	03424880	April 01, 2011
5	Nikhil Dattatraya Kamat	00107233	June 27, 2022
6	Mahesh Pansukhlal Sarda	00023776	November 13, 2017
7	Prakash Krishnaji Apte	00196106	November 13, 2017
8	Pratima Madhukar Umarji	05294496	November 13, 2017
9	Thiruvengadam Parthasarathi	00016375	November 13, 2017
10	Kaushik Dwarkadas Shah	00124756	January 24, 2018
11	Rashi Hrushikesh Mehta	10420079	February 2, 2024

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 Ks & Associates,
Company Secretaries,

Kartik Shah

Membership No. 5732

Certificate of Practice No. 5163

Peer Review Certificate No.: 1225/2021

UDIN: F005732G000294460

Date: May 8, 2025

Place: Mumbai

Business Responsibility & Sustainability Report

SECTION A GENERAL DISCLOSURES

I. Details of the Listed Entity

1.	Corporate Identity Number (CIN) of the Listed Entity	➤	L24119MH2002PLC136003
2.	Name of the Listed Entity	➤	Fine Organic Industries Limited
3.	Year of Incorporation	➤	May 24, 2002
4.	Registered Office Address	➤	Fine House, Anandji Street, Off M.G. Road, Ghatkopar East, Mumbai- 400077, Maharashtra, India
5.	Corporate Address	➤	Fine House, Anandji Street, Off M.G. Road, Ghatkopar East, Mumbai- 400077, Maharashtra, India
6.	E-mail	➤	info@fineorganics.com
7.	Telephone	➤	+91 (22) 2102 5000
8.	Website	➤	https://www.fineorganics.com
9.	Financial Year for which reporting is being done	➤	2024-25
10.	Name of the Stock Exchange(s) where shares are listed	➤	a. National Stock Exchange of India Limited (NSE) b. BSE Limited (BSE)
11.	Paid-up Capital	➤	₹ 1,533 Lakhs
12.	Name and contact details (telephone, email address) of the person who may be contacted in case of any queries on the BRSR report	➤	Name: Ms. Pooja Lohor Designation: Company Secretary & Compliance Officer Telephone: +91 (22) 2102 5000 Email address: investors@fineorganics.com
13.	Reporting Boundary	➤	Disclosures under this report have been made on a Standalone basis for the Company
14.	Name of Assurance Provider	➤	For the reporting period, external assurance is not applicable.
15.	Type of Assurance Obtained:	➤	For the reporting period, external assurance is not applicable.

II. Products/Services

16. Details of Business Activities (accounting for 90% of the turnover):

Description of Main Activity	Description of Business Activity	% of Turnover of the entity
Manufacturing of Additives	The Company is India’s leading specialty performance additives manufacturer used in plastics, foods, rubbers, coatings, cosmetics, feed nutrition and other specialty applications.	100%

17. Products/Services sold by the Entity (accounting for 90% of the entity’s Turnover):

Product/ Service	NIC Code	% of Total Turnover contributed
Specialty performance additives	20119	100%

III. Operations

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



Location	Number of plants	Number of offices	Total
International	0	0	0

19. Markets served by the entity:

a. Number of locations



b. What is the contribution of exports as a percentage of the total turnover of the entity?

57%

c. A brief on types of customers

The Company manufactures specialty performance additives which caters to a wide variety of customers in the food and feed nutrition industry, coatings, rubbers, plastics and ploymer industry, cosmetics industry and other sectors.

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

	Sr. No.	Particulars	Total (A)	Male		Female	
				No. (B)	% (B / A)	No. (C)	% (C / A)
Employees	1.	Permanent (D)	443	287	65%	156	35%
	2.	Other than Permanent (E)	17	15	88%	2	12%
		Total Employees (D+E)	460	302	66%	158	34%
Workers	3.	Permanent (F)	425	420	99%	5	1%
	4.	Other than Permanent (G)	186	175	94%	11	6%
		Total workers (F + G)	611	595	97%	16	3%

b. Differently abled Employees and Workers:

	Sr. No.	Particulars	Total (A)	Male		Female	
				No. (B)	% (B / A)	No. (C)	% (C / A)
Differently abled employees	1.	Permanent* (D)	0	0	0%	0	0%
	2.	Other than Permanent** (E)	0	0	0%	0	0%
		Total differently abled employees (D + E)	0	0	0%	0	0%
Differently abled workers	3.	Permanent (F)	0	0	0%	0	0%
	4.	Other than permanent (G)	0	0	0%	0	0%
		Total differently abled workers (F + G)	0	0	0%	0	0%

21. Participation/Inclusion/Representation of women

Category		Total (A)	No. and percentage of Females	
			No. (B)	% (B / A)
Board of Directors	➤	11	2	18%
Key Management Personnel (includes Managing Director, Whole Time Directors, CEO, CFO & CS)	➤	7	2	29%

22. Turnover rate for permanent employees and workers

FY 2024 – 2025		FY 2023 - 2024		FY 2022 - 2023	
Permanent Employees	Permanent Workers	Permanent Employees	Permanent Workers	Permanent Employees	Permanent Workers
6.1%	1.2%	3.8%	1.7%	5%	1.4%
Male		Male		Male	
5.1%	0%	5.7%	2.3%	2.2%	0%
Female		Female		Female	
5.8%	1.2%	4.4%	1.9%	4.1%	1.4%
Total		Total		Total	

V. Holding, Subsidiary and Associate Companies (including joint ventures)

23. (a) Names of holding / subsidiary / associate companies / joint ventures as on March 31, 2024

S. No.	Name of the holding / subsidiary / associate companies / Joint Venture	Indicate whether holding/ Subsidiary/ Associate/ Joint Venture	% of shares held by listed entity	Does the entity indicated at column A, participate in the Business Responsibility initiatives of the listed entity? (Yes/No)
1	Fine Organics (USA), Inc.	Subsidiary	100%	No
2	Fine Organics Europe BV	Subsidiary	100%	No
3	Fine Organic Industries (SEZ) Private Limited	Subsidiary	100%	No
4	Fine Zeelandia Private Limited	Joint Venture	50%	No
5	Fine Organic Industries (Thailand) Co., Limited	Joint Venture	45%	No

VI. CSR Details

24. (i) Whether CSR is applicable as per section 135 of Companies Act, 2013: Yes, CSR is applicable to the Company in accordance with section 135 of the Companies Act, 2013.

(ii) Turnover (in ₹): ₹ 2,02,281.47 Lakhs

(iii) Net worth (in ₹): ₹ 1,86,128.90 Lakhs

*Turnover and net worth amount as on March 31, 2024.

VII. Transparency and Disclosures Compliances

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




Stakeholder group from whom complaint is received	Grievance Redressal Mechanism in place (Yes / No). If yes, then provide web link for grievance redressal policy	FY 2024 – 2025			FY 2023 – 2024		
		Number of complaints filed during the year	Number of complaints pending resolution at close of the year	Remarks	Number of complaints filed during the year	Number of complaints pending resolution at close of the year	Remarks
Communities	Yes. A framework is established to engage with the community, comprehending their concerns and resolving any issues they may encounter.	Nil	Nil	Nil	Nil	Nil	Nil
Investors (Other than shareholders)	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable
Shareholders	Yes https://scores.gov.in/scores/welcome.html https://smartodr.in/login https://www.fineorganics.com/contact-us/	2	1	Complaints received from shareholders during the year pertaining to non-receipt of dividend and Annual Report	6	0	Nil
Employees and workers	Yes https://www.fineorganics.com/wp-content/uploads/2023/02/Whistle-Blower-Policy.pdf https://www.fineorganics.com/wp-content/uploads/2023/02/Sexual-Harassment-Policy.pdf	Nil	Nil	Nil	Nil	Nil	Nil





Stakeholder group from whom complaint is received	Grievance Redressal Mechanism in place (Yes / No). If yes, then provide web link for grievance redressal policy	FY 2024 – 2025			FY 2023 – 2024		
		Number of complaints filed during the year	Number of complaints pending resolution at close of the year	Remarks	Number of complaints filed during the year	Number of complaints pending resolution at close of the year	Remarks
Customers	Yes https://www.fineorganics.com/contact-us/	9	0	Nil	6	0	Nil
Value Chain Partners	Yes https://www.fineorganics.com/contact-us/	Nil	Nil	Nil	Nil	Nil	Nil






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




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

 **Opportunity**  **Risk**

S. No.	Material issue identified	Indicate whether risk or opportunity. (R/O)	Rationale for identifying the risk / opportunity	In case of risk, approach to adapt or mitigate	Financial implication of the risk or opportunity (indicate positive or negative implications)
1	GHG emissions		Reducing GHG emissions can enhance operational efficiency and align with global sustainability trends, attracting eco-conscious investors and customers. Innovative emission reduction strategies can position the Company as a leader in green chemistry, opening new market opportunities.	Not Applicable	Positive - Reducing GHG emissions can attract eco-conscious investors and customers, increase market share through premium sustainable products, and lower operational costs, boosting profitability
2	Energy Management		Adopting energy-efficient technologies can lower operational costs and reduce reliance on fossil fuels. The Company has already invested in R&D to develop proprietary designs for equipment that helps reduce reaction time and resultantly lower the energy consumption.	Not Applicable	Positive - Energy-efficient technologies and reduced energy consumption lower operational costs, improve profit margins, and enhance market competitiveness
3	Water and Wastewater Management		The Company, owing to the nature of its operations, has minimal water waste generation. Optimizing water usage and improving wastewater treatment can reduce costs and ensure compliance with environmental regulations.	Not Applicable	Positive - Improved water and wastewater management reduces operational and compliance costs, enhances resource efficiency, and strengthens brand reputation, potentially increasing customer loyalty and revenue.

S. No.	Material issue identified	Indicate whether risk or opportunity. (R/O)	Rationale for identifying the risk / opportunity	In case of risk, approach to adapt or mitigate	Financial implication of the risk or opportunity (indicate positive or negative implications)
4	Waste & Hazardous Materials Management		Fine Organics adopts a minimal waste generation methodology. Implementing effective waste reduction and recycling programs can lower disposal costs and improve resource efficiency.	Not Applicable	Positive - Effective waste reduction and recycling lower disposal costs, improve operational efficiency, and attract environmentally conscious customers, driving revenue growth and cost savings.
5	Climate Change		Rising temperatures and extreme weather events can disrupt operations, supply chains, and raw material availability. Since vegetable oils, which are key raw materials for the industry, are derived from crops, any negative effects on them can affect their availability. Additionally, climate change and related natural disasters like floods, cyclones, and droughts can introduce volatility in raw material prices, potentially influencing farmers' decisions. Such disruptions can also impact supply chains, production facilities, and even customer demand and preferences	Strengthening sustainable sourcing by partnering with key suppliers to secure a consistent supply of eco-friendly raw materials, while advancing process improvements to reduce emissions and implementing sustainable logistics to enhance environmental resilience.	Negative - Most suppliers opt for Short-term contracts spanning 3 to 6 months, occasionally extending to 12 months when required, owing to global uncertainties
6	Supply chain sustainability		Building a sustainable supply chain can enhance resilience, reduce costs, and improve supplier relationships. Transparent, eco-friendly supply chains can attract customers and investors prioritizing ESG performance. Moreover, the majority of the raw materials are sourced from local vendors. Transparent, eco-friendly supply chains with local sourcing can attract customers and investors prioritizing ESG performance while fostering community goodwill and reducing supply chain disruptions.	Not Applicable	Positive - Sustainable supply chains reduce procurement and logistics costs, attract ESG-focused customers and investors, and enhance brand value, driving revenue growth and improving profit margins
7	Product Circularity		By utilizing plant-based fats and green chemistry, there is a greater scope for product circularity. The non-hazardous nature of these plant-based products supports safer end-of-life outcomes, despite challenges in tracking additive lifecycles across diverse applications.	Not Applicable	Positive - Enhanced product circularity meets growing demand for sustainable solutions, increases market share, and reduces end-of-life disposal costs, boosting profitability and brand loyalty

S. No.	Material issue identified	Indicate whether risk or opportunity. (R/O)	Rationale for identifying the risk / opportunity	In case of risk, approach to adapt or mitigate	Financial implication of the risk or opportunity (indicate positive or negative implications)
8	Employee Health and Safety		In the specialty chemicals industry, inadequate health and safety practices pose significant risks, including potential harm to employees and surrounding communities, operational disruptions, costly regulatory penalties and lasting reputational damage. The handling of plant-based fats and chemical processes, while often less hazardous, still requires stringent safety measures to prevent accidents, chemical exposures, or environmental incidents. Proactive risk management, comprehensive training, and adherence to safety protocols are essential to mitigate these risks, protect stakeholders and ensure long-term business sustainability.	<ul style="list-style-type: none"> - Emphasizing strict safety protocols and regulatory adherence - Proactively identifying and addressing operational hazards - Implementing rapid incident response and containment measures - Delivering thorough safety training and awareness programs - Continuously improving safety practices by incorporating lessons learned 	Negative - Health and safety incidents may result in financial setbacks from regulatory penalties, legal costs, production halts, and facility damage, adversely affecting the Company's profitability, reputation and market standing
9	Product Quality and Safety		Inconsistent quality or contamination in products could harm customers or end-users, leading to product recalls, financial losses and eroded trust.	Enforcing stringent quality control measures, adhering to high manufacturing standards, conducting frequent product testing and fostering transparent customer communication to ensure product safety and consistency.	Negative - Inconsistent quality or contamination could trigger costly product recalls, legal liabilities and loss of customer trust, leading to reduced revenue and reputational damage.
10	Fair Labor Practices and Employee Relations		Poor labor practices or strained employee relations could cause workforce dissatisfaction, strikes, or legal issues, disrupting operations and harming the Company's reputation.	Implementing fair labor policies, promoting open communication, offering competitive benefits and investing in employee development to foster a supportive, equitable workplace and prevent dissatisfaction or disputes	Negative - Poor labor practices could lead to costly strikes, legal challenges and operational disruptions, negatively impacting productivity, profitability and the Company's reputation.
11	Customer Privacy and Data Security		Mishandling sensitive customer data in B2B transactions could lead to breaches, regulatory fines and loss of client trust, jeopardizing long-term partnerships.	Deploying robust cybersecurity measures, conducting regular data protection audits and training employees on secure data handling to ensure confidentiality and regulatory compliance	Negative - Data breaches could result in significant regulatory fines, legal costs and loss of client trust, undermining long-term partnerships and negatively impacting revenue
12	Community Engagement		By investing in community development initiatives, such as education or environmental programs and maintaining transparent dialogue with local stakeholders, the Company aims to enhance its reputation, mitigate operational risks and secure long-term support for its activities, contributing to both social and business sustainability.	Not Applicable	Positive - Strong community engagement enhances brand reputation, reduces operational risks, and attracts socially conscious customers, leading to increased sales and long-term cost saving

S. No.	Material issue identified	Indicate whether risk or opportunity. (R/O)	Rationale for identifying the risk / opportunity	In case of risk, approach to adapt or mitigate	Financial implication of the risk or opportunity (indicate positive or negative implications)
13	Product Innovation and Lifecycle Management		By prioritizing research and development to create high-performance, sustainable additives and optimizing lifecycle management to minimise environmental impact, the Company can meet evolving customer demands, strengthen its competitive edge and position itself as a leader in the transition to a circular economy.	Not Applicable	Positive - Innovative, sustainable products capture premium market segments, extend product lifecycles and reduce regulatory costs driving revenue growth and strengthening market position
14	Business Ethics		Upholding high ethical standards in sourcing, production and operations presents a powerful opportunity to enhance brand reputation, attract sustainability-focused clients, and differentiate the Company in competitive markets, driving long-term growth.	Not Applicable	Positive - Strong business ethics enhance brand reputation, and foster customer loyalty, resulting in increased sales and financial resilience
15	Regulatory Compliance		Non-compliance with regulations risks legal penalties and damages the Company's reputation. In an industry sensitive to safety and environmental standards, any lapse could undermine stakeholder trust, weaken market position and threaten financial stability.	Implementing a comprehensive regulatory compliance program, conducting regular audits and training employees to ensure adherence to safety, environmental and labor standards	Negative - Regulatory violations could result in significant fines, legal expenses and reputational damage, leading to weakened market position and reduced profitability

SECTION B MANAGEMENT AND PROCESS DISCLOSURES

P1

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

P2

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

P3

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

P4

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

P5

Businesses should respect and promote human rights

P6

Businesses should respect and make efforts to protect and restore the environment

P7

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

P8

Businesses should promote inclusive growth and equitable development

P9

Businesses should engage with and provide value to their consumers in a responsible manner

Disclosure Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
Policy and management processes									
1. a. Whether your entity’s policy / policies cover each principle and its core elements of the NGRBCs. (Yes/No)	Y	Y	Y	Y	Y	Y	Y	Y	Y
b. Has the policy been approved by the Board? (Yes/No)	Y	Y	Y	Y	Y	Y	Y	Y	Y
c. Web Link of the Policies, if available	https://www.fineorganics.com/investor-policies/								
Policy and management processes									
2. Whether the entity has translated the policy into procedures. (Yes / No)	Y	Y	Y	Y	Y	Y	Y	Y	Y

Disclosure Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
3. Do the enlisted policies extend to your value chain partners? (Yes/No)	Y	Y	Y	Y	Y	Y	Y	Y	Y
4. Name of the national and international codes/ certifications/labels/ standards (e.g. Forest Stewardship Council, Fairtrade, Rainforest Alliance, Trustea) standards (e.g. SA 8000, OHSAS, ISO, BIS) adopted by your entity and mapped to each principle.	<p>ISO 9001, SEDEX, ECOVADIS, KOSHER, HALAL & FSSC 22000, COSMOS Ecocert</p> <ul style="list-style-type: none"> • ISO 9001, SEDEX, FSSC 22000, FSSAI, ECOVADIS, REACH, JOSPHA, GMP+, EFFCI & RSPO • EOVDAS & SEDEX • ISO 9001, KOSHER, HALAL, FSSC 22000, GMP+, EFFCI & RSPO, COSMOS Ecocert • EOVDAS & SEDEX • EOVDAS & SEDEX • ISO 9001, FSSAI, HALAL, FSSC 22000, ECOVADIS & GMP+ • ISO 9001, SEDEX, FSSC 22000, FSSAI, ECOVADIS, REACH, JOSPHA, GMP+, EFFCI, KOSHER, HALAL & RSPO, COSMOS Ecocert • ISO 9001, SEDEX, FSSC 22000, FSSAI, ECOVADIS, REACH, JOSPHA, GMP+, EFFCI, KOSHER, HALAL & RSPO, COSMOS Ecocert 								
5. Specific commitments, goals and targets set by the entity with defined timelines, if any.	<p>The Company is committed to driving sustainable practices through targeted initiatives aimed at mitigating climate change. Our strategy encompasses: reducing greenhouse gas emissions, expanding reforestation efforts, enhancing water conservation, and implementing optimized packaging solutions to minimize waste. Progress against these objectives is regularly monitored and evaluated to ensure continuous improvement and alignment with our sustainability roadmap.</p>								
6. Performance of the entity against the specific commitments, goals and targets along-with reasons in case the same are not met.	<p>The Management undertakes regular evaluations to ensure the implementation of all NGRBC principles.</p>								
7. Statement by director responsible for the business responsibility report, highlighting ESG related challenges, targets and achievements.	<p>The Company is committed to integrating environmental, social and governance (ESG) principles into its business which is central to improving the quality of life of the communities it serves. It adheres to the principles of product stewardship by enhancing health, safety and environmental impacts of products and services across their lifecycles. High standards of governance, we feel, are key to maintaining the trust of investors and all our stakeholders. Our responsibilities go beyond our own Company as we work towards ingraining our values in the relations with all our employees, customers, partners and across our supply chain. Being a value-driven organization, our Company ensures that business is conducted in an ethical and responsible way.</p>								
8. Details of the highest authority responsible for implementation and oversight of the Business Responsibility policy (ies).	<p>Mr. Mukesh Shah, Chairman and Director is responsible, under the guidance of the Board of Directors and its Committees, for the implementation and oversight of the Company's Business Responsibility and Sustainability Policies.</p>								
9. Does the entity have a specified Committee of the Board/ Director responsible for decision making on sustainability related issues? (Yes / No). If yes, provide details.	<p>Yes, the Internal management Team reviews the Business Responsibility and Sustainability Performance periodically as a part of the overall Management Review process. They provide valuable direction and guidance to ensure that Safety and Sustainability implications are duly addressed in all new strategic initiatives, budgets, audit actions and improvement plans.</p>								

10. Details of Review of NGRBCs by the Company

Subject for Review	Indicate whether review was undertaken by Director / Committee of the Board/ Any other Committee									Frequency of Review (Annually / Half-Yearly / Quarterly / Any other - please specify)								
	P1	P2	P3	P4	P5	P6	P7	P8	P9	P1	P2	P3	P4	P5	P6	P7	P8	P9
Performance against above policies and follow up action	As a practice, Business Responsibility and Sustainability policies of the Company are reviewed periodically or on a need to basis by Senior Leadership Team including Managing Director and Executive Directors. During their assessment, the efficacy of the policies is reviewed and necessary changes to policies and procedures are implemented.																	
Compliance with statutory requirements of relevance to the principles, and rectification of any non-compliances	The Company ensures compliance with all applicable existing regulations.									Quarterly								

11. Has the entity carried out independent assessment/ evaluation of the working of its policies by an external agency? (Yes/No). If yes provide the name of the agency.

The Company conducts periodic review of policies internally by the Senior Management and Board Committees which then drives the policies, projects and performance of the aspects of business responsibility and sustainability.

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

Not Applicable

SECTION C PRINCIPLE WISE PERFORMANCE DISCLOSURE

PRINCIPLE

1

➤ Businesses should conduct and govern themselves with integrity, and in a manner that is Ethical, Transparent and Accountable.

Essential Indicators

1. Percentage coverage by training and awareness programmes on any of the Principles during the financial year:

Segment		Total number of training and awareness programmes held	Topics / principles covered under the training and its impact	% age of persons in respective category covered by the awareness programmes
Board of Directors	➤	4	During the year, the Company's Board of Directors (including its committees) invested time in various updates comprising matters related to business, regulations, CSR activities and governance parameters	100%
Key Managerial Personnel	➤	2	<ul style="list-style-type: none"> ○ POSH ○ Insider Trading Training 	100%
Employees other than BoD and KMPs	➤	3	<ul style="list-style-type: none"> ○ POSH ○ Insider Trading Training ○ Quality Management System Trainings ○ Medclaim & Accidental Policies 	69%
Workers	➤	4	<ul style="list-style-type: none"> ○ POSH ○ FSSC Awareness ○ Quality Management System Trainings ○ Safety Trainings 	100%

2. Details of fines / penalties /punishment/ award/ compounding fees/ settlement amount paid in proceedings (by the entity or by directors / KMPs) with regulators/ law enforcement agencies/ judicial institutions, in the financial year, in the following format (Note: the entity shall make disclosures on the basis of materiality as specified in Regulation 30 of SEBI (Listing Obligations and Disclosure Obligations) Regulations, 2015 and as disclosed on the entity's website):

Parameter	Monetary				
	NGRBC Principle	Name of the regulatory / enforcement agencies / judicial institutions	Amount (in ₹)	Brief of the Case	Has an appeal been preferred? (Yes / No)
Penalty/ Fine	Nil				
Settlement					
Compounding Fee					

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

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

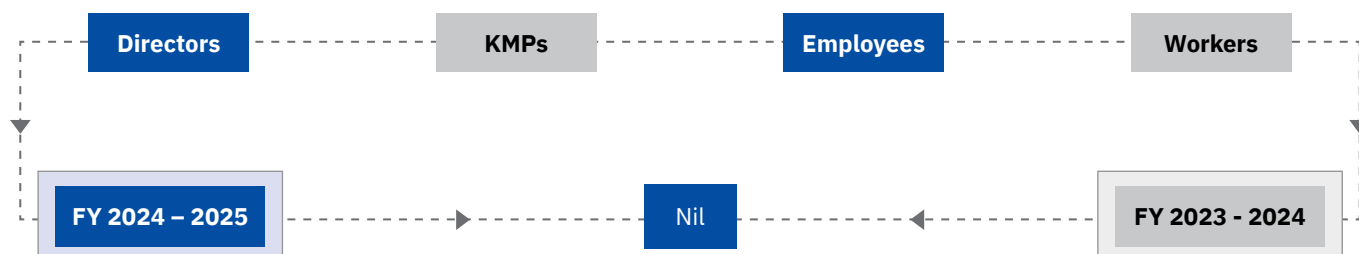
Not Applicable

4. Does the entity have an anti-corruption or anti-bribery policy?

Yes. The Company has an Anti-Bribery & Anti-Corruption Policy in place. The Company emphasises compliance with all the applicable laws while upholding the highest levels of business ethics. This can be seen in their Code of Conduct for Directors and Senior Management, which outlines the expectations of integrity and ethical behavior.

Also, the Company has adopted a Whistle Blower Policy and Vigil Mechanism. This mechanism enables directors and employees to report unethical practices, actual or suspected fraud, or non-compliance with the Company's Code of Conduct. The policy provides sufficient protection against victimisation of individuals reporting such concerns. The Whistleblower Policy can be accessed via the following web link: <https://www.fineorganics.com/investor-policies/>

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



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

Particulars	FY 2024 - 2025		FY 2023 - 2024	
	Number	Remarks	Number	Remarks
Number of complaints received in relation to issues of Conflict of Interest of the Directors	Nil	Nil	Nil	Nil
Number of complaints received in relation to issues of Conflict of Interest of the KMPs	Nil	Nil	Nil	Nil

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

Not Applicable

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

Parameter	FY 2024 - 2025	FY 2023 - 2024
Number of days of accounts payables	41	43

9. Open-ness of business

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

Parameter	Metrics	FY 2024 - 2025	FY 2023 - 2024
Concentration of Purchases	a. Purchases from trading houses as % of total purchases	2.54%	3.46%
	b. Number of trading houses where purchases are made from	65	69
	c. Purchases from top 10 trading houses as % of total purchases from trading houses	63.59%	63.74%
Concentration of Sales	a. Sales to dealers / distributors as % of total sales	43.54%	45.04%
	b. Number of dealers / distributors to whom sales are made	248	260
	c. Sales to top 10 dealers / distributors as % of total sales to dealers / distributors	46.66%	42.03%
Share of RPTs in	a. Purchases (Purchases with related parties / Total Purchases)	0.71%	0.29%
	b. Sales (Sales to related parties / Total Sales)	15.39%	12%
	c. Loans & advances (Loans & advances given to related parties / Total loans & advances)	0%	0.85%
	d. Investments (Investments in related parties / Total Investments made)	36.01%	99.96%

Leadership Indicators

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

Nil

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

To ensure ethical governance, the Company has established a Policy on Materiality of Related Party Transactions. All Directors are required to disclose their interests within the Company and any potential conflicts of interest with other organisations, annually or as changes occur. Transactions involving Directors or their affiliated entities require approval from the Audit Committee or Board, and the relevant Directors do not participate in these discussions.

The Corporate Secretarial team manages a database of Director and Key Management Personnel (KMP) interests, provided to the finance department to detect and monitor potential conflicts of interest and track transactions with related parties.

Directors and Senior Management provide annual confirmation that they are acting in the Company's best interests and have not engaged in any conflicting material, financial, or commercial transactions. Directors also abstain from Board discussions where they have a personal interest.

The Company's Policy on Materiality of Related Party Transactions can be found at <https://www.fineorganics.com/investor-relations/>

PRINCIPLE 2 ➤ Businesses should provide goods and services in a manner that is sustainable and safe

Essential Indicators

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

Parameter	FY 2024 - 2025	FY 2023 - 2024	Details of improvements in environmental and social impacts
R&D	0%	100%	The Company prioritises developing products & technologies which are beneficial to environment and society.
Capex	0%	96.12%	

Note:

The primary focus of R&D is on customer-centric initiatives and enhancing production processes to generate value-added downstream products while concurrently addressing environmental and social impacts. The product application areas include foods, plastics, feed nutrition, personal care/home care coatings etc. The R&D products include new additives like green surfactants & performance additives for biodegradable plastics among other new applications.

This activity is in the normal course of our development and hence there is no specific technologies to improve the environmental and social impacts of product and processes to total R&D and capex investments made by the entity.

2. a. Does the entity have procedures in place for sustainable sourcing?

Yes. At Fine Organics, our sustainability strategy emphasises resilience through a business model that contributes to the economy, protects the environment, and helps communities.

Our vision is to provide specialty performance additives, based on safe and green chemistry through innovation and excellence.

The Company plays a key role as the internal drivers to implement and achieve our goal of sustainability. Our leadership ensures long-term value creation for our stakeholders on financial and non-financial metrics. Our efficient governance structure further helps us streamline operations and performance in line with our overall business strategy.

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

As a specialty performance additives manufacturer, the Company sources about 86% of its raw materials in a sustainable manner

3. **Describe the processes in place to safely reclaim your products for reusing, recycling and disposing at the end of life, for (a) Plastics (including packaging) (b) E-waste (c) Hazardous waste and (d) other waste.**

The Company produces specialty performance additives, that are designed to enhance the performance of final products across a diverse range of manufacturing sectors. These components are integrated into formulations used in consumer goods, industrial materials, and specialised applications. Due to the nature of their integration, there is no scope for end-of-life recycling products.

A) Plastics

As part of its commitment to sustainable operations, the Company adheres to Extended Producer Responsibility (EPR) guidelines, which govern the management of plastic packaging waste. The Company ensures the safe disposal of both pre-consumer and post-consumer plastic packaging waste through the EPR approach. All plastic waste from the Company's manufacturing units is sent to authorised recyclers for recycling.

B) Hazardous waste (ETP Sludge, and waste oil.)

The Company's hazardous waste, including ETP sludge, salts, process residues and waste oil is sent to a designated Hazardous Waste Treatment, Storage and Disposal Facility (TSDF) for recycling or safe disposal. All manufacturing sites are registered members of this facility.

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

Yes, the Company is in compliance with the Plastic Waste Management 2016 Rules & Amendments. For plastic packaging waste generation, the Company has completed the EPR registration for the Group Company under Brand Owners (PIBOs) category as well as Importer category covering all manufacturing units. The Company's plastic packaging waste collection plan is in line with EPR plan submitted to the Central Pollution Control Board (CPCB). As a Brand Owner, our efforts are directed towards minimising packaging plastic waste generation, exploring sustainable packaging options and reusing plastic packaging after evaluating food safety compliance and other related standards.

PRINCIPLE
3

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

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

Category	% of employees covered by										
	Total (A)	Health insurance		Accident insurance		Maternity benefits		Paternity Benefits		Day Care facilities	
		Number (B)	% (B / A)	Number (C)	% (C / A)	Number (D)	% (D / A)	Number (E)	% (E / A)	Number (F)	% (F / A)
Permanent Employees											
Male	287	287	100%	287	100%	0	0%	287	100%	134	47%
Female	156	156	100%	156	100%	156	100%	0	0%	96	61.5%
Total	443	443	100%	443	100%	156	35%	287	65%	230	52%
Other than Permanent employees											
Male	15	13	87%	13	87%	0	0%	15	100%	4	27%
Female	2	2	100%	2	100%	2	100%	0	0%	1	50%
Total	17	15	88%	15	88%	2	12%	15	88%	5	29%

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

Category	% of workers covered by										
	Total (A)	Health insurance		Accident insurance		Maternity Benefits		Paternity Benefits		Day Care Facilities	
		Number (B)	% (B / A)	Number (C)	% (C / A)	Number (D)	% (D / A)	Number (E)	% (E / A)	Number (F)	% (F / A)
Permanent Workers											
Male	420	420	100%	420	100%	0	0%	420	100%	0	0%
Female	5	5	100%	5	100%	5	100%	0	0%	0	0%
Total	425	425	100%	425	100%	5	1%	420	99%	0	0%
Other than Permanent Workers											
Male	175	24	14%	26	15%	0	0%	175	100%	0	0%
Female	11	7	64%	7	64%	11	100%	0	0%	0	0%
Total	186	31	17%	33	18%	11	6%	175	94%	0	0%

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

Parameter	FY 2024 - 2025	FY 2023 - 2024
Cost incurred on well-being measures as a % of total revenue of the Company	0.25%	0.26%

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

PF

FY 2024 - 2025

No. of employees covered as a % of total employees	No. of workers covered as a % of total workers	Deducted and deposited with the authority (Y/N/N.A.)
86.69%	100%	Yes

FY 2023 - 2024

No. of employees covered as a % of total employees	No. of workers covered as a % of total workers	Deducted and deposited with the authority (Y/N/N.A.)
85.88%	100%	Yes

Gratuity

FY 2024 - 2025

No. of employees covered as a % of total employees	No. of workers covered as a % of total workers	Deducted and deposited with the authority (Y/N/N.A.)
100%	100%	Yes

FY 2023 - 2024

No. of employees covered as a % of total employees	No. of workers covered as a % of total workers	Deducted and deposited with the authority (Y/N/N.A.)
100%	100%	Yes

ESI

FY 2024 - 2025

No. of employees covered as a % of total employees	No. of workers covered as a % of total workers	Deducted and deposited with the authority (Y/N/N.A.)
1.6%	21.18%	Yes

FY 2023 - 2024

No. of employees covered as a % of total employees	No. of workers covered as a % of total workers	Deducted and deposited with the authority (Y/N/N.A.)
14.82%	26.47%	Yes

Others
FY 2024 - 2025

No. of employees covered as a % of total employees	No. of workers covered as a % of total workers	Deducted and deposited with the authority (Y/N/N.A.)
Not Applicable	Not Applicable	Not Applicable

FY 2023 - 2024

No. of employees covered as a % of total employees	No. of workers covered as a % of total workers	Deducted and deposited with the authority (Y/N/N.A.)
Not Applicable	Not Applicable	Not Applicable

3. Accessibility of workplaces

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

The Company prioritises accessibility across all operational sites, ensuring equal access for employees, workers, and visitors with disabilities. This is achieved through the implementation of elevators and supporting infrastructure, alongside readily available wheelchair facilities.

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

Our Company is an equal opportunity employer. We provide equal opportunities to all employees and to all eligible applicants for employment in the organisation. We respect every individual's human rights and do not discriminate on the basis of race, colour, caste, class, gender, sexual orientation, gender identity, religion, political opinion, nationality, social origin and status, indigenous status, disability, age or any other personal characteristic or status.

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

Gender	Permanent employees		Permanent workers	
	Return to work rate	Retention rate	Return to work rate	Retention rate
Male	Nil	Nil	Nil	Nil
Female	86%	100%	Nil	Nil
Total	86%	100%	Nil	Nil

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

Permanent Workers	Other than Permanent Workers	Yes/No (If Yes, then give details of the mechanism in brief) The Company promotes open communication, encouraging employees to initially resolve concerns with their department heads. For unresolved issues, HR and site management are available for further escalation. A dedicated Internal Complaints Committee (ICC) handles reports of sexual harassment or discrimination, offering both anonymous and named reporting options, and adhering to the Sexual Harassment on of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. To ensure impartial grievance handling, a vigil mechanism, overseen by the Audit Committee, is in place. To enhance expertise and impartiality, an external member, specialised in POSH and POCSO regulations, serves on the ICC.
Permanent Employees	Other than Permanent Employees	

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

Category	FY 2024 - 2025			FY 2023 - 2024		
	Total employees / workers in respective category (A)	No. of employee / workers in respective category, who are part of association(s) or Union (B)	% (B / A)	Total employees / workers in respective category (C)	No. of employees / workers in respective category, who are part of association(s) or Union (D)	% (D/C)
Total Permanent Employees	Nil	Nil	N.A.	Nil	Nil	N.A.
- Male	Nil	Nil	N.A.	Nil	Nil	N.A.
- Female	Nil	Nil	N.A.	Nil	Nil	N.A.
Total Permanent Workers	Nil	Nil	N.A.	Nil	Nil	N.A.
- Male	Nil	Nil	N.A.	Nil	Nil	N.A.
- Female	Nil	Nil	N.A.	Nil	Nil	N.A.

Note: The Company does not have any recognised employee or worker associations. However, the Company has a long-standing and healthy relationship with its employees, wherein 7.81% of employees are of the second generation and 11.23% of employees have been working with the Company for 25 years or more. For FY 2023-24, 8.71% of employees are of the second generation and 10.58% have completed 25 years. Further, if any conflict arises, the head of the respective department, discusses the matter and resolves it through mutual consent.

8. Details of training given to employees and workers:

Category	FY 2024 - 2025					FY 2023 - 2024				
	Total (A)	On Health and safety measures		On Skill upgradation		Total (D)	On Health and safety measures		On Skill upgradation	
		No. (B)	% (B / A)	No. (C)	% (C / A)		No. (E)	% (E / D)	No. (F)	% (F / D)
Employees										
Male	287	287	100%	287	100%	267	267	100%	190	71.16%
Female	156	156	100%	156	100%	146	146	100%	115	78.76%
Total	443	443	100%	443	100%	413	413	100%	305	73.84%
Workers										
Male	420	420	100%	420	100%	423	423	100%	423	100%
Female	5	5	100%	5	100%	14	14	100%	14	100%
Total	425	425	100%	425	100%	437	437	100%	437	100%

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

Category	FY 2024 - 2025			FY 2023 - 2024		
	Total (A)	No. (B)	% (B / A)	Total (C)	No. (D)	% (D / C)
Employees						
Male	287	287	100%	267	267	100%
Female	156	156	100%	146	146	100%
Total	443	443	100%	413	413	100%
Workers						
Male	420	420	100%	423	423	100%
Female	5	5	100%	14	14	100%
Total	425	425	100%	437	437	100%

10. Health and safety management system:

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

Yes, the Company has implemented occupational health and safety practices in all its manufacturing facilities, offices and R&D laboratories to safeguard its employees and workers.

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

The Company maintains a comprehensive risk management system to safeguard workplace safety and operational continuity. This system involves regular reviews of safety protocols and procedures to proactively mitigate potential hazards. Periodic safety audits and emergency simulation exercises are conducted to enhance preparedness. All employees receive mandatory safety training to minimise the likelihood of workplace incidents.

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

The Company promotes a culture of proactive reporting, encouraging workers to immediately report all accidents and near-miss incidents. A thorough investigation follows each report to determine the root cause, and corrective actions are implemented to prevent future occurrences. Continuous safety training programs are provided to all workers, ensuring a safe and secure working environment.

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

The Company prioritises the health and well-being of its workforce by ensuring access to non-work-related medical and healthcare services at all locations. These services are provided on-site or through strategic partnerships with nearby medical facilities. Each facility is equipped with emergency transportation, and trained first-aid personnel are available around the clock. To further support employees and workers, a Mediclaim Compensation Policy is in place, covering expenses for non-work-related medical care.

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

Safety Incident / Number	Category		FY 2024 - 2025	FY 2023 - 2024
Lost Time Injury Frequency Rate (LTIFR) (per one million-person hours worked)	Employees	→	0	0
	Workers	→	0	0
Total recordable work-related injuries	Employees	→	0	0
	Workers	→	0	0
No. of fatalities	Employees	→	0	0
	Workers	→	0	0
High consequence work-related injury or ill-health (excluding fatalities)	Employees	→	0	0
	Workers	→	0	0

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

The Company prioritises the safety and health of its employees and implements a comprehensive suite of measures to ensure their well-being.

Training and Preparedness

The safety team conducts regular training sessions, inspections, and drills. Workers are equipped with the necessary skills to respond effectively to emergencies, adhering to established safety protocols. Continuous and induction training programs reinforce safety measures.

Assessments, Monitoring, and Investigation

Health and safety performance is continuously monitored across all plants. Thorough investigations, including root cause analyses, are conducted to address incidents promptly. Annual medical assessments ensure all staff members and workers are fit for their job roles.

Safety Measures

The Company employs fully enclosed processes and pneumatic systems. Process reactors and equipment are equipped with interlocking mechanisms and safety pressure valves. Reactors are properly insulated. Flame-proof light fixtures are installed. Emergency handling equipment is readily available. Fire tank reservoirs are maintained with adequate water levels. Above-ground storage tanks are surrounded by dyke walls. Lightning arrestors are deployed.

Safety Signage and Equipment

Caution notes, hazard identification signage, safety posters, and stickers are prominently displayed. Gas and smoke detection systems are installed. Windssocks are placed to indicate wind direction.

Emergency Communication and Response

Safety showers, eye wash stations, walkie-talkies, public address systems, telecommunication devices, and mobile phones are provided. Emergency sirens are installed. A well-equipped Occupational Health Center (OHC), with an ambulance or emergency vehicle, is available to handle medical emergencies.

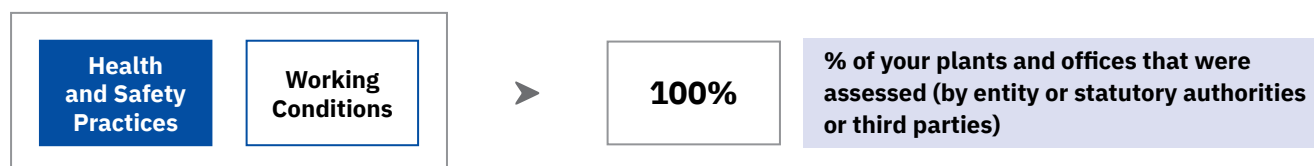
Environmental Responsibility

The Company utilises solvent-free manufacturing processes. A scientifically designed and implemented Effluent Treatment Plant (ETP) system is in operation. A fully functional Sewage Treatment Plant (STP) system is in place.

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

Parameter	FY 2024 - 2025			FY 2023 - 2024		
	Filed during the year	Pending resolution at the end of year	Remarks	Filed during the year	Pending resolution at the end of year	Remarks
Working Conditions	Nil	Nil	Nil	Nil	Nil	Nil
Health & Safety	Nil	Nil	Nil	Nil	Nil	Nil

14. Assessments for the year:



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

Nil

Leadership Indicators

1. Does the entity extend any life insurance or any compensatory package in the event of death of

- (A) Employees (Y/N) - Yes, the Company provides gratuity to the family and dependents of deceased employees and offers a Group Personal Accident Policy covering life insurance for employees.
- (B) Workers – Yes, the Company has a Group Personal Accident Policy covering workers in the event of accidental death, along with a Group Term Life Insurance Policy providing life insurance coverage for all workers and plant employees.

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

The Company is committed to ethical business conduct and maintains the highest standards of integrity. We expect our value chain partners to share this commitment by operating in a trustworthy manner, fulfilling their obligations, promptly paying statutory dues, and demonstrating compliance with our code of conduct, business responsibility policies, and shared values.

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

Category	Total no. of affected employees/ workers		No. of employees/workers that are rehabilitated and placed in suitable employment or whose family members have been placed in suitable employment	
	FY 2024 - 2025	FY 2023 - 2024	FY 2024 - 2025	FY 2023 - 2024
Employees	Nil	Nil	Nil	Nil
Workers	Nil	Nil	Nil	Nil

4. Does the entity provide transition assistance programs to facilitate continued employability and the management of career endings resulting from retirement or termination of employment? (Yes/No)

The Company has a policy of retaining selected employees who express interest, maintaining their employment for an agreed-upon duration.

PRINCIPLE 4 ➤ Businesses should respect the interests of and be responsive to all its stakeholders

Essential Indicators

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

At the core of its operations, the Company recognises the vital role of its key stakeholders, whose influence shapes its business and value chain. These stakeholders include shareholders, employees, customers, suppliers, communities and government and regulatory entities. With a commitment to a stakeholder-centric approach, the Company diligently assesses the interests and concerns of each group, prioritizing its engagement efforts based on their relevance and impact. To foster mutual understanding and address their needs effectively, the Company implements customised engagement strategies encompassing open communication and meaningful consultation. Continuous monitoring and feedback mechanisms are in place to ensure that the Company remains responsive to stakeholder expectations, thereby strengthening the relationships critical for its long-term prosperity.

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

Stakeholder Group	Whether identified as Vulnerable & Marginalised Group (Yes/No)	Channels of communication (Email, SMS, Newspaper, Pamphlets, Advertisement, Community Meetings, Notice Board, Website), Other	Frequency of engagement (Annually/ Half yearly/ Quarterly / others – please specify)	Purpose and scope of engagement including key topics and concerns raised during such engagement
Customers	No	Customer meet, online survey, e-mails, and an online grievance mechanism, video conference	Ongoing	Product information, feedback, grievances, product-related queries, regulatory compliances, price products
Shareholders	No	Press releases, email, media releases, annual general meeting, stock exchange (se) intimations, website uploads, investors meeting	Quarterly, half-yearly, annual, as and when required	Financial performance, key risks and mitigation, operational highlights, share price appreciation, dividend distribution
Suppliers	No	Personal meeting, emails, video conference, website	Quarterly & annually (as and when required)	Timely delivery, payment terms & conditions, quality of goods procured
Communities	Yes	Partnership with local charities, community visits	Ongoing	CSR, community complaints, awareness programme, community development

Stakeholder Group	Whether identified as Vulnerable & Marginalised Group (Yes/No)	Channels of communication (Email, SMS, Newspaper, Pamphlets, Advertisement, Community Meetings, Notice Board, Website), Other	Frequency of engagement (Annually/ Half yearly/ Quarterly / others – please specify)	Purpose and scope of engagement including key topics and concerns raised during such engagement
Government and regulatory authorities	No	Annual report and regulatory filings facility inspections, one-on-one meetings	Annual & periodic	Compliance and good governance practice
Employees	No	One-on-one interactions, email, senior management meet, internal communication platforms	Ongoing	Career development, salary and other perquisites, work ethics, policy communication, and team building, among others

Leadership Indicators

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

Stakeholder consultation is an integral and ongoing process at the Company, driven by its leadership team and conducted through various engagement channels. Meaningful dialogue with stakeholders is consistently undertaken at the business unit level and the resulting feedback and perspectives are systematically shared with the Board for their informed decision-making.

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

Through a rigorous materiality assessment process and the implementation of a comprehensive risk management framework, the Company actively builds its operational resilience. Stakeholder consultations play a vital role in shaping both of these key initiatives.

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

With a focus on inclusivity, the Company addresses the specific concerns of vulnerable and marginalised stakeholder groups. Through seminars, workshops, and conferences held in diverse states, the Company has shared expertise on modern dairy methods, antibiotic-free poultry production and sustainable animal health practices. These initiatives are intended to create shared value by providing farmers with enhanced income opportunities while ensuring healthy products for consumers.

PRINCIPLE 5 ➤ Businesses should respect and promote human rights

Essential Indicators

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

Category	FY 2024 - 2025			FY 2023 - 2024		
	Total (A)	No. of employees / workers covered (B)	% (B/A)	Total (C)	No. of employees / workers covered (D)	% (D/C)
Employees						
Permanent	443	443	100%	413	380	92%
Other than permanent	17	17	100%	18	18	100%
Total Employees	460	460	100%	431	398	92%
Workers						
Permanent	425	425	100%	437	437	100%
Other than permanent	186	186	100%	189	189	100%
Total Workers	611	611	100%	626	626	100%

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

Category	FY 2024 - 2025					FY 2023 - 2024				
	Total (A)	Equal to Minimum Wage		More than Minimum wage		Total (D)	Equal to Minimum Wage		More than Minimum wage	
		No. (B)	% (B / A)	No. (C)	% (C / A)		No. (E)	% (E / D)	No. (F)	% (F / D)
Employees										
Permanent	443	0	0%	443	100%	413	0	0%	413	100%
Male	287	0	0%	287	100%	267	0	0%	267	100%
Female	156	0	0%	156	100%	146	0	0%	146	100%
Other than Permanent	17	0	0%	17	100%	18	0	0%	18	100%
Male	15	0	0%	15	100%	16	0	0%	16	100%
Female	2	0	0%	2	100%	2	0	0%	2	100%
Workers										
Permanent	425	0	0%	425	100%	437	0	0%	437	100%
Male	420	0	0%	420	100%	423	0	0%	423	100%
Female	5	0	0%	5	100%	14	0	0%	14	100%
Other than Permanent	186	0	0%	186	100%	189	0	0%	189	100%
Male	175	0	0%	175	100%	182	0	0%	182	100%
Female	11	0	0%	11	100%	7	0	0%	7	100%

3. Details of remuneration/salary/wages

a. Median remuneration / wages:

Category	Male		Female	
	Number	Median remuneration/ salary/ wages of respective category	Number	Median remuneration/ salary/wages of respective category
Board of Directors (BoD)	9	₹ 145 Lakhs	2	₹ 3 Lakhs
Key Managerial Personnel (Other than Directors)	0	Not Applicable	2	₹ 25.67 Lakhs
Employees other than BoD and KMP	287	₹ 9.98 Lakhs	156	₹ 10.65 Lakhs
Workers	420	₹ 6.4 Lakhs	5	₹ 5.84 Lakhs

b. Gross wages paid to females as % of total wages paid by the entity, in the following format:

Category	FY 2024 - 2025	FY 2023 - 2024
Gross wages paid to females as % of total wages.	10.07%	11.95%

4. Do you have a focal point (Individual/ Committee) responsible for addressing human rights impacts or issues caused or contributed to by the business?

The Company's Head of Human Resources is responsible for monitoring of all human rights matters within the Company. He actively monitors that human rights are not violated or threatened in any form. All key stakeholders are required to uphold the principles outlined in the Company's human rights policy and comply with all applicable laws and regulations.

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

The Company actively promotes inclusive workplaces by implementing policies that explicitly prohibit discrimination based on gender, religion, age, or sexual orientation. A strong governance framework is in place to address human rights concerns, emphasizing open communication. Employees are encouraged to initially address concerns with their department heads, with clear escalation pathways to HR and site management for unresolved issues. The organisation maintains stringent verification processes to prevent child labor and sexual harassment. An Internal Complaints Committee (ICC) has been established to handle complaints related to sexual harassment. To ensure impartiality and expertise, an external legal professional specializing in Prevention of Sexual Harassment (POSH) serves as a member of the ICC.

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

Category	FY 2024 - 2025			FY 2023 - 2024		
	Filed during the year	Pending resolution at the end of year	Remarks	Filed during the year	Pending resolution at the end of year	Remarks
Sexual Harassment	Nil	Nil	Nil	Nil	Nil	Nil
Discrimination at workplace	Nil	Nil	Nil	Nil	Nil	Nil
Child Labour	Nil	Nil	Nil	Nil	Nil	Nil
Forced Labour / Involuntary Labour	Nil	Nil	Nil	Nil	Nil	Nil
Wages	Nil	Nil	Nil	Nil	Nil	Nil
Other human rights related issues	Nil	Nil	Nil	Nil	Nil	Nil

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

Particulars	FY 2024 - 2025	FY 2023 - 2024
Total Complaints reported under Sexual Harassment on of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 (POSH)	0	0
Complaints on POSH as a % of female employees/ workers	0	0
Complaints on POSH upheld	0	0

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

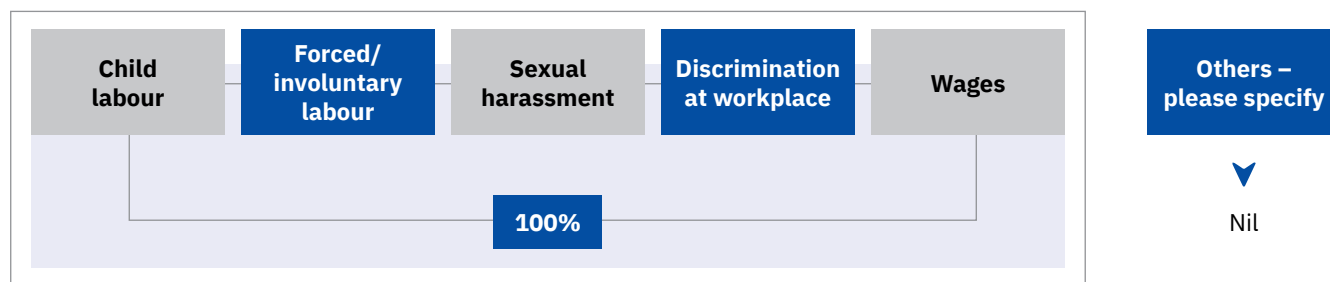
In accordance with the Sexual Harassment on of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 the organisation has implemented a robust Prevention of Sexual Harassment policy, prioritizing complainant safety and effective resolution of related issues. An Internal Complaints Committee (ICC) is established to specifically address and resolve cases of sexual harassment. The organisation is dedicated to providing equal opportunities at all employment levels, regardless of race, ethnicity, nationality, gender, language, age, sexual orientation, religion, marital status, socioeconomic status, or disability. To ensure widespread understanding and compliance, all new employees participate in mandatory awareness programs upon joining, focusing on discrimination and harassment prevention. The policy is also disseminated across the organisation for easy access and reference.

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

Yes. We ensure that all our business partners are committed to respect human rights and comply with international, state laws and regulations and in line with Company's way of working, as reflected in our business agreements and contracts.

10. Assessments for the year:

% of your plants and offices that were assessed (by entity or statutory authorities or third parties)



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

Nil

Leadership Indicators

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

In FY 2024-25, the Company did not receive any grievances/ complaints, hence we have not made any modification in business processes for our current monitoring, addressing human rights, grievances/ complaints.

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

The Company cultivates a strong culture of respect for human rights by proactively embedding awareness and promotion throughout its workforce. This is achieved through consistent training and sensitisation programs designed to educate employees on human rights principles. The effectiveness of these ongoing initiatives is regularly evaluated. Recognizing its

responsibility to identify and mitigate any potential adverse impacts on human rights, the Company upholds the highest ethical standards. Regular training also serves as a vital mechanism to assess and ensure the alignment of its processes with human rights principles. By empowering employees with knowledge of their rights and responsibilities, the Company ensures a safe and inclusive workplace environment, underscoring its unwavering commitment to ethical practices and responsible business conduct.

3. Is the premise/office of the entity accessible to differently abled visitors, as per the requirements of the Rights of Persons with Disabilities Act, 2016?

Yes, all the Company's premises are accessible to differently abled visitors, as per the Rights of Persons with Disabilities Act, 2016.

Essential Indicators

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

Parameter	Units	FY 2024 - 2025	FY 2023 - 2024
From Renewable Sources			
Total electricity consumption (A)	GJ	Nil	Nil
Total fuel consumption (B)	GJ	Nil	Nil
Energy consumption through other sources (C)	GJ	Nil	Nil
From Non - Renewable Sources			
Total electricity consumption (A)	GJ	1,16,573.85	1,08,358.88
Total fuel consumption (B)	GJ	4,47,679.82	3,08,725.99
Energy consumption through other sources (C)	GJ	0	0
Total energy consumed (A+B+C)	GJ	5,64,253.68	4,17,084.88
Energy intensity per rupee of turnover (Total energy consumed / Revenue from operations)	GJ/₹ KJ/₹	0.00002558 25.6	0.0000214 21.4
Energy intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total energy consumed / Revenue from operations adjusted for PPP)	GJ/₹ (adjusted for PPP*)	0.00065	0.00048
Energy intensity in terms of physical output	GJ/MT of products manufactured	5.962	5.513
Energy intensity (<i>optional</i>) – the relevant metric may be selected by the entity	N.A.	Nil	Nil

*For calculating energy intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) for FY 2024-25, we have used 23.365 as the PPP conversion rate as per 2024 International Monetary Fund World Economic Outlook database.

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

Nil

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

Not Applicable

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

Parameter	Unit	FY 2024 - 2025	FY 2023 - 2024
Water withdrawal by source (in kilolitres)			
(i) Surface water	KL	0	0
(ii) Groundwater	KL	0	0
(iii) Third party water	KL	1,69,850.61	1,54,885
(iv) Seawater / desalinated water	KL	0	0
(v) Others	KL	0	0
Total volume of water withdrawal (in kilolitres) (i + ii + iii + iv + v)	KL	1,69,850.61	1,54,885
Total volume of water consumption (in kilolitres)	KL	1,66,345.07	1,45,402

Parameter	Unit	FY 2024 - 2025	FY 2023 - 2024
Water intensity per rupee of turnover (Total water consumption / Revenue from operations)	KL/₹ L/₹	0.00000754 0.0075	0.00000745 0.0075
Water intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total water consumption / Revenue from operations adjusted for PPP)	KL/₹ (adjusted for PPP*)	0.00019	0.00017
Water intensity in terms of physical output	KL/MT of products manufactured	1.758	1.922
Water intensity (optional) – the relevant metric may be selected by the entity	N.A.	Nil	Nil

*For calculating water intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) for FY 2024-25, we have used 23.365 as the PPP conversion rate as per 2024 International Monetary Fund World Economic Outlook database.

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

Nil

4. Provide the following details related to water discharged:

Parameter	FY 2024 - 2025	FY 2023 - 2024
Water discharge by destination and level of treatment (in kilolitres)		
(i) To Surface water		
- No treatment	Nil	Nil
- With treatment – please specify level of treatment	Nil	Nil
(ii) To Groundwater		
- No treatment	Nil	Nil
- With treatment – please specify level of treatment	Nil	Nil
(iii) To Seawater		
- No treatment	Nil	Nil
- With treatment – please specify level of treatment	Nil	Nil
(iv) Sent to third parties (CETP and MIDC/BMC sewer)		
- No treatment	Nil	Nil
- With treatment – please specify level of treatment	1,631.57	2,912.83
(v) Others - Land application (Gardening)		
- No treatment	Nil	Nil
- With treatment – please specify level of treatment	1,873.97	6,570.00
Total water discharged (in kilolitres)	3,505.54	9,482.83

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

Nil

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

Yes. The Company has put in place robust systems across its operations to minimise effluent discharge and promote sustainable water management. Out of its seven manufacturing facilities, six production units and the R&D centre have successfully adopted Zero Liquid Discharge (ZLD) protocols. These facilities channel all process effluents through an integrated treatment train comprising primary, secondary, and tertiary processes, followed by Agitated Thin Film Dryer (ATFD) systems to ensure complete elimination of liquid waste.

The treated water obtained from this process is recycled internally, specifically as make-up water in cooling towers and other utility processes, thereby facilitating the Company's circular use of water.

One of the older, small-scale units located at Badlapur—due to site-specific limitations—currently discharges its treated effluents to a Common Effluent Treatment Plant (CETP) in accordance with regulatory norms.

Additionally, Domestic Wastewater is also tackled using exclusive Sewage Treatment Plants (STPs). These include multistage treatment coupled with UV disinfection so that the treated water is safe and is largely utilised for horticulture. Additionally, the bio-sludge obtained from the same is reused in the form of organic manure. For small installations, domestic sewage is treated using septic tanks and soak pits with proper localised and compliant disposal.

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

Parameter	Units	FY 2024 - 2025	FY 2023 - 2024
NOx	MT / year	4.72	8.32
SOx	MT / year	0.66	5.93
Particulate Matter (PM)	MT / year	1.42	5.69
Persistent organic pollutants (POP)	N.A.	0	0
Volatile organic compounds (VOC)	N.A.	0	0
Hazardous air pollutants (HAP) Others please specify - NH₃	MT / year	0.50	Nil
Hazardous air pollutants (HAP) Others please specify - Acid Mist	MT / year	0.05	Nil

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

Parameter	Units	FY 2024 - 2025	FY 2023 - 2024
Total Scope 1 emissions (Break-up of the GHG into CO ₂ , CH ₄ , N ₂ O, HFCs, PFCs, SF ₆ , NF ₃ , if available)	tCO ₂ e	25,520.72	18,423.46
Total Scope 2 emissions (Break-up of the GHG into CO ₂ , CH ₄ , N ₂ O, HFCs, PFCs, SF ₆ , NF ₃ , if available)	tCO ₂ e	22,990.95	21,551.38
Total Scope 1 and Scope 2 emission intensity per rupee of turnover (Total Scope 1 and Scope 2 GHG emissions / Revenue from operations)	tCO ₂ e/ ₹ KgCO ₂ e/ ₹	0.00000219 0.0021	0.0000020 0.0020
Total Scope 1 and Scope 2 emission intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total Scope 1 and Scope 2 GHG emissions / Revenue from operations adjusted for PPP)	tCO ₂ e/ ₹ (adjusted for PPP*)	0.000056	0.000046

Parameter	Units	FY 2024 - 2025	FY 2023 - 2024
Total Scope 1 and Scope 2 emission intensity in terms of physical output	tCO_2e / MT of products manufactured	0.513	0.528
Total Scope 1 and Scope 2 emission intensity (optional) – the relevant metric may be selected by the entity	N.A.	Nil	Nil

*For calculating Total Scope 1 & 2 emissions intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) for FY 2024-25, we have used 23.365 as the PPP conversion rate as per 2024 International Monetary Fund World Economic Outlook database.

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

Nil

8. Does the entity have any project related to reducing Greenhouse Gas emission? If Yes, then provide details.

Yes. All manufacturing units and the R&D facility utilise Piped Natural Gas (PNG) as the primary fuel. PNG is a cleaner-burning alternative to conventional fossil fuels and helps in reducing GHG emissions across operations.

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

Parameter	Unit	FY 2024 - 2025	FY 2023 - 2024
Total Waste generated (in metric tonnes)			
Plastic waste (A)	MT	35.35	39.35
E-waste (B)	MT	0	0.035
Bio-medical waste (C)	N.A.	0	0
Construction and demolition waste (D)	N.A.	0	0
Battery waste (E)	Nos	0*	0*
Radioactive waste (F)	N.A.	0	0
Other Hazardous waste. Waste oil, sludge containing oil, ETP sludge, process sludge (G)	MT	1095.413	1,221.07
Other Non-hazardous waste generated (H) .	N.A.	0	0
Total (A + B + C + D + E + F + G + H)	MT	1130.76	1,260.46
Waste intensity per rupee of turnover (Total waste generated / Revenue from operations)	MT/₹ Kg/₹	0.0000000513 0.000052	0.000000065 0.000065
Waste intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total waste generated / Revenue from operations adjusted for PPP)	MT/₹ (adjusted for PPP*)	0.0000013	0.0000014
Waste intensity in terms of physical output	MT/MT of products manufactured	0.012	0.017
Waste intensity (optional) – the relevant metric may be selected by the entity	N.A.	Nil	Nil

Parameter	Unit	FY 2024 - 2025	FY 2023 - 2024
For each category of waste generated, total waste recovered through recycling, re-using or other recovery operations (in metric tonnes)			
Category of Waste			
(i) Recycled - Plastic & packaging waste, process waste, E-waste, waste oil	MT	433.49	1,225.51
(ii) Re-used	Nil	0	0
(iii) Other Recovery operations	Nil	0	0
Total	MT	433.49	1225.51
For each category of waste generated, total waste disposed by nature of disposal method (in metric tonnes)			
Category of Waste			
(i) Incineration	MT	0.578	0
(ii) Landfilling - ETP Sludge	MT	696.53	34.95
(iii) Other disposal operations	MT	0.164	0
Total	MT	697.272	34.95

*For calculating waste intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) for FY 2024-25, we have used 23.365 as the PPP conversion rate as per 2024 International Monetary Fund World Economic Outlook database.

*We have received a certificate from authorised vendors confirming the recycling of 131 units of batteries in FY 2024-25 & 103 units of batteries in FY 2023-24. As the recycling certificate only mentions the details of number of batteries recycled and not in metric tonnes, we have not included it in the above calculation workings.

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

Nil

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

The Company focuses on sustainable manufacturing by using plant-based raw materials, which naturally results in minimal generation of hazardous waste. The Company emphasises waste reduction at source, supported by regular tracking systems to monitor and control waste output. All solid and liquid waste streams are handled in full compliance with regulatory frameworks, including relevant environmental clearances and waste authorisations.

Nearly all waste generated is either recycled or sent to authorised facilities for treatment or safe disposal. Electronic waste is managed through certified recyclers, and complete documentation is maintained. For plastic packaging, the Company ensures adherence to Extended Producer Responsibility (EPR) norms. A reverse logistics program is also in place for handling used batteries, which are returned to suppliers for proper disposal. Additionally, process-related residues are managed through authorised waste management partners like Mumbai Waste Management Ltd. (MWML), ensuring responsible disposal across all units.

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

Not Applicable

12. Details of environmental impact assessments of projects undertaken by the entity based on applicable laws, in the current financial year:

Nil

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

Yes, the Company complies with the applicable environmental laws/regulations/guidelines in India.

Leadership Indicators

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

All our units are situated within Notified Industrial areas (MIDC), which prohibits us from withdrawing groundwater.

Additionally, none of our units are located in water-stressed areas, thus, this question is not applicable to us.

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

Parameter	Units	FY 2024 - 2025	FY 2023 - 2024
Total Scope 3 emissions (Break-up of the GHG into CO ₂ , CH ₄ , N ₂ O, HFCs, PFCs, SF ₆ , NF ₃ , if available)	tCO ₂ e	34,069.79	44,588
Total Scope 3 emissions per rupee of turnover	tCO ₂ e/₹	0.0000017	0.0000023
Total Scope 3 emission intensity (optional) – the relevant metric may be selected by the entity	N.A.	Nil	Nil

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

Nil

3. With respect to the ecologically sensitive areas reported at Question 11 of Essential Indicators above, provide details of significant direct & indirect impact of the entity on biodiversity in such areas along-with prevention and remediation activities.

The manufacturing units are located within notified industrial areas. Therefore, there is no impact of the Company's operations on the biodiversity.

4. Does the entity have a business continuity and disaster management plan? Give details in 100 words/ web link.

The Company undertakes a materiality assessment to determine the financial, environmental, and social risks and opportunities that may influence its operations and stakeholders. This evaluation spans areas including environmental, social, and human resources, along with the business model, innovation, leadership, and governance. The evaluation assesses the effect of these areas on both the Company and its stakeholders.

To lessen potential risks and impacts, while bolstering business opportunities, the Company has established operational safeguards, an organisational structure, and management oversight. These mechanisms aid in monitoring and controlling potential risks and impacts.

Furthermore, the Company has formulated a risk management strategy that provides a framework for conducting thorough risk evaluations. These evaluations aim to identify potential crises and analyse their consequences for the business. To ensure readiness for such crises, the Company has developed a strong emergency response strategy, which facilitates the prediction and mitigation of disasters through defined actions.

PRINCIPLE

7

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

Essential Indicators

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

Fine Organic Industries Limited has affiliations with 10 industry chambers/associations.

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

Name of the trade and industry chambers/associations		Reach of trade and industry chambers/ associations (State/National)
1	Federation of Indian Export Organisations (FIEO)	National
2	Indo-German Chamber of Commerce	International
3	Basic Chemicals, Cosmetics & Dyes Export Promotion Council (Chemexcil)	National
4	Federation of Indian Chambers of Commerce and Industry (FICCI)	National
5	Oil Technologists Association of India (OTA)	National
6	Protein Foods & Nutrition Development Association of India	National
7	Regulatory Representatives and Managers Association	National
8	Thane Belapur Industries Association	State
9	Kalyan Ambernath Manufacturers Association	State
10	Additional Ambernath Manufacturers Association	State

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

Not Applicable

Leadership Indicators

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

Nil

PRINCIPLE 8 ➤ Businesses should promote inclusive growth and equitable development

Essential Indicators

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

Nil

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

Nil

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

The Company has established a framework for community engagement to understand and address local concerns. However, given that all manufacturing units are located within designated industrial zones, standard community engagement practices are not applicable.

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

Category		FY 2024 - 2025	FY 2023 - 2024
Directly sourced from MSMEs/ small producers	➤	7%	20%
Directly from within India	➤	63%	55%

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

Location	FY 2024 - 2025	FY 2023 - 2024
Rural	Not Applicable	Not Applicable
Semi-urban	Not Applicable	Not Applicable
Urban	52.69%	54.04%
Metropolitan	47.31%	45.96%

Leadership Indicators

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

Not Applicable

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

The Company collaborates with external NGOs to implement its CSR projects. The CSR Committee oversees and monitors project implementation to maximise benefits for the beneficiaries. The Company did not undertake any CSR projects in designated aspirational districts identified by government bodies. The details of the Company's CSR Projects are available at: <https://www.fineorganics.com/sustainability/social/>

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

The Company recognises and follows domestic and international standards and guidelines regarding its procurement activities. Furthermore, the Company keeps an eye on industry norms and trends to keep its operations aligned with the same. It is not biased towards its suppliers in terms of the procurement policy, whether or not they belong to marginalised/vulnerable groups.

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

Integrating local sourcing is a key strategy for the Company in developing its supply chain. The Company prioritises sourcing goods and services from local suppliers that adhere to its social and environmental standards and is dedicated to supporting these suppliers through collaborative partnerships.

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

The Company supports the growth of local vendors, primarily medium and small-sized businesses located near its manufacturing facilities, in line with national priorities such as 'Make in India' and 'Atmanirbhar Bharat'. Approximately 63% of the Company's total product procurement by value is sourced domestically, with 37% sourced through imports.

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

Nil

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

Not Applicable

6. Details of beneficiaries of CSR Projects:

	Details on the CSR Project		No. of persons benefited from CSR Projects	Percentage of beneficiaries from vulnerable and marginalised groups
1	Sanskriti Samvardhan Mandal	➤	150	100%
2	Borderless World Foundation	➤	230	100%
3	Vision India Foundation	➤	2000	100%
4	Yuva Unstoppable	➤	3279	100%
5	Paraplegic Rehabilitation Centre	➤	50	100%
6	Ghatkopar South Indian Educational Trust	➤	130	100%

Details on the CSR Project			No. of persons benefited from CSR Projects	Percentage of beneficiaries from vulnerable and marginalised groups
7	Chembur Golf welfare Foundation	➤	100	100%
8	Mauli Shikshan	➤	100	100%
9	Malvi Educational & Charitable Trust	➤	30	100%
10	Bhavyata Foundation	➤	50	100%
11	Bhaktivedanta Hospital	➤	102	100%
12	Manthan Shaikshanik Trust	➤	100	100%
13	Cultural Society for Tribals	➤	100	100%
14	Aavishkar Society for Development of Mentally Handicapped	➤	120	100%

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

Essential Indicators

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

The Company adopts a structured approach to customer satisfaction by conducting regular surveys in accordance with ISO quality standards. This enables ongoing assessment of product and service performance against customer expectations. The Company's professionals are committed to providing timely, high-quality solutions and technical support, consistently striving to meet and exceed customer needs

2. Turnover of products and/ services as a percentage of turnover from all products/service that carry information about Environmental and social parameters relevant to the product, Safe and responsible usage, Recycling and / or safe disposal:

Category	As a percentage of turnover
Environmental and social parameters relevant to the product	Not Applicable
Safe and responsible usage	100%
Recycling and/or safe disposal	100%

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

Category	FY 2024 - 25			FY 2023 - 24		
	Received during the year	Pending resolution at end of year	Remarks	Received during the year	Pending resolution at end of year	Remarks
Data privacy	Nil	Nil	N.A.	Nil	Nil	N.A.
Advertising	Nil	Nil	N.A.	Nil	Nil	N.A.
Cyber-security	Nil	Nil	N.A.	Nil	Nil	N.A.
Delivery of essential Services	Nil	Nil	N.A.	Nil	Nil	N.A.
Restrictive Trade Practices	Nil	Nil	N.A.	Nil	Nil	N.A.
Unfair Trade Practices	Nil	Nil	N.A.	Nil	Nil	N.A.
Other	9	0	Nil	6	Nil	Nil

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

Nil

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

The Company prioritises robust risk management as a core operational principle. A dedicated Risk Management Committee (RMC), established by the Board of Directors, systematically identifies and evaluates potential risks across all operational domains, developing comprehensive mitigation strategies. Recognizing cybersecurity as a critical risk, the organisation implements advanced security measures, including state-of-the-art firewall technology, network segmentation, and ongoing employee cybersecurity awareness training. These initiatives are part of a broader, proactive approach to safeguarding operational integrity and data security.

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

Not Applicable

7. Provide the following information relating to data breaches:

- Number of instances of data breaches - Nil**
- Percentage of data breaches involving personally identifiable information of customers – Nil**
- Impact, if any, of the data breaches - Not Applicable**

Leadership Indicators

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

Weblink: <https://www.fineorganics.com/category-listing/>

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

For every product sold to customers, the Company furnishes technical data sheets, product regulatory data sheets, safety data sheets, and necessary regulatory declarations.

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

The Company communicates with its customers through various channels, including emails and phone calls, to keep them informed.

4. Does the entity display product information on the product over and above what is mandated as per local laws? (Yes/No/Not Applicable) If yes, provide details in brief. Did your entity carry out any survey with regard to consumer satisfaction relating to the major products / services of the entity, significant locations of operation of the entity or the entity as a whole? (Yes/No)

The Company guarantees the accuracy and reliability of all product label information, adhering to industry standards and regulatory requirements. Comprehensive technical and safety documentation, including datasheets and regulatory compliance documents, is readily available to customers, complying with all applicable national and international regulations. Customers can access information through the organisation's website or by contacting dedicated sales personnel. These sales representatives work closely with regulatory, quality, and other departments to ensure timely and accurate responses to customer inquiries.

Financial Statements

Independent Auditor's Report

To,
The Members of
Fine Organic Industries Limited
Report on the Audit of the Standalone Financial Statements

OPINION

1. We have audited the accompanying Standalone Financial Statements of Fine Organic Industries Limited (herein referred to as "the Company"), which comprise the Balance Sheet as at March 31, 2025, the Statement of Profit and Loss (including other comprehensive income), the Statement of Changes in Equity, the Statement of Cash Flows for the year then ended, and notes to the Standalone Financial Statements, including a summary of the significant accounting policies and other explanatory information (Collectively referred to as "the Standalone Financial Statements").
2. In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Standalone Financial Statements give the information required by the Companies Act, 2013 (herein referred to as "the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards (herein referred to as "Ind AS") prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended and other accounting principles generally accepted in India, of the state of affairs of the Company as at **March 31, 2025**, and their standalone profit (including other comprehensive income), their standalone statement of changes in equity and their standalone cash flows for the year ended as on date.

BASIS FOR OPINION

3. We conducted our audit of Standalone Financial Statement in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Act, as amended. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of 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 (herein referred to as "the ICAI") together with the ethical requirements that are relevant to our audit of the Standalone Financial Statements under the provisions of the Act and the Rules made there under, and we have

fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our opinion on Standalone Financial Statements.

KEY AUDIT MATTERS

4. Key Audit Matters are those matters that, in our professional judgment, were of most significance in our audit of the Standalone Financial Statements of the current period. These matters were addressed in the context of our audit of the Standalone Financial Statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.
5. We have determined the matters described below to be the key audit matters to be communicated in our report. We have fulfilled the responsibilities described in the Auditor's responsibilities for the audit of the Standalone Financial Statements section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the Standalone Financial Statements. The results of our audit procedures, including the procedures performed to address the matters below, provide the basis for our audit opinion on the accompanying Standalone Financial Statements.

A. Revenue Recognition

For the year ended March 31, 2025, the Company has recognized revenue from contracts with customers amounting to INR 2,20,519.45 lakhs.

Revenue from contracts with customers is recognized when control of the goods is transferred to the customer at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those goods.

The Company has generally concluded that as its principle, it typically controls the goods before transferring them to the customer.

The variety of terms that define when controls are transferred to the customer, as well as the high value of the transactions, give rise to the risk that revenue is not recognized in the correct period.

Independent Auditor's Report (Contd.)

Revenue is measured net of returns and allowances, cash discounts, trade discounts and volume rebates (collectively 'discount and rebates'). There is a risk that these discount and rebates are incorrectly recorded as it also requires a certain degree of estimation, resulting in understatement of the associated expenses and accrual.

Revenue is also an important element of how the Company measures its performance. The Company focuses on revenue as a key performance measure, which could create an incentive for revenue to be recognized before the risk and rewards have been transferred.

Accordingly, due to the significant risk associated with revenue recognition in accordance with terms of Ind AS 115 'Revenue from contracts with customers', it was determined to be a key audit matter in our audit of the Standalone Financial Statements.

{Refer to Note No. 29 of the Standalone Financial Statements}.

Auditors' Response:

Our audit procedures included the following:

- Assessed the Company's revenue recognition procedure / Standard Operating Procedures (SOP's).
Assessed the revenue recognition policy of the company along with details of any inconsistencies with Ind AS 115 'Revenue from Contracts with Customers'.
- Assessed the design and tested the operating effectiveness of internal controls related to revenue recognition, discounts and rebates.
- Performed 10 sample tests each for sale transactions (Domestic and exports, including SEZs) undertaken between September 2024 to March 2025 and accordingly traced sales invoices, sales orders, delivery challans and other related documents. Additionally, in respect of these samples, checked that the revenue has been recognized as per the terms.
- To test cut off selected sample of sales transactions made pre-year and post-year end, agreeing the period of revenue recognition to third party support, such as transporter invoice and customer confirmation of receipt of goods.

- Assessed the methodology for recording of discount/ rebates on sample basis.
- Assessed whether the cash discount, trade discounts, etc. are in adherence with the policy of the company including its accounting impact.
- Performed analytical procedures of revenue by streams to identify any unusual trends.
- The Company has provided confirmations from customers on a sample basis to support the existence of trade receivables and assessed the relevant disclosures made in the Standalone Financial Statements.
- The Company has provided balance confirmation of 10 Customers each on sample basis (Domestic and exports) along with its reconciliations.
- In accordance with SA 505, we have obtained external confirmation from Trade Receivables Parties on a sample basis and reconciliations were provided wherever necessary.

B. Allowance for Credit Losses

The Company applies 'simplified approach' which requires expected lifetime losses to be recognised from initial recognition of the trade receivables. The Company uses historical default rates to determine impairment loss on the portfolio of trade receivables and adjusted to reflect current and estimated future economic conditions of its customers, their industry and geography of operations.

At every reporting date these historical default rates are reviewed and changes in the forward-looking estimates are analysed.

In calculating expected credit loss, the Company also considers other related information for its customers, including credit periods, to estimate the probability of default in future and has taken into account estimates of possible effect from any uncertain events / litigations etc. The Management has exercised significant judgement in estimating the allowance for credit losses.

(Refer to Note No. 14 of the Standalone Financial Statements)

Independent Auditor's Report (Contd.)

Auditor's Response:

Our audit procedures to test the effectiveness of controls over allowances for credit loss includes the following:

- Trade Receivables ageing report as on balance sheet date along with comparison to previous year.
- Completeness and accuracy of information used in the estimation of probability of default.
- Status of recovery trade receivables as on April 25, 2025 out of the total outstanding as at March 31, 2025.
- Verification of calculation of the allowance for credit losses.
- Testing the arithmetical accuracy and computation of the allowance prepared by the Management.

Verification of exchange gains/ losses arising from retranslation and forward contract and its accounting impact along with its consideration in computation of the allowances of credit losses.

- Testing the allowance for credit loss through alternate scenarios, including profiling of customers based on their attributes with various sensitivities around approach, the assumptions and reviewing the possible effect of any uncertain events / litigations to validate the management estimates.

C. Evaluation of uncertain tax imposition

The Company has material uncertain tax imposition including matters under dispute which involves significant judgement to determine the possible outcome of these disputes.

{Refer to Note No. 41 of the Standalone Financial Statements}

Auditors' Response:

- The Company has provided details of all pending assessments including assessments that have been re-open and demands for the year ended March 31, 2025.

Verification of latest correspondence made to the relevant tax authorities for the pending assessments and status of such pending assessments as on reporting date.

Assessed managements evaluation of such assessment on company's financial position as of the reporting date, including disclosure and recognition of any certain or contingent liabilities.

- We have obtained Management note/ view on a possible outcome and its impact on the financial position of the Company for all pending assessments and disputed matters under litigation.

D. Information Technology (IT) systems and controls over financial reporting.

The Company's financial reporting process is heavily reliant on a complex IT environment, including automated accounting procedures and system interfaces and accordingly there is a risk of accuracy and completeness of financial reporting. Given the large volume of transactions—particularly in areas such as revenue recognition, account receivables/ payables and raw material consumption—robust IT systems and effective internal controls are essential to ensure the completeness, accuracy and integrity of the financial information.

We identified IT systems and related controls over financial reporting as a key audit matter due to the following:

- a) The complexity of the IT systems involved, along with significance of automated control and system generated reports.
- b) Critical role in processing significant transaction volumes and safeguarding financial data.
- c) The inter-company reconciliation, preparation of standalone financial statements along with various working that are essential part of the financial statements remains a manual process, increasing the risk of undetected errors.

Independent Auditor's Report (Contd.)

- d) With growing digital operations, the risk of cybersecurity threats also becomes more significant, emphasizing the need for strong IT governance, access controls, and data protection measures.
- e) The risk for unauthorised access, system change, common access that could potentially impact financial reporting.

Auditors' Response:

Obtained and reviewed the Company's documented policies, processes, and standard operating procedures (SOPs) governing the use of IT systems relevant to financial reporting.

Assessed the digital logs maintained for modification of financial data by using system logins, role-based permissions. Testing on sample user accounts to confirm that only authorized person could view or change financial data, and that their access matched their job roles.

Conducted inquiries with the company's IT team and walkthrough to the overall security architecture of the company's IT system in order to determine the flow of financial data and the handling of any key IT-related threats during the year.

Assessed the operating effectiveness of IT application controls within financial reporting processes, ensuring their alignment with internal control objectives.

Assessed the automated and manual controls over financial reporting thereby ensuring reliability of the financial statements.

Reviewed backup policy and procedure over financial reporting and conducted detailed discussion over data backup system plan in case of any uncertain event.

INFORMATION OTHER THAN THE STANDALONE FINANCIAL STATEMENTS AND AUDITOR'S REPORT THEREON

- 6. The Company's Board of Directors are responsible for the other information. The other information comprises the information included in the Directors' report

including Annexures to Directors' Report, Management Discussion and Analysis Report, Annual Report, Business Responsibility Report, but does not include the Consolidated and Standalone Financial Statements and our auditor's report thereon.

Our opinion on the Standalone Financial Statements does not cover the other information and we do not express any form of assurance conclusion thereon.

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

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

MANAGEMENT'S RESPONSIBILITY AND THOSE CHARGED WITH GOVERNANCE FOR THE STANDALONE FINANCIAL STATEMENTS

- 8. The Company's Board of Directors are responsible for the matters specified in section 134(5) of the Act with respect to the preparation of these Standalone Financial Statements that give a true and fair view of the financial position, financial performance including other comprehensive income, changes in equity and cash flows of the Company in accordance with the Indian accounting Standards specified under Section 133 of the Act, read with the Companies (Indian Accounting Standards) Rules, 2015 (as amended) and accounting principles generally accepted in India. This responsibility also includes the 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 the 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 internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation

Independent Auditor's Report (Contd.)

of the Standalone Financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

9. In preparing the Standalone Financial Statements, management and Board of Directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management/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 are also responsible for overseeing the Company's financial reporting process.

AUDITOR'S RESPONSIBILITY FOR THE AUDIT OF THE STANDALONE FINANCIAL STATEMENTS

10. Our objectives are to obtain reasonable assurance about whether the Standalone Financial Statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable Assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with 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.
11. 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 risk of material misstatement of the Standalone Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
 - Obtain an understanding of internal financial 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 system in place and the operating effectiveness of such controls.

- Evaluate the appropriateness of the accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
 - Conclude on the appropriateness of the management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Standalone Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
 - Evaluate the overall presentation, structure and content of the Standalone Financial Statements, including the disclosures, and whether the Standalone Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.
12. Materiality is the magnitude of misstatements in the Standalone Financial Statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the Standalone Financial Statements may be influenced. We consider quantitative materiality and qualitative factors in
 - (i) Planning the scope of our audit work and in evaluating the results of our work; and
 - (ii) To evaluate the effect of any identified misstatements in the Standalone Financial Statements.

Independent Auditor's Report (Contd.)

13. 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.
14. 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.
15. 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.

OTHER MATTER

16. We draw your attention to Note No. 52 of the Standalone Financial Statements relating to the resumption of manufacturing operations at the Badlapur manufacturing unit (Plant W124- A) from November 28, 2024. These operations had been disrupted since January 18, 2024 due to a fire incident that occurred at an adjacent plant. Our report on the statement is not modified in respect of this matter.

REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS

17. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government in terms of Section 143(11) of the Act, we give in the '**Annexure – I**' a statement on the matters specified in paragraph 3 and 4 of the Order, to the extent applicable.
18. As required by Section 143(3) of the Act, based on our audit, 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 Standalone Financial Statements.

- b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid Standalone Financial Statements have been kept so far as it appears from our examination of those books.
 - c) The Balance Sheet, the Statement of Profit and Loss (including other comprehensive income), Statement of Changes in Equity and the Statement of Cash Flows dealt with by this report are in agreement with the relevant books of account.
 - d) In our opinion, the aforesaid Standalone Financial Statements comply with the Indian Accounting Standards prescribed under Section 133 of the Act, read with Companies (Indian Accounting Standards) Rule, 2015 (as amended).
 - e) On the basis of the written representations received from the Directors of the Company as on March 31, 2025, taken on record by the Board of Directors of the Company, none of the directors of the Company incorporated in India is disqualified as on March 31, 2025, from being appointed as a director in terms of Section 164(2) of the Act.
 - f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls; refer to our separate report in '**Annexure-II**'. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.
19. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014 (as amended), in our opinion and to the best of our information and according to the explanations given to us:
- a) The Company has disclosed the impact of pending litigations on its financial position, (if any) in its Standalone Financial Statements.
 - b) The Company has made Provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts in its Standalone Financial Statements.

Independent Auditor's Report (Contd.)

- c) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
- d) This clause is omitted vide notification dated March 24, 2021, in the Companies (Audit and Auditors) Amendment Rules, 2021 effective from April 01, 2021.
- e) (i) The management has represented that, to the best of its knowledge and belief, no funds (Which are material either individually or in aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other persons or entities, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall:
- directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever ("Ultimate Beneficiaries") by or on behalf of the Company or
 - provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.
- (ii) The management has represented that, to the best of its knowledge and belief, no funds (Which are material either individually or in aggregate) have been received by the Company from any persons or entities, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall:
- directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever ("Ultimate Beneficiaries") by or on behalf of the Funding Party or
 - provide any guarantee, security or the like from or on behalf of the Ultimate Beneficiaries; and
- (iii) Based on such audit procedures as considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under subclause (e) (i) and (e) (ii) contain any material misstatement.
- f) 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 Companies Act 2013 to the extent it applies to payment of dividend.
- As stated in Note No. 41 to the Standalone Financial Statements, the Board of Directors of the Company have proposed final dividend for the year which is subject to the approval of the members at the ensuing Annual General Meeting. The dividend declared is in accordance with section 123 of the Act to the extent it applies to declaration of dividend.
- g) Based on our examinations which included test checks, the company has used an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log facility) as prescribed in Rule 11(g) of the Companies (Audit and Auditors Rules) 2014 (as amended) and the same has operated throughout the year for all relevant transactions recorded in the software. Further during the course of our audit, we did not come across any instance of audit trail feature being tampered with.
- As per the Proviso to rule 3(1) of the Companies (Accounts) Rules, 2014, reporting under Rule 11(g) of Companies (Audit and Auditors Rules) 2014 on preservation of Audit Trail the company has complied with the statutory requirements for record retention and has preserved an audit trail in its records for the financial year ended March 31, 2025.

Independent Auditor's Report (Contd.)

20. With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended:

In our opinion and according to the information and explanations given to us, the remuneration paid / provided 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.

ICAI UDIN: 25137872BMLBZN9528

For **B Y & Associates**

Chartered Accountants

ICAI Firm Registration Number: 123423W

CA Maulik N. Lodaya

Partner

Membership Number: 137872

Mumbai : May 8, 2025

‘Annexure – I’ to the Independent Auditor’s Report of even date to the members of Fine Organic Industries Limited on the Standalone Financial Statements for the year ended March 31, 2025.

Based on the audit procedures performed for the purpose of reporting a true and fair view on the Standalone Financial Statements of the Company and taking into consideration the information and explanations given to us and the books of account and other records examined by us in the normal course of audit, and to the best of our knowledge and belief, we report that:

- (i) (a) (A) According to the information and explanation provided by management and the records examined by us, the Company has maintained proper records showing full particulars including quantitative details and situation of the Property, Plant and Equipment.
- (a) (B) According to the information and explanation provided by the management and the records examined by us, the Company has maintained proper records showing full particulars including quantitative details of the Intangible Assets.
- (b) According to the information and explanation provided by the management and the records examined by us, the Company has a program of physical verification to cover all the items of Property, Plant & Equipment in a phased manner over a period of three years. In accordance with the program, certain Property, Plant & Equipment were physically verified by the Management during the year. In our opinion, this periodicity of physical verification is reasonable having regards to the size of the Company and nature of its assets. No material discrepancies were noticed on such verification.
- (c) According to the information and explanation provided by management and the records examined by us, the title deeds of all the Immovable Properties (other than properties where the Company is lessee and the lease agreements are duly executed in the favour of lessee) disclosed in the Standalone Financial Statements are held in the name of the Company.
- (d) According to the information and explanation provided by the management and the records examined by us, the company is following the Cost Model for accounting of Property, Plant & Equipment and accordingly, Revaluation of its Property, Plant and Equipment (including Right of Use assets) and Intangible Assets is not permitted. Hence reporting under Clause 3(i)(d) of the said Order is not applicable to the Company.
- (e) According to the information and explanation provided by the management and the records examined by us, there are no proceedings initiated during the year and/or are pending during any of the preceding financial years against the Company for holding any Benami Property under the Prohibition of Benami Property Transactions Act, 1988 (as amended in 2016) and rules made thereunder. Therefore, reporting under Clause 3(i)(e) of the said Order is not applicable to the Company.
- (ii) (a) The inventory has been physically verified on regular interval by the management. In our opinion, the procedures for physical verification of inventories followed by the management are reasonable and adequate in relation to the size of the Company and the nature of its business. The company carries out physical verification of inventories on half yearly basis with respect to Raw material (RM), Packing Material (PM) and Finished Goods (FG). According to the information and explanation provided by the management and the records examined by us, we are of the opinion that no discrepancies of 10% or more in the aggregate for each class of inventory were noticed.
- (b) According to the information and explanation provided by the management and the records examined by us, the Company has been sanctioned the working capital limits in excess of five crore rupees, in aggregate, from banks or financial institutions against the security of its current assets. Further, the quarterly returns filed by the company with banks / financial institution are in agreement with the books of accounts of the company.
- (iii) According to the information and explanation provided by the management and the records examined by us, during the year, the Company has made an investment in, provided guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, limited liability partnership or any other parties during the year.

'Annexure – I' (Contd.)

The Company has made additional investment in its wholly owned Subsidiary Company during the year.

Details of additional investment is given below:

Unquoted Investment in 1% Non-Convertible, Non-Cumulative, Non-Participating Redeemable Preference shares of wholly owned Subsidiary Company

Particulars	Amount in lakhs
Opening Balance as on April 01, 2024	6,000.00
Add: Additional investment during FY 2024-25	6,500.00
Balance Outstanding as at balance sheet date	12,500.00

The company has provided loans or advances which is in the nature of loans to its employees during the year. Hence, the details of loan or advances made during the year is as follows: -

Particulars	Amount during the year (INR in lakhs)	Balance outstanding as of 31st March 2025 (INR in lakhs)
Loan to employees	61.02	152.84

(a) According to the information and explanation provided by the management and the records examined by us, during the year, the Company has provided loans or advances in the nature of loans, secured or unsecured, to companies, firms, limited liability partnership or any other parties during the year.

(A) The company has not given any loans or advances and guarantees or security, during the year to its Subsidiaries, Joint Ventures and Associates and accordingly reporting under clause 3(iii)(a)(A) of the said order is not applicable to the Company.

(B) During the year, in aggregate, company has given loan or advances which are unsecured in nature amounting to INR 61.02 lakhs and INR 117.97 lakhs were repaid along with interest by its employees during the FY 2024-25 and balance outstanding as on balance sheet date is 152.84 lakhs.

(b) According to the information and explanation provided by the management and the records examined by us, terms and conditions of investments made, and loans provided during the year are not prejudicial to the Company's interest.

(c) The Company has given loans and advances in the nature of loans to its employees during the year and the schedule of repayment of principal and payment of interest has been stipulated and the repayments of principal amount along with interest thereon are regular.

(d) The Company has given loans and advances in the nature of loans to its employees during the year and there is no overdue of loans for more than ninety days and thus, no need to take reasonable steps for recovery of principal and interest. Hence, reporting under clause 3(iii)(d) of the said Order is not applicable to the Company.

(e) According to the information and explanation provided by the management and the records examined by us, the Company has not renewed or extended or granted any fresh loans to settle the overdue of existing loans given to the same parties which has fallen due during the year. Hence, reporting under clause 3(iii)(e) of the said Order is not applicable to the Company.

(f) According to the information and explanation provided by the management and the records examined by us, the Company has not granted any loans or advances to its promoter, related parties as defined in section 2(76) of the Companies Act, 2013 and thus, reporting under clause 3(iii)(f) of the said Order is not applicable to the Company.

(iv) According to the information and explanation provided by the management and the records examined by us, the Company has not given any loans, guarantees, securities to any of its directors or their relatives during the current financial year. The Company had complied with the provisions of Section 185 and Section 186 of the Companies Act, 2013 in respect of loans, investments, guarantees and security, wherever applicable. Hence, reporting under clause 3(iv) of the said Order is not applicable to the Company.

'Annexure – I' (Contd.)

- (v) According to the information and explanation provided by the management and the records examined by us, the Company has not accepted deposits / amounts deemed to be deposits as per the directive issued by Reserve Bank of India and the provision of the section 73 to 76 or any other relevant provisions of the Companies Act, 2013 and rule made thereunder. Hence reporting under clause 3(v) of the said Order is not applicable to the Company.
- (vi) The Central Government has prescribed maintenance of cost records under sub-section (1) of Section 148 of the Companies Act, 2013. According to the information and explanation provided by the management and the records examined by us, such accounts and records have been made and maintained by the Company.
- (vii) (a) According to the information and explanation provided by the management and the records examined by us, in respect of statutory dues including Provident Fund, Employees State Insurance Scheme, Income tax, Sales tax, Wealth Tax, Service Tax, Goods and Service Tax, Customs Duty, Excise Duty and Cess have generally been deposited regularly with the appropriate authorities, as appearing in the books of accounts. Further, there are no undisputed dues in respect of Income tax, Sales tax, Wealth Tax, Service Tax, Goods and Service Tax, Customs Duty, Excise Duty and Cess outstanding as at Balance Sheet date for a period of more than six months from the date they became payable.
- (b) According to the information and explanation provided by the management and the records examined by us, details of statutory dues referred to in sub-clause (a) which have not been deposited as on the Balance Sheet date on account of any dispute are given below:

Name of the Statute	Nature of the Dues	Amount (INR in lakhs)	Period to which the amount relates	Forum where dispute is pending	Remarks, if any
Income Tax Act, 1961	Income Tax	149.17	April 2015 to March 2016	Commissioner of Income Tax (Appeal), Mumbai	-
Income Tax Act, 1961	Income Tax	190.01	April 2016 to March 2017	Commissioner of Income Tax (Appeal), Mumbai	-
Income Tax Act, 1961	Income Tax	550.17	April 2017 to March 2018	Commissioner of Income Tax (Appeal), Mumbai	-
MVAT Act 2006	VAT	27.16	April 2014 to March 2015	Department of Sales Tax	-

- (viii) According to the information and explanation provided by the management and the records examined by us, the Company has not surrendered or disclosed any income during the year in the tax assessments under the Income Tax Act, 1961, which is not recorded in the Books of Accounts. Hence reporting under clause 3(viii) of the said Order is not applicable to the Company.
- (ix) (a) According to the information and explanation provided by the management and the records examined by us, the Company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender during the year. Hence reporting under clause 3(ix)(a) of the said Order is not applicable to the Company.
- (b) According to the information and explanation provided by the management and the records examined by us, the Company has not been declared as willful defaulter by any bank or financial institution or other lender during the year. Hence reporting under clause 3(ix)(b) of the said Order is not applicable to the Company.
- (c) According to the information and explanation provided by the management and the records examined by us, the Company has not obtained any term loans. Hence reporting under clause 3(ix)(c) for whether term loan has been applied for the purpose for which it is obtained, and no amount of loan has been diverted of the said Order is not applicable.

'Annexure – I' (Contd.)

- (d) According to the information and explanation provided by the management and the records examined by us, the company have not raised funds on short term basis, and same have not been utilized for long-term purposes during the year. Hence, reporting under clause 3(ix)(d) of the said Order is not applicable to the Company.
- (e) According to the information and explanation provided by the management and the records examined by us, the Company has not utilized any funds obtained from any entity or person on account to meet the obligations of its Subsidiary Companies and Joint Venture Companies. Hence, reporting under clause 3(ix)(e) of the said Order is not applicable to the Company.
- (f) According to the information and explanation provided by the management and the records examined by us, the Company has not raised any loans during the year on the pledge of securities held in its Subsidiary Companies and Joint Venture Companies. Hence, reporting under clause 3(ix)(f) of the said Order is not applicable to the Company.
- (x) (a) According to the information and explanation provided by the management and the records examined by us, the Company has not raised money by way of initial public offer or further public offer (including debt instruments) during the financial year. Hence, reporting under clause 3(x)(a) of the said Order is not applicable to the Company.
- (b) According to the information and explanation provided by the management and the records examined by us, the Company has not made any preferential allotment or private placements of shares or fully or partly convertible debentures during the year. Hence, reporting under clause 3(x)(b) of the said Order is not applicable to the Company.
- (xi) (a) According to the information and explanation provided by the management and the records examined by us, no fraud has been noticed or reported during the year on the Company or by the Company. Hence, reporting under clause 3(xi)(a) of the said Order is not applicable to the Company.
- (b) Since no fraud has been noticed or reported during the year on the Company or by the Company, no report under sub-section (12) of Section 143 of the Companies Act, 2013 is required to be filed by the auditors in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 (as amended) with the Central Government. Hence, reporting under clause 3(xi)(b) of the said Order is not applicable to the Company.
- (c) According to the information and explanation provided by the management and the records examined by us, no whistle-blower complaint has been received by the Company during the year. Hence, reporting under clause 3(xi)(c) of the said Order is not applicable to the Company.
- (xii) According to the information and explanation provided by the management and the records examined by us, the Company is not covered under the category of Nidhi company. Hence, reporting under clause 3(xii)(a) to (c) of the said Order is not applicable to the Company.
- (xiii) According to the information and explanation provided by the management and the records examined by us, the Company has complied with Section 177 and 188 of Companies Act, 2013 in respect of all transactions with related parties and details have been disclosed in the Standalone Financial Statements as required by the applicable Indian Accounting Standards.
- (xiv) (a) According to the information and explanation provided by the management and the records examined by us, the Company has an internal audit system commensurate with the size and nature of its business.
- (b) The reports of the Internal Auditors for the period under audit are considered by us and has been dealt with, as per SA – 610 issued by the Institute of Chartered Accountants of India.
- (xv) According to the information and explanation provided by the management and the records examined by us, the Company has not entered into any non-cash transaction with any of its director and, wherever applicable, complied with provisions of Section 192 of the Companies Act, 2013 in respect of any non-cash transactions entered with directors or persons connected with them. Hence, reporting under clause 3(xv) of the said Order is not applicable to the Company.

'Annexure – I' (Contd.)

- (xvi) (a) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Hence, reporting under clause 3(xvi)(a) of the said Order is not applicable to the Company.
- (b) According to the information and explanation provided by the management and the records examined by us, the Company has not conducted any Non-Banking Financial or Housing Finance activities. Hence, reporting under clause 3(xvi)(b) of the said Order is not applicable to the Company.
- (c) According to the information and explanation provided by the management and the records examined by us, the Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Hence, reporting under clause 3(xvi)(c) of the said Order is not applicable to the Company.
- (d) According to the information and explanation provided by the management and the records examined by us, the Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Hence, reporting under clause 3(xvi)(d) of the said Order, for the Group not having any other CIC as a part of the Group is not applicable to the Company.
- (xvii) According to the information and explanation provided by the management and the records examined by us, the Company has not incurred any cash losses in the financial year and in the immediately preceding financial year. Hence reporting under clause 3(xvii) of the said Order is not applicable to the Company.
- (xviii) According to the information and explanation provided by the management and the records examined by us, there has been no resignation of the statutory auditors of the Company during the year. Hence reporting under clause 3(xviii) of the said Order is not applicable to the Company.
- (xix) According to the information and explanation provided by the management and on the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the Standalone Financial Statements examined by us, we are of the opinion that no 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.
- (xx) (a) According to the information and explanation provided by the management and the records examined by us, there are no projects other than ongoing projects and accordingly reporting under clause 3(XX)(a) of the said order is not applicable to the company
- (b) According to the information and explanation provided by the management and the records examined by us, the Company has transferred the unspent amount of Corporate Social Responsibility (CSR) under sub-section (5) of section 135 of the companies act, pursuant to ongoing projects to a separate bank account in compliance with the provision of sub-section (6) of section 135 of the said Act.

ICAI UDIN: 25137872BMLBZN9528

For **B Y & Associates**

Chartered Accountants

ICAI Firm Registration Number: 123423W

CA Maulik N. Lodaya

Partner

Membership Number: 137872

Mumbai : May 8, 2025

‘Annexure – II’ to the Independent Auditor’s Report of even date to the members of Fine Organic Industries Limited on the Standalone Financial Statements for the year ended March 31, 2025.

1. In conjunction with our audit of the Standalone Financial Statements of the Company as of and for the year ended March 31, 2025, we have audited the internal financial controls over financial reporting of **Fine Organic Industries Limited** (hereinafter referred to as ‘the Company’) as on that date.

MANAGEMENT’S RESPONSIBILITY FOR INTERNAL FINANCIAL CONTROLS

2. The Company’s Management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (hereinafter referred to as “the ICAI”). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, 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

3. Our responsibility is to express an opinion on the internal financial controls over financial reporting of the Company based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the ‘Guidance Note’) issued by the ICAI and the Standards on Auditing, issued by the ICAI and deemed to be prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

4. Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor’s judgment, including the assessment of the risks of material misstatement of the Standalone Financial Statements, whether due to fraud or error.
5. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company’s internal financial controls system over financial reporting.

MEANING OF INTERNAL FINANCIAL CONTROLS OVER FINANCIAL REPORTING

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

'Annexure – II' (Contd.)

INHERENT LIMITATIONS OF INTERNAL FINANCIAL CONTROLS OVER FINANCIAL REPORTING

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

OPINION

8. In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and

such internal financial controls over financial reporting were operating effectively as at March 31, 2025, based on the criteria for internal financial control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note issued by the ICAI.

ICAI UDIN: 25137872BMLBZN9528

For **B Y & Associates**

Chartered Accountants

ICAI Firm Registration Number: 123423W

CA Maulik N. Lodaya

Partner

Membership Number: 137872

Mumbai : May 8, 2025

Standalone Balance Sheet

As At March 31, 2025

(₹ in Lakhs)

Particulars	Notes	As at March 31, 2025	As at March 31, 2024
ASSETS			
A) NON CURRENT ASSETS			
Property, Plant and Equipment	Note 4	24,975.21	26,249.12
Capital Work-in Progress	Note 5	2,677.12	2,972.98
Intangible Assets	Note 6	217.45	169.55
Right of use assets	Note 7	241.67	407.09
Financial Assets			
- Investments	Note 8	18,052.74	11,557.62
- Loans	Note 9	89.97	121.28
- Others	Note 10	21,334.42	1,239.41
Deferred Tax Assets (Net)	Note 11	1,535.68	1,302.53
Other Non current Assets	Note 12	3,480.84	4,121.31
Total Non Current Assets (A)		72,605.10	48,140.89
B) CURRENT ASSETS			
Inventories	Note 13	27,515.12	19,521.87
Financial Assets			
- Trade Receivables	Note 14	36,595.30	34,803.40
- Cash and Cash Equivalents	Note 15	13,021.34	60,754.80
- Bank Balances	Note 16	76,079.42	35,346.11
- Loans	Note 17	62.87	65.29
- Others	Note 18	154.04	14.50
Current Tax Assets (Net)	Note 19	1,855.83	1,855.83
Other Current Assets	Note 20	14,558.90	3,909.48
Total Current Assets (B)		1,69,842.82	1,56,271.28
Total Assets (A + B)		2,42,447.92	2,04,412.17
EQUITY AND LIABILITIES			
A) Equity			
Equity Share Capital	Note 21	1,533.00	1,533.00
Other Equity	Note 22	2,20,261.97	1,84,595.90
Total Equity (A)		2,21,794.97	1,86,128.90
Liabilities			
B) Non Current Liabilities			
Financial Liabilities			
- Lease Liability	Note 23	88.06	246.96
Total Non Current Liabilities (B)		88.06	246.96
C) Current Liabilities			
Financial Liabilities			
- Lease Liability	Note 23	177.40	176.22
- Trade Payables	Note 24		
(a) Total outstanding dues of micro enterprises and small enterprises		1,978.78	1,779.80
(b) Total outstanding dues of creditors other than micro enterprises and small enterprises		13,101.80	11,417.32
- Others	Note 25	231.04	264.00
Other Current Liabilities	Note 26	755.50	900.21
Provisions	Note 27	2,903.24	2,001.73
Current Tax Liabilities (Net)	Note 28	1,417.13	1,497.03
Total Current Liabilities (C)		20,564.89	18,036.31
Total Equity and Liabilities (A + B + C)		2,42,447.92	2,04,412.17

The accompanying notes 1 to 52 are an integral part of the standalone financial statements.

As per our report of even date

For B Y & Associates

Chartered Accountants

ICAI Firm Registration No.: 123423W

CA Maulik N. Lodaya

Partner

Membership No. 137872

Mumbai : May 8, 2025

For and on behalf of the Board of Directors

Fine Organic Industries Limited

Jayen Shah

Managing Director

DIN:00106919

Sonali Bhadani

CFO

Mumbai : May 8, 2025

Tushar Shah

CEO & Executive Director

DIN:00107144

Pooja Lohor

Company Secretary

Membership No. A28397

Standalone Statement of Profit and Loss

Account for the Year Ended March 31, 2025

(₹ in Lakhs)

Particulars	Note	For the Year Ended March 31, 2025	For the Year Ended March 31, 2024
I INCOME			
Revenue From Operations	Note 29	2,20,519.45	1,95,114.29
Other Income	Note 30	9,662.76	7,167.18
Total Income		2,30,182.21	2,02,281.47
II EXPENSES			
Cost of Materials Consumed	Note 31	1,36,312.79	1,06,674.48
Purchase of Stock-in-trade	Note 32	329.82	-
Changes in Inventories of Finished Goods, Stock-in-trade and Work-in-progress	Note 33	(3,458.40)	5,315.89
Employee Benefit Expenses	Note 34	12,857.69	11,365.47
Finance Costs	Note 35	169.02	232.01
Depreciation & Amortisation Expenses	Note 36	5,137.84	5,659.84
Other Expenses	Note 37	26,369.04	23,628.49
Total Expenses		1,77,717.80	1,52,876.18
III Profit / (Loss) before exceptional items and tax		52,464.41	49,405.29
Exceptional items	Note 52	-	56.32
IV Profit / (Loss) before tax		52,464.41	49,348.97
V Tax Expenses			
Current Tax		13,652.55	12,850.00
Deferred Tax		(154.39)	(256.17)
VI Profit / (Loss) For The Year		38,966.25	36,755.14
VII Other Comprehensive Income			
A(i) Items that will not be reclassified to Profit or Loss			
(a) Changes in fair value of Equity instruments through OCI		(4.63)	0.20
(b) Remeasurements of Loss / (Profit) on employees defined benefits plan		(113.83)	(84.73)
(c) Amount Recognised in Cashflow Hedging Reserve during the year		-	(22.44)
(ii) Income tax relating to items that will not be reclassified to profit or loss		29.81	26.92
B(i) Items that will be reclassified to Profit or Loss			
(a) Effective portion of gains and losses on designated portion of hedging instruments in a cash flow hedge.		(194.48)	-
(ii) Income tax relating to items that will be reclassified to profit or loss		48.95	-
Total Other Comprehensive Income		(234.18)	(80.05)
TOTAL COMPREHENSIVE INCOME FOR THE YEAR [(VI) + (VII)]		38,732.07	36,675.09
Earnings Per Equity Share (₹)	Note 40		
Basic		127.09	119.88
Diluted		127.09	119.88
Weighted average number of equity shares (Actual)		3,06,59,976	3,06,59,976

The accompanying notes 1 to 52 are an integral part of the standalone financial statements.

As per our report of even date

For B Y & Associates

Chartered Accountants

ICAI Firm Registration No.: 123423W

CA Maulik N. Lodaya

Partner

Membership No. 137872

Mumbai : May 8, 2025

For and on behalf of the Board of Directors

Fine Organic Industries Limited

Jayen Shah

Managing Director

DIN:00106919

Sonali Bhadani

CFO

Mumbai : May 8, 2025

Tushar Shah

CEO & Executive Director

DIN:00107144

Pooja Lohor

Company Secretary

Membership No. A28397

Standalone Statement of Changes in Equity

For the Year Ended March 31, 2025

A) EQUITY SHARE CAPITAL

(₹ in Lakhs)

Balance as at April 01, 2024	Changes in equity share capital due to prior period errors	Restated balance as at April 1, 2024	Changes in equity share capital during the year	Balance as at March 31, 2025
1,533.00	-	1,533.00	-	1,533.00

(₹ in Lakhs)

Balance as at April 01, 2023	Changes in equity share capital due to prior period errors	Restated balance as at April 1, 2023	Changes in equity share capital during the year	Balance as at March 31, 2024
1,533.00	-	1,533.00	-	1,533.00

B) OTHER EQUITY

(₹ in Lakhs)

Particulars	Reserves and Surplus		Other Comprehensive Income	Total
	Amalgamation Reserve	Retained Earnings		
Balance as at April 01, 2024	1,155.24	1,83,656.95	(216.29)	1,84,595.90
Add:- Profit for the year	-	38,966.25	-	38,966.25
Other comprehensive income / (losses)	-	-	(234.18)	(234.18)
	-	2,22,623.20	(234.18)	2,22,389.02
Less:- Dividends	-	3,066.00	-	3,066.00
Balance as at March 31, 2025	1,155.24	2,19,557.20	(450.47)	2,20,261.97
Balance as at April 01, 2023	1,155.24	1,49,661.20	(136.24)	1,50,680.20
Add:- Profit for the year	-	36,755.15	-	36,755.15
Other comprehensive income / (losses)	-	-	(80.05)	(80.05)
	1,155.24	1,86,416.35	(216.29)	1,87,355.30
Less:- Dividends	-	2,759.40	-	2,759.40
Balance as at March 31, 2024	1,155.24	1,83,656.95	(216.29)	1,84,595.90

The accompanying notes 1 to 52 are an integral part of the standalone financial statements.

As per our report of even date

For B Y & Associates

Chartered Accountants

ICAI Firm Registration No.: 123423W

CA Maulik N. Lodaya

Partner

Membership No. 137872

Mumbai : May 8, 2025

For and on behalf of the Board of Directors

Fine Organic Industries Limited

Jayen Shah

Managing Director

DIN:00106919

Sonali Bhadani

CFO

Mumbai : May 8, 2025

Tushar Shah

CEO & Executive Director

DIN:00107144

Pooja Lohor

Company Secretary

Membership No. A28397

Standalone Statement of Cash Flow

For the Year Ended March 31, 2025

(₹ in Lakhs)

Particulars	For the Year Ended March 31, 2025	For the Year Ended March 31, 2024
Net Profit Before Tax	52,464.41	49,348.98
A] Cash flows from operating activities		
Adjustments for:		
Depreciation and amortisation expenses	5,214.06	5,659.84
Interest Income	(7,160.46)	(4,792.71)
(Profit)/Loss on sale of fixed assets (net)	(0.20)	(32.46)
Finance Cost including interest on lease liabilities	169.02	232.01
Net loss / (Gain) on Foreign Exchange Fluctuations	(2,424.69)	(2,332.91)
Expected Credit Loss Provisions / (Reversal)	60.58	76.98
Other non-cash adjustments	90.25	119.75
Operating profit before working capital movements	48,412.97	48,279.48
Movement in working capital:		
Decrease / (Increase) in Inventories	(7,993.25)	10,321.28
Decrease / (Increase) in Trade and Other Receivables	(10,429.04)	18,592.34
(Decrease) / Increase in Trade and Other Payables	3,326.80	(2,818.53)
	(15,095.49)	26,095.09
Cash generated from operations	33,317.48	74,374.57
Income Tax Paid	(13,753.99)	(13,795.81)
Net cash flows from operating activities (A)	19,563.49	60,578.76
B] Cash flows (used in) / generated from investing activities		
Payment for Purchase of property, plant and equipment, intangible assets including CWIP and capital advances	(3,789.82)	(6,445.34)
Proceeds from sale of property, plant and equipment	27.71	41.35
Amount(invested)/ matured in Bank Fixed Deposits	(60,380.34)	(34,888.52)
Interest Income received	6,729.54	4,640.83
Investment in Joint Ventures and Subsidiaries	(6,500.00)	(6,250.00)
Dividend Received	0.13	-
Proceeds from sale of investment	0.25	-
Net Cash Flows Used In Investing Activities (B)	(63,912.53)	(42,901.68)

Standalone Statement of Cash Flow
For the Year Ended March 31, 2025 (Contd.)

(₹ in Lakhs)

Particulars	For the Year Ended March 31, 2025	For the Year Ended March 31, 2024
C] Net cash flows (used in)/ generated from financing activities		
Repayment of Borrowings	-	(2,736.00)
Equity and Preference Shares Capital including incidental cost		
Dividend Paid	(3,065.50)	(2,758.72)
Interest and Finance Charges paid	(142.77)	(207.72)
Employee Loans (given)	(61.03)	(66.72)
Employee Loans received	94.08	72.51
Repayments of lease liabilities (including interest thereon)	(209.20)	(145.26)
Net cash flows used in financing activities (C)	(3,384.42)	(5,841.91)
Net increase / (decrease) in cash and cash equivalents (A+B+C)	(47,733.46)	11,835.17
Cash and cash equivalents at the beginning of the year	60,754.80	48,919.63
Cash and cash equivalents at the year end {Refer to note no. 15}*	13,021.34	60,754.80
Components of cash and cash equivalents :		
Balances with banks		
In Current Account	5,522.38	2,657.01
In Exchange Earners' Foreign Currency Account	2,119.79	1,191.49
In Fixed Deposit Account	5,373.10	56,899.50
Cash on hand	6.07	6.80

* Includes a loss of ₹ 3.98 Lakhs on the EEFC accounts as of March 31, 2025 (gain of ₹ 23.62 Lakhs as of March 31, 2024)

The accompanying notes 1 to 52 are an integral part of the standalone financial statements.

As per our report of even date

For B Y & Associates

Chartered Accountants

ICAI Firm Registration No.: 123423W

For and on behalf of the Board of Directors

Fine Organic Industries Limited

Jayen Shah

Managing Director

DIN:00106919

Tushar Shah

CEO & Executive Director

DIN:00107144

CA Maulik N. Lodaya

Partner

Membership No. 137872

Sonali Bhadani

CFO

Pooja Lohor

Company Secretary

Membership No. A28397

Mumbai : May 8, 2025

Mumbai : May 8, 2025

Notes Forming Integral Part of the Standalone Financial Statements

1. CORPORATE INFORMATION

Fine Organic Industries Limited is a public limited Company domiciled in India and is incorporated under the provisions of the Companies Act, 1956. The Company was converted in to Public Company with effect from November 02, 2017 and consequently the name of the Company has changed from Fine Organic Industries Private Limited to Fine Organic Industries Limited. The registered office of the Company is situated in the State of Maharashtra.

The Equity shares of the Company are listed on July 02, 2018 on BSE Limited (BSE) and National Stock Exchange of India Limited (NSE).

The Company has following investments in subsidiaries, Joint Ventures and Associates:

Particulars	Fine Organics (USA), Inc	Fine Organics Europe BV	Fine Organics (SEZ) Pvt Ltd ^	Fine Zeelandia Private Limited	Fine Organic Industries (Thailand) Co.Ltd.
Principal place of business and Country of Incorporation	United States of America	Belgium	India	India	Thailand
Investee relationship	Subsidiary Company	Subsidiary Company	Subsidiary Company	Joint Venture	Joint Venture
Proportion of ownership interest	100.00%	100.00%	100.00%	50.00%	45.00%

^Incorporated on October 10, 2023

2. BASIS OF PREPARATION:

2.1 Statement of compliance

The accompanying Financial Statements have been prepared in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) as per the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) (Amendment) Rules, 2017 notified under section 133 of the Companies Act, 2013, (the 'Act') and other relevant provisions of the Act.

2.2 Functional and presentation currency

These Financial Statements are presented in Indian rupees, which is also the Company's functional currency. All amounts have been reported in ₹, unless otherwise indicated.

2.3 Basis of measurement

The Financial Statements have been prepared on a historical cost basis, except for the following:

- Certain Financial assets and liabilities (including derivative instruments) that are measured at fair value; and

The Financial Statements were approved and authorised for issue with the resolution of the Board of Directors on May 08, 2025 and are subject to the approval of Shareholders in the Annual General Meeting.

The Company carries on business in India and abroad, as manufacturers, processors, suppliers, distributors, dealers, importers, exporters of wide range of oleochemical-based additives used in foods, plastics, cosmetics, coatings and other specialty application in various industries.

- Net defined benefit (assets)/ liabilities that are measured at fair value of plan assets less present value of defined benefit obligations

2.4 Use of estimates and judgements

The preparation of the Financial Statements in accordance with Ind AS requires use of judgements, estimates and assumptions, which affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. The actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revision to accounting estimates is recognised prospectively.

Assumptions and estimation uncertainties that have a significant risk of resulting in a material adjustment in the year ended March 31, 2025 are as follows:

a) Property, plant and equipment

Useful lives of tangible assets are based on the life prescribed in Schedule II of the Act except plant & machineries, which in the opinion of

Notes Forming Integral Part of the Standalone Financial Statements (Contd.)

the Management represent the useful lives as they are based on technical advice, taking into account the nature of the asset, the estimated usage of the asset, the operating conditions of the asset, past history of replacement, anticipated technological changes, manufacturers' warranties and maintenance support.

b) Revenue from contracts with customers

The Company's contracts with customers include promises to transfer goods to the customers. Judgement is required to determine the transaction price for the contract. The transaction price could be either a fixed amount of customer consideration or variable consideration with elements such as schemes, incentives, cash discounts, etc. The estimated amount of variable consideration is adjusted in the transaction price only to the extent that it is highly probable that a significant reversal in the amount of cumulative revenue recognised will not occur and is reassessed at the end of each reporting period.

Estimates of rebates and discounts are sensitive to changes in circumstances and the Company's past experience regarding returns and rebate entitlements may not be representative of customers' actual returns and rebate entitlements in the future.

Costs to obtain a contract are generally expensed as incurred. The assessment of this criteria requires the application of judgement, in particular when considering if costs generate or enhance resources to be used to satisfy future performance obligations and whether costs are expected to be recovered

c) Recognition and measurement of defined benefit obligations

The obligation arising from defined benefit plan is determined on the basis of actuarial assumptions. Key actuarial assumptions include discount rate, trends in salary escalation, actuarial rates and life expectancy. The discount rate is determined by reference to market yields at the end of the reporting period on government bonds. The period to maturity of the underlying bonds correspond to the probable maturity of the post-employment benefit obligations.

d) Recognition of deferred tax assets

Deferred tax assets are recognised for the future tax consequences of temporary differences between the carrying values of assets and liabilities and their respective tax bases, and unutilised business loss and depreciation carry-forwards and tax credits, if any. Deferred tax assets are recognised to the extent that it is probable that future taxable income will be available against which the deductible temporary differences, unused tax losses, depreciation carry-forwards and unused tax credits could be utilised.

Contingent Liabilities, Commitments and Litigations

Contingent liabilities

Contingent liabilities may arise from the ordinary course of business in relation to claims against the Company, including legal and other claims. By their nature, contingencies will be resolved only when one or more uncertain future events occur or fail to occur. The assessment of the existence, and potential quantum, of contingencies inherently involves the exercise of significant judgement and the use of estimates regarding the outcome of future events.

Litigation

From time to time, the Company might be subject to legal proceedings the ultimate outcome of each being always subject to many uncertainties inherent in litigation. A provision for litigation is made when it is considered probable that a payment will be made and the amount of the loss can be reasonably estimated. Significant judgement is made when evaluating, among other factors, the probability of unfavourable outcome and the ability to make a reasonable estimate of the amount of potential loss. Litigation provisions are reviewed at each accounting period and revisions made for the changes in facts and circumstances.

2.5 Measurement of fair values

The Company's accounting policies and disclosures require the measurement of fair values, for both Financial and non-Financial assets and liabilities.

Notes Forming Integral Part of the Standalone Financial Statements (Contd.)

The Company has an established control framework with respect to the measurement of fair values, which includes overseeing all significant fair value measurements, including Level 3 fair values by the Management. The Management regularly reviews significant unobservable inputs and valuation adjustments. If third party information, such as broker quotes or pricing services, is used to measure fair values, then the Management assesses the evidence obtained from the third parties to support the conclusion that such valuations meet the requirements of Ind AS, including the level in the fair value hierarchy in which such valuations should be classified.

When measuring the fair value of a financial asset or a financial liability, the Company uses observable market data as far as possible. Fair values are categorised into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows:

- Level-1: quoted prices (unadjusted) in active markets for identical assets or liabilities.
- Level-2: inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).
- Level-3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

If the inputs used to measure the fair value of an asset or a liability fall into different levels of the fair value hierarchy, then the fair value measurement is categorised in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement. The Company recognises transfers between levels of the fair value hierarchy at the end of the reporting period during which the change has occurred.

2.6 Operating cycle

An operating cycle is the time between the acquisition of assets for processing and their realisation in cash or cash equivalents.

Based on the nature of services and the time between the acquisition of assets for processing and their realisation in cash and cash equivalents, the Company has ascertained its operating cycle as 12 months for the

purpose of current – non-current classification of assets and liabilities.

2.7 Current / non-current classification

An entity shall classify an asset as current when:

- a) It expects to realise the asset, or intends to sell or consume it, in its normal operating cycle;
- b) It holds the asset primarily for the purpose of trading;
- c) It expects to realise the asset within twelve months after the reporting period; or
- d) The asset is cash or a cash equivalent unless the asset is restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period

An entity shall classify all other assets as non-current.

An entity shall classify a liability as current when-

- a) It expects to settle the liability in its normal operating cycle;
- b) It holds the liability primarily for the purpose of trading;
- c) The liability is due to be settled within twelve months after the reporting period; or
- d) It does not have an unconditional right to defer settlement of the liability for at least twelve months after the reporting period. Terms of a liability that could, at the option of the counterparty, result in its settlement by the issue of equity instruments do not affect its classification.

An entity shall classify all other liabilities as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

2.8 Note on Recent Pronouncements –

Ministry of Corporate Affairs (“MCA”) notifies new standard 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 01, 2024. The Company has reviewed the new pronouncements and based on

Notes Forming Integral Part of the Standalone Financial Statements (Contd.)

its evaluation has determined that it does not have any significant impact in its financial statements. standards or amendments to the existing standards applicable to the Company.

3. SIGNIFICANT ACCOUNTING POLICIES

3.1 Property, plant and equipment

Recognition and measurement

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

Leasehold land which is carried at cost less accumulated amortisation cost & impairment loss, if any.

Spare parts which are meeting the requirement of property, plant and equipment are capitalised as property, plant and equipment. All other types of spare parts are charged to the statement of profit and loss.

The cost of an item of property, plant and equipment comprises:

- a) Its purchase price, including import duties and non-refundable purchase taxes, after deducting trade discounts and rebates.
- b) Any directly attributable cost of bringing the asset to its location and condition necessary for it to be capable of operating in the manner intended by Management.

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

Gains or losses arising from de-recognition of a property, plant and equipment are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the Statement of Profit and Loss when the asset is derecognised.

Capital work-in-progress comprises cost of fixed assets that are not yet ready for their intended use at the year end. 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”.

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.

Depreciation

Depreciation is calculated on pro-rata basis using the diminishing balance method on cost of items of property, plant and equipment less their estimated residual values over the estimated residual useful lives based on Schedule II of the Companies Act, 2013 except for plant & machinery and Leasehold land.

In case of plant & machinery, based on internal assessment, the management believes that the useful lives as given below best represent the period over which management expects to use these assets. Hence the useful lives for these assets may differ from the useful lives as prescribed under Part C of Schedule II of the Companies Act, 2013. The management believes that these estimated useful lives are realistic and reflect fair approximation of the period over which the assets are likely to be used.

The estimated useful lives of items of property, plant and equipment are as follows:

Tangible Assets	Useful lives as per Schedule II
Buildings	30 Years
Computers	
Computer – Server & Network	6 Years
Computer – Others	3 Years
Plant & Machinery	5 - 15 Years
Furniture and Fixtures	10 Years
Electrical Installation	10 Years
Motor Cars & Vehicles	8 Years
Office Equipments	5 Years
Laboratory Equipments	10 Years

Amortisation on leasehold land is charged on straight line method over a period of lease tenure.

Depreciation methods, useful lives and residual values are reviewed at each reporting date and adjusted if appropriate.

Notes Forming Integral Part of the Standalone Financial Statements (Contd.)

3.2 Intangible Assets

Recognition and measurement

Intangible assets comprise of computer software and patent / trademark, which 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.

Subsequent expenditure

Subsequent expenditure is capitalised only when it increases the future economic benefits embodied in the specific asset to which it relates.

Amortisation

Amortisation is calculated to write off the cost of intangible assets less their estimated residual values and it is included in depreciation and amortisation in the Statement of profit and loss.

Intangible assets are amortised over the estimated useful lives as given below:

Intangible Assets	Useful life
Computer Software (WDV Method)	3 Years
Patent / Trademark (SLM Method)	10 Years

3.3 Borrowing costs

Borrowing costs 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 costs) incurred in connection with the borrowing of funds. Borrowing costs that are directly attributable to the acquisition or construction of an asset that necessarily takes a substantial period of time to get ready for its intended use are capitalised as part of the cost of that asset till the date it is ready for its intended use or sale less any investment income on the temporary investment of those borrowings.

Other borrowing costs are recognised as an expense in the period in which they are incurred.

3.4 Impairment of non-Financial assets

Assets are tested for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value

less costs of disposal and value in use. For the purpose of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash inflows which are largely independent of the cash inflows from other assets or groups of assets.

3.5 Income Tax

Income tax expense comprises current and deferred tax. It is recognised in profit or loss except to the extent that it relates to a business combination, or items 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 enacted or substantively enacted by the reporting date.

Current tax assets and current tax liabilities are offset only if, the Company:

- has a legally enforceable right to set off the recognised amounts; and
- intends either to settle on a net basis, or to realise the asset and settle the liability 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 not recognised for:

- Temporary differences arising on the initial recognition of assets or liabilities in a transaction that is not a business combination and that affects neither accounting nor taxable profit or loss at the time of the transaction.
- Temporary differences related to investments in subsidiaries to the extent that the Company is able to control the timing of the reversal of the temporary differences and it is probable that they will not reverse in the foreseeable future; and

Notes Forming Integral Part of the Standalone Financial Statements (Contd.)

Deferred tax assets are recognised for unused tax losses, unused tax credits and deductible temporary differences to the extent that it is probable that future taxable profits will be available against which they can be used. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realised; such reductions are reversed when the probability of future taxable profits improves.

Unrecognised deferred tax assets are reassessed at each reporting date and recognised to the extent that it has become probable that future taxable profits will be available against which they can be used.

Deferred tax is measured at the tax rates that are expected to be applied to temporary differences when they reverse, using tax rates 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 and liabilities are offset only if:

- the Company has a legally enforceable right to set off current tax assets against current tax liabilities; and
- the deferred tax assets and the deferred tax liabilities relate to income taxes levied by the same taxation authority on the same taxable Company.

3.6 Inventories

Inventories which comprise raw materials, packing materials, work-in-progress, finished goods, trading goods, consumables and stores & spares are carried at the lower of cost and net realisable value.

The cost of inventories is based on weighted average formula and includes expenditure incurred in acquiring the inventories, costs of production or conversion and other costs incurred in bringing the inventories to their present location and condition. In the case of finished goods and work in progress, cost includes an appropriate share of fixed production overheads based actual production.

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

completion and the estimated costs necessary to make the sale.

Obsolete, defective and unserviceable inventories are duly provided for. The comparison of cost and net realisable value is made on an item-by-item basis.

The net realisable value of work-in-progress is determined with reference to the selling prices of related finished products. Raw materials and other supplies held for use in the production of finished products 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.

3.7 Cash and cash equivalents

Cash and cash equivalents in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

For the purpose of the Statement of cash flows, cash and cash equivalents consist of cash and short-term deposits, as defined above, as they are considered an integral part of the Company's cash Management.

3.8 Trade Payables

Trade payables represent liabilities for goods including capital goods and services provided to the Company prior to the end of Financial year which are unpaid. Trade and other payables are reported as current liabilities unless payment is not due within 12 months after the reporting period. They are recognised initially at their fair value and subsequently measured at amortised cost using the effective interest method.

3.9 Financial instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

Financial assets

Initial recognition and measurement

All financial assets are recognised initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset. Purchases or sales of financial assets that require delivery of assets within a time frame established by

Notes Forming Integral Part of the Standalone Financial Statements (Contd.)

regulation or convention in the market place (regular way trades) are recognised on the trade date, i.e., the date that the Company commits to purchase or sell the asset.

Subsequent measurement

a) Financial assets carried at amortised cost (AC)

A financial asset is measured at amortised cost using the effective interest rate method, if it is held within a business model whose objective is to hold the asset in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

b) Financial assets at fair value through other comprehensive income (FVTOCI)

A financial asset is measured at FVTOCI if it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

c) Financial assets at fair value through profit or loss (FVTPL)

A Financial asset which is not classified in any of the above categories is measured at FVTPL.

Investment in subsidiaries, Associates and Joint Ventures

The Company has opted to account for its investments in subsidiaries, associates and joint venture at cost less provision for diminution other than temporary.

Other Equity Investments

All other equity investments are measured at fair value, with value changes recognised in Statement of Profit and Loss, except for those equity investments for which the Company has made an irrevocable choice to present the value changes in 'Other Comprehensive Income'.

Impairment of Financial assets

In accordance with Ind AS 109, the Company uses 'Expected Credit Loss' (ECL) model, for evaluating impairment of Financial assets other than those measured at fair value through profit and loss (FVTPL).

ECL are measured through a loss allowance at an amount equal to:

- The 12-months ECL (ECL that result from those default events on the Financial instrument that are possible within 12 months after the reporting date); or
- Full lifetime ECL (ECL that result from all possible default events over the life of the Financial instrument)

For trade receivables, the Company applies 'simplified approach' which requires expected lifetime losses to be recognised from initial recognition of the receivables. The Company uses historical default rates to determine impairment loss on the portfolio of trade receivables. At every reporting date these historical default rates are reviewed and changes in the forward looking estimates are analysed.

For other assets, the Company uses 12 month ECL to provide for impairment loss where there is no significant increase in credit risk. If there is significant increase in credit risk full lifetime ECL is used.

Financial liabilities

Initial recognition and measurement

All Financial liabilities are recognised at fair value and in case of loans, net of directly attributable cost. Fees of recurring nature are directly recognised in the Statement of Profit and Loss as finance cost.

Subsequent measurement

Financial liabilities are carried at amortised cost using the effective interest method. For trade and other payables maturing within one year from the balance sheet date, the carrying amounts approximate fair value due to the short maturity of these instruments.

a) Derivative Financial instruments and Hedge Accounting

The Company uses various derivative financial instruments such as Forwards and Interest rate swaps to mitigate the risk of changes in exchange rates and interest rates. Such derivative financial instruments are initially recognised at fair value on the date on which a derivative contract is entered into and are also subsequently measured at fair value. Derivatives are carried as financial assets

Notes Forming Integral Part of the Standalone Financial Statements (Contd.)

when the fair value is positive and as financial liabilities when the fair value is negative.

Any gains or losses arising from changes in the fair value of derivatives are taken directly to Statement of Profit and Loss, except for the effective portion of cash flow hedges which is recognised in Other Comprehensive Income and later to Statement of Profit and Loss when the hedged item affects profit or loss or treated as basis adjustment if a hedged forecast transaction subsequently results in the recognition of a non-Financial assets or non-Financial liability.

In case of loss / gains from interest rate swaps, directly attributable to the acquisition or construction of an asset that necessarily takes a substantial period of time to get ready for its intended use are capitalised as part of the cost of that asset till the date it is ready for its intended use or sale.

Hedges that meet the criteria for hedge accounting are accounted for as follows:

Cash flow hedge

The Company designates derivative contracts or non derivative financial assets / liabilities as hedging instruments to mitigate the risk of movement in interest rates and foreign exchange rates for foreign exchange exposure on highly probable future cash flows attributable to a recognised asset or liability or forecast cash transactions. When a derivative is designated as a cash flow hedging instrument, the effective portion of changes in the fair value of the derivative is recognised in the cash flow hedging reserve being part of other comprehensive income. Any ineffective portion of changes in the fair value of the derivative is recognised immediately in the Statement of Profit and Loss. If the hedging relationship no longer meets the criteria for hedge accounting, then hedge accounting is discontinued prospectively. If the hedging instrument expires or is sold, terminated or exercised, the cumulative gain or loss on the hedging instrument recognised in cash flow hedging reserve till the period the hedge was effective remains in cash flow hedging reserve until the underlying transaction occurs. The cumulative gain or loss previously recognised in the cash flow hedging reserve is transferred to the

Statement of Profit and Loss upon the occurrence of the underlying transaction. If the forecasted transaction is no longer expected to occur, then the amount accumulated in cash flow hedging reserve is reclassified in the Statement of Profit and Loss.

Fair Value Hedge

The Company designates derivative contracts or non derivative financial assets / liabilities as hedging instruments to mitigate the risk of change in fair value of hedged item due to movement in interest rates, foreign exchange rates and commodity prices.

Changes in the fair value of hedging instruments and hedged items that are designated and qualify as fair value hedges are recorded in the Statement of Profit and Loss. If the hedging relationship no longer meets the criteria for hedge accounting, the adjustment to the carrying amount of a hedged item for which the effective interest method is used is amortised to Statement of Profit and Loss over the period of maturity.

b) De-recognition of Financial instruments

The Company derecognises a financial asset when the contractual rights to the cash flows from the Financial asset expire or it transfers the Financial asset and the transfer qualifies for de-recognition under Ind AS 109. A financial liability (or a part of a financial liability) is derecognised from the Company's Balance Sheet when the obligation specified in the contract is discharged or cancelled or expires.

c) Offsetting

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

3.10 Revenue Recognition

Revenue from contracts with customer

Revenue from contract with customers is recognised when the Company satisfies performance obligation

Notes Forming Integral Part of the Standalone Financial Statements (Contd.)

by transferring promised goods and services to the customer. Performance obligations are satisfied at the point of time when the customer obtains controls of the asset.

Revenue is measured based on transaction price, which is the fair value of the consideration received or receivable, stated net of discounts, returns and value added tax. Transaction price is recognised based on the price specified in the contract, net of the estimated sales incentives/ discounts. Accumulated experience is used to estimate and provide for the discounts/ right of return, using the expected value method.

Sale of Products

Revenue from sale of goods is recognised on the basis of approved contracts, when all the significant risks and rewards of ownership of the goods have been passed to the buyer, usually on delivery of the goods and acceptance by the buyer. Any additional amount based on the terms of the agreement entered into with customers, is recognised in the period when the collectability of the profit share becomes probable and a reliable measure of the profit share is available. Revenue from the sale of goods is measured at the fair value of the consideration received or receivable, net of returns and allowances, trade discounts and volume rebates. The Company does not provide any warranties or maintenance contracts to its customers.

As per erstwhile Ind AS 18, the Company has assumed that recovery of excise duty (up to June 2017) flows to the Company on its own account. This is for the reason that it is a liability of the manufacturer which forms part of the cost of production, irrespective of whether the goods are sold or not. Since the recovery of excise duty flows to the Company on its own account, revenue includes excise duty.

Variable consideration

This includes incentives, volume rebates, discounts etc. It is estimated at contract inception and constrained until it is highly probable that a significant revenue reversal in the amount of cumulative revenue recognised will not occur when the associated uncertainty with the variable consideration is subsequently resolved. It is reassessed at end of each reporting period.

Significant financing component

Generally, the Company receives short-term advances from its customers. Using the practical expedient in Ind AS 115, the Company does not adjust the promised amount of consideration for the effects of a significant financing component if it expects, at contract inception, that the period between the transfer of the promised good or service to the customer and when the customer pays for that good or service will be one year or less.

Cost to obtain a contract

The Company pays sales commission to its selling agents for each contract that they obtain for the Company. The Company has elected to apply the optional practical expedient for costs to obtain a contract which allows the Company to immediately expense sales commissions because the amortisation period of the asset that the Company otherwise would have used is one year or less.

Costs to fulfil a contract i.e. freight, insurance and other selling expenses are recognised as an expense in the period in which related revenue is recognised.

Other Operating Revenues

Other Operating revenue mainly consists of Sale of Scrap, Export Incentives from Duty Drawback and RoDTEP arising from the production of finished goods.

Export Incentives

Export benefits under Duty Drawback benefits and Remission of Duties and Taxes on Export Products Scheme (RoDTEP) are accounted as revenue on accrual basis as and when export of goods take place, where there is a reasonable assurance that the benefits will be received, and the Company will comply with all the attached conditions.

Interest Income

Interest income is recorded using the effective interest rate (EIR). EIR is the rate that exactly discounts the estimated future cash payments or receipts over the expected life of the financial instrument or a shorter period, where appropriate, to the gross carrying amount of the financial asset or to the amortised cost of a financial liability.

Interest income is included in finance income in the Statement of profit and loss.

Notes Forming Integral Part of the Standalone Financial Statements (Contd.)

Interest income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation.

Dividends

Revenue is recognised when the Company's right to receive the payment is established, which is generally when shareholders approve the dividend.

Insurance and other claims

Revenue in respect of Insurance and other claim is recognised only on reasonable certainty of ultimate collection.

3.11 Foreign Currencies

The Financial Statements are presented in Indian rupees, which is the functional currency of the Company and the currency of the primary economic environment in which the Company operates.

Transactions and balances

Transactions in foreign currencies are initially recorded by the Company at its functional currency spot rates at the date the transaction first qualifies for recognition. Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency spot rates of exchange at the reporting date.

Exchange differences arising on settlement or translation of monetary items are recognised in profit or loss.

3.12 Employee benefits

Short term employee benefits

Liabilities for short term employee benefits that are expected to be settled wholly within 12 months after the end of the period in which the employees render the related service are recognised in respect of employees' service up to the end of the reporting period and are measured at the amounts expected to be paid when the liabilities are settled. The liabilities are reported as current employee benefits payable in the balance sheet.

Post-employment benefits

a) Defined benefit plans

The liability or asset recognised in the balance sheet in respect of defined benefit plans is the present value of the defined benefits obligation at the end of the reporting period less the fair value of plan

assets. The defined benefit obligation is calculated annually by actuaries using the Projected Unit Credit Method at the year end.

The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows by reference to market yields at the end of the reporting period on government bonds that have terms approximating to the terms of the related obligations.

The net interest cost is calculated by applying the discount rate to the net balance of the defined benefit obligation and the fair value of plan assets. This cost is included in Employee Benefit Expense in the Statement of profit and loss.

Re-measurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognised in the period in which they occur, directly in Other Comprehensive Income. They are included in retained earnings in the Statement of Changes in Equity.

Changes in the present value of the defined benefit obligation resulting from plan amendments or curtailments are recognised immediately in the profit or loss as past service cost.

b) Defined contribution plans

Contributions under Defined Contribution Plans payable in keeping with the related schemes are recognised as expenses for the period in which the employee has rendered the service.

3.13 Leases

As a lessee

Leases in which a significant portion of the risks and rewards of ownership are not transferred to the Company as lessee are classified as operating leases. Payments made under operating leases are charged to the Statement of profit and loss on a straight line basis over the period of the lease unless the payments are structured to increase in line with expected general inflation to compensate for the lessor's expected inflationary cost increases.

As a Lessee

At inception of a contract, the Company assesses whether a contract is, or contains, a lease. A contract is, or contains, a lease if the contract conveys the right to

Notes Forming Integral Part of the Standalone Financial Statements (Contd.)

control the use of an identified asset for a period of time in exchange for consideration.

1. The contract involves the use of an identified asset – this may be specified explicitly or implicitly, and should be physically distinct or represent substantially all of the capacity of a physically distinct asset. If the lessor has a substantive substitution right, then the asset is not identified.
2. The Company has the right to obtain substantially all of the economic benefits from use of the asset throughout the period of use; and
3. The Company as a lessee has the right to direct the use of the asset. The Company has this right when it has the decision-making rights that are most relevant to changing how and for what purpose the asset is used. In rare cases where the decision about how and for what purpose the asset is used is predetermined, the Company has the right to direct the use of the asset if either :
 - a) the Company as a lessee has the right to operate the asset; or
 - b) the Company as a lessee designed the asset in a way that predetermines how and for what purpose it will be used

The Company recognises a right-of-use asset and a lease liability at the lease commencement date. The right-of-use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, less any lease incentives received.

The right-of-use assets are subsequently depreciated using the straight-line method from the commencement date to the earlier of the end of the useful life of the right-of-use asset or the end of the lease term. In addition, the right-of-use asset is periodically reduced by impairment losses, if any, and adjusted for certain re-measurements of the lease liability.

The lease liability is initially measured at amortised cost at the present value of the lease payments that are not paid at the commencement date, discounted using the

interest rate implicit in the lease or, if that rate cannot be readily determined, using the incremental borrowing rate.

It is re-measured when there is a change in future lease payments arising from a change in an index or rate, if there is a change in the estimate of the amount expected to be payable under a residual value guarantee, or if the Company changes its assessment of whether it will exercise a purchase, extension or termination option.

When the lease liability is remeasured in this way, a corresponding adjustment is made to the carrying amount of the right-of-use asset, or is recorded in profit or loss if the carrying amount of the right-of-use asset has been reduced to zero.

Short-term leases and leases of low-value assets

The Company has elected not to recognise right-of-use assets and lease liabilities for short-term leases that have a lease term of 12 months or less and leases of low-value assets. The Company recognises the lease payments associated with these leases as an expense on a straight-line basis over the lease term.

3.14 Provisions and contingent liabilities

Provisions are recognised when the Company has a present legal or constructive obligation as a result of past events and it is probable that an outflow of resources will be required to settle the obligation and the amount can be reliably estimated. Provisions are not recognised for future operating losses.

Provisions are measured at the present value of Management's best estimates of the expenditure required to settle the present obligation at the end of the reporting period. The discount rate used to determine the present value is a pre-tax rate that reflects current market assessments of the time value of money and the risk specific to the liability. The increase in the provision due to the passage of time is recognised as interest expense.

A disclosure for contingent liabilities is made when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from past events where it is either not probable that an outflow

Notes Forming Integral Part of the Standalone Financial Statements (Contd.)

of resources embodying economic benefits will be required to settle or a reliable estimate of the amount cannot be made.

3.15 Dividend

The Company recognises a liability to pay dividend to equity holders of the Company when the distribution is authorised by the shareholders and the distribution is no longer at the discretion of the Company. A corresponding amount is recognised directly in equity upon approval from shareholders.

3.16 Earnings per share (EPS)

Basic earnings per share

Basic earnings per share is calculated by dividing the profit attributable to owners of the equity by the

weighted average number of equity shares outstanding during the financial year.

Diluted earnings per share

Diluted earnings per share adjusts the figures used in the determination of basic earnings per share to take into account

- The after income tax effect of interest and other financing costs associated with dilutive potential equity shares, and
- The weighted average number of additional equity shares that would have been outstanding assuming the conversion of all dilutive potential equity shares.

Notes Forming an Integral Part of Standalone Financial Statements

For the Year Ended March 31, 2025

NOTE 4 | NON CURRENT ASSETS : PROPERTY, PLANT & EQUIPMENT (PPE)

Particulars	Leasehold Land	Factory / Research Centre Building	Office Premises	Residential Premises	Factory Flats	Plant and Equipment	Electrical Equipments	Laboratory Equipments	Office Equipments	Furniture & Fixtures	Computer & Peripherals (including Server & Network)	Vehicles	Total Property Plant and Equipment
Gross Carrying Amount													
Balance as at April 01, 2023	3,776.58	19,676.43	281.21	77.44	2.76	25,650.56	2,845.52	954.49	1,034.26	970.17	1,551.33	1,173.52	57,994.27
Add: Additions during the year	132.28	1,699.65	-	-	-	2,854.11	638.85	156.84	250.24	317.97	866.64	130.71	7,047.29
Less: Disposals/ Adjustments [^]	-	15.38	48.26	4.38	-	70.33	1.10	6.03	19.04	0.70	18.42	105.22	288.86
Balance as at March 31, 2024	3,908.86	21,360.70	232.95	73.06	2.76	28,434.34	3,483.27	1,105.30	1,265.46	1,287.44	2,399.55	1,199.01	64,752.70
Add: Additions during the year	283.17	732.76	-	-	-	1,571.46	334.41	167.46	51.19	85.05	142.15	194.30	3,561.95
Less: Disposals/ Adjustments	-	-	-	-	-	40.53	3.38	1.25	48.72	75.60	10.43	78.81	258.72
Balance as at March 31, 2025	4,192.03	22,093.46	232.95	73.06	2.76	29,965.27	3,814.30	1,271.51	1,267.93	1,296.89	2,531.27	1,314.50	68,055.93
Accumulated Depreciation / Amortisation													
Balance as at April 01, 2023	310.97	8,102.60	89.29	25.75	1.52	19,008.09	1,804.52	788.92	804.22	717.15	1,030.52	721.71	33,405.26
Add: Depreciation / Amortisation for the year	45.22	1,227.04	17.00	2.51	0.05	2,524.53	398.78	61.87	171.66	124.66	616.48	165.49	5,355.29
Less: Disposals/ Adjustments [^]	-	12.91	36.16	3.15	-	65.13	0.12	5.73	17.27	0.67	16.22	99.61	256.97
Balance as at March 31, 2024	356.19	9,316.73	70.13	25.11	1.57	21,467.49	2,203.18	845.06	958.61	841.14	1,630.78	787.59	38,503.58
Add: Depreciation / Amortisation for the year	76.23	1,186.18	14.97	2.33	0.06	2,177.57	352.00	93.79	135.57	132.21	488.25	149.19	4,808.35
Less: Disposals/ Adjustments	-	-	-	-	-	34.63	1.47	0.88	44.75	71.81	9.90	67.77	231.21
Balance as at March 31, 2025	432.42	10,502.91	85.10	27.44	1.63	23,610.43	2,553.71	937.97	1,049.43	901.54	2,109.13	869.01	43,080.72
Net Carrying Amount													
Balance as at March 31, 2024	3,552.67	12,043.97	162.82	47.95	1.19	6,966.85	1,280.09	260.24	306.85	446.30	768.77	411.42	26,249.12
Balance as at March 31, 2025	3,759.61	11,590.55	147.85	45.62	1.13	6,354.84	1,260.59	333.54	218.50	395.35	422.14	445.49	24,975.21

[^] Disposals include assets deleted due to fire at Badlapur Plant {Refer Note 52}

**Notes Forming an Integral Part of Standalone Financial Statements
For the Year Ended March 31, 2025 (Contd.)**

NOTE 5 | NON CURRENT ASSETS : CAPITAL WORK IN PROGRESS

(₹ in Lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
Balance at the beginning of the year	2,972.98	4,044.08
Add :- Additions during the year	3,452.86	6,174.04
Less :- Capitalisation during the year	3,748.72	7,245.14
Balance at the end of the year	2,677.12	2,972.98

NOTE 5.1 | AGEING SCHEDULE FOR CAPITAL WORK-IN PROGRESS

(₹ in Lakhs)

Particulars	As At March 31, 2025				
	< 1 Year	1-2 Years	2-3 Years	More than 3 Years	Total
-- Projects in progress	1,245.10	1,269.63	85.86	76.53	2,677.12
-- Projects temporarily suspended	-	-	-	-	-
Total	1,245.10	1,269.63	85.86	76.53	2,677.12

(₹ in Lakhs)

Particulars	As At March 31, 2024				
	< 1 Year	1-2 Years	2-3 Years	More than 3 Years	Total
-- Projects in progress	2,759.43	118.81	56.40	38.34	2,972.98
-- Projects temporarily suspended	-	-	-	-	-
Total	2,759.43	118.81	56.40	38.34	2,972.98

NOTE 5.2 | There are no Capital Work-in Progress, whose completion is overdue or has exceeded its cost compared to its original plan

NOTE 6 | NON CURRENT ASSETS : INTANGIBLE ASSETS

(₹ in Lakhs)

Particulars	Software	Patents & Trademarks	Total Intangible Assets
Gross Carrying Amount			
Balance as at April 01, 2023	289.02	35.59	324.61
Add: Additions during the year	167.54	22.18	189.72
Less: Disposals/ Adjustments	-	-	-
Balance as at March 31, 2024	456.56	57.77	514.33
Add: Additions during the year	186.45	0.31	186.76
Less: Disposals/ Adjustments	-	-	-
Balance as at March 31, 2025	643.01	58.08	701.09

**Notes Forming an Integral Part of Standalone Financial Statements
For the Year Ended March 31, 2025 (Contd.)**

(₹ in Lakhs)			
Particulars	Software	Patents & Trademarks	Total Intangible Assets
Accumulated Depreciation			
Balance as at April 01, 2023	156.35	19.72	176.07
Add: Additions during the year	165.00	3.71	168.71
Less: Disposals/ Adjustments	-	-	-
Balance as at March 31, 2024	321.35	23.43	344.78
Add: Additions during the year	133.64	5.21	138.85
Less: Disposals/ Adjustments	-	-	-
Balance as at March 31, 2025	454.99	28.64	483.63
Net Carrying Amount			
Balance as at March 31, 2024	135.21	34.34	169.55
Balance as at March 31, 2025	188.02	29.44	217.46

NOTE 7 | NON-CURRENT FINANCIAL ASSETS : RIGHT OF USE OF ASSETS

As a Lessee

The lease portfolio of the Company consists of agreements which fall under operating lease categories. These lease commitments primarily consist of lease rent payments for the branch office and godowns.

Changes in the carrying value of Right-Of-Use (ROU) assets during the period :

(₹ in Lakhs)		
Particulars	As at March 31, 2025	As at March 31, 2024
Balance at the Beginning of the period	407.09	130.87
Additions	25.22	412.06
Depreciation	(190.64)	(135.84)
Balance at the End of the period	241.67	407.09

NOTE 7.1 | ASSET CLASS-WISE RIGHT OF USE ASSETS FOR THE YEAR ENDED MARCH 31, 2025 ARE AS FOLLOWS :

(₹ in Lakhs)		
Particulars	As at March 31, 2025	As at March 31, 2024
Building		
Balance at the Beginning of the period	407.09	130.87
Additions	25.22	412.06
Depreciation	(190.64)	(135.84)
Balance at the End of the period	241.67	407.09

**Notes Forming an Integral Part of Standalone Financial Statements
For the Year Ended March 31, 2025 (Contd.)**

NOTE 8 | NON-CURRENT FINANCIAL ASSETS : INVESTMENT

(₹ in Lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
Unquoted Investment in Equity Instruments of Subsidiaries		
(i) Fine Organics (USA), Inc.	189.13	189.13
(Current Year: 1,000 shares of US\$ 1 each fully paid up)		
(Previous Year : 1,000 shares of US\$ 1 each fully paid up)		
(ii) Fine Organics Europe BV	34.84	34.84
(Current Year: 186 shares of Euro 100 each fully paid up)		
(Previous Year: 186 shares of Euro 100 each fully paid up)		
(iii) Fine Organic Industries (SEZ) Pvt Ltd.	250.00	250.00
(Current Year: 25,00,000 shares of ₹10/- each fully paid up)		
(Previous Year: 25,00,000 shares of ₹10/- each fully paid up)		
Unquoted Investment in debt instrument of subsidiary		
(i) Fine Organic Industries (SEZ) Pvt Ltd.	12,500.00	6,000.00
1 % Non-Convertible, Non-Cumulative, Non-Participating, Redeemable Preference Shares		
(Current Year: 12,50,00,000 shares of ₹10/- each fully paid up)		
(Previous Year: 6,00,00,000 shares of ₹10/- each fully paid up)		
Unquoted Investment in Equity Instruments of Jointly Controlled Entity (At Cost)		
(i) Fine Zeelandia Private Limited	4,028.43	4,028.43
(Current Year: 4,02,84,250 shares of ₹10/- each fully paid up)		
(Previous Year: 4,02,84,250 shares of ₹10/- each fully paid up)		
(ii) Fine Organic Industries (Thailand) Co. Ltd	1,050.34	1,050.34
(Current Year: 4,49,970.75 shares of Thai Baht 100 each fully paid up)		
(Previous Year: 4,49,970.75 shares of Thai Baht 100 each fully paid up)		
Unquoted Investment in Equity Instruments at FVTOCI		
(i) Saraswat Co-Operative Bank Limited	-	4.88
(Current Year: Nil)		
(Previous Year: 2,500 shares of ₹10/- each fully paid up)		
Total Investments	18,052.74	11,557.62

NOTE 8.1 | DIMINUTION IN VALUE OF THE INVESTMENT IN A JOINT VENTURE

During the year ended March 2024, the Company has received intimation that liquidation process of Joint Venture Entity “FineADD Ingredients GmbH” has been completed and ceased to exist w.e.f. November 21, 2023. In earlier years, the Company has fully provided for diminution in value of Investment.

**Notes Forming an Integral Part of Standalone Financial Statements
For the Year Ended March 31, 2025 (Contd.)**
NOTE 9 | NON-CURRENT FINANCIAL ASSETS : LOANS

(₹ in Lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
Unsecured, considered good		
Loan to employees	89.97	121.28
Total Loans	89.97	121.28

NOTE 10 | NON-CURRENT FINANCIAL ASSETS : OTHERS

(₹ in Lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
Security Deposits Rent (Amortised Cost)	35.99	28.92
Fixed Deposits with Bank *	21,298.43	1,210.49
(Original Maturity More than 12 months)		
Total Others	21,334.42	1,239.41

*This represents Fixed Deposits of ₹ 11,202.54 Lakhs and accrued interest portion of ₹ 93.22 Lakhs. The Fixed Deposit has been made against Bank Guarantee provided, hence it is not freely available for use. Fixed deposits of ₹ 10,000.72 Lakhs and accrued interest portion of ₹ 1.95 Lakhs is against Non-Bank Guarantee which is freely available for use.

NOTE 11 | DEFERRED TAX ASSETS (NET)

(₹ in Lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
Tax effect of items constituting deferred tax assets		
Property, Plant and Equipments & Intangible Assets	1,479.12	1,397.97
Others	87.57	72.33
Gross Deferred Tax Asset (a)	1,566.69	1,470.30
Tax effect of items constituting deferred tax liabilities		
Others	31.01	167.77
Gross Deferred Tax Liability (b)	31.01	167.77
Deferred Tax Assets (Net) (a-b)	1,535.68	1,302.53

NOTE 12 | NON-CURRENT ASSETS - OTHERS

(₹ in Lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
Capital Advances (Unsecured, Considered good)	2,755.86	2,871.96
Security Deposits	571.25	1,170.94
Income Tax Refund Receivables	10.77	10.77
Other Prepaid Expenses	142.96	67.64
Total Other Current Assets	3,480.84	4,121.31

**Notes Forming an Integral Part of Standalone Financial Statements
For the Year Ended March 31, 2025 (Contd.)**

NOTE 12.1 | DISCLOSURE TO OTHER NON CURRENT ASSETS - CAPITAL ADVANCES

The Company has given an advance of ₹ 2,420 Lakhs to MIDC for allotment of a plot at Pale, Ambernath which is disclosed under Capital advances. The MIDC has issued an allotment letter, however the Company is still unable to take possession of the said plot, as so far the MIDC has not created any of the basic infrastructure facilities such as water, electricity, roads etc. The Company is very positive about receiving possession after confirmation from relevant authorities.

Upon possession, the Company plans to setup a centralised warehousing facility, however, the Company shall carry out a feasibility study and then decide upon the appropriate action to be taken for the said plot. Present value of the said plot as per the ready reckoner rate as at March 31, 2025 is higher than the advance given.

NOTE 13 | CURRENT ASSETS : INVENTORIES

(₹ in Lakhs)		
Particulars	As at March 31, 2025	As at March 31, 2024
Raw Materials and Packing Materials	13,568.39	9,696.57
Semi-Finished Goods	589.97	685.85
Trading Goods	63.98	-
Finished Goods	10,041.98	6,551.68
Consumables	140.18	133.90
Stores & Spares	3,110.62	2,453.87
Total Inventories	27,515.12	19,521.87

NOTE 14 | CURRENT ASSETS : TRADE RECEIVABLE

(₹ in Lakhs)		
Particulars	As at March 31, 2025	As at March 31, 2024
Secured, Considered good	227.87	261.33
Unsecured		
Considered good	25,838.26	26,191.00
From Related Parties {Refer to note no. 42(b)}	10,529.17	8,351.07
Which have significant increase in Credit Risk	347.96	287.38
Sub Total	36,943.26	35,090.78
Less: Allowance for Expected Credit Loss	347.96	287.38
Total Trade Receivables	36,595.30	34,803.40

Ageing for trade receivables as at March 31, 2025 is as follows

(₹ in Lakhs)							
Particulars	Outstanding for following periods from due date of payment						Total
	Not due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed Trade receivables - considered good	29,077.33	7,242.52	36.85	234.07	4.53	-	36,595.30
(ii) Undisputed Trade Receivables - considered doubtful	-	-	-	-	-	-	-
(iii) Disputed Trade Receivables - considered good	-	-	-	-	-	-	-
(iv) Disputed Trade Receivables - considered doubtful	-	-	-	-	-	-	-

Notes Forming an Integral Part of Standalone Financial Statements For the Year Ended March 31, 2025 (Contd.)

Ageing for trade receivables as at March 31, 2024 is as follows

(₹ in Lakhs)

Particulars	Outstanding for following periods from due date of payment						Total
	Not due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed Trade receivables - considered good	24,606.36	9,689.21	459.84	28.33	3.93	15.73	34,803.40
(ii) Undisputed Trade Receivables - considered doubtful	-	-	-	-	-	-	-
(iii) Disputed Trade Receivables - considered good	-	-	-	-	-	-	-
(iv) Disputed Trade Receivables - considered doubtful	-	-	-	-	-	-	-

NOTE 15 | CURRENT FINANCIAL ASSETS : CASH AND CASH EQUIVALENTS

(₹ in Lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
Balances with Banks		
In Current Account	5,522.38	2,657.01
In Exchange Earners' Foreign Currency Account	2,119.79	1,191.49
In Fixed Deposit Account	5,373.10	56,899.50
(With original maturity of less than 3 Months)		
Cash on hand	6.07	6.80
Total Cash and cash Equivalents	13,021.34	60,754.80

NOTE 16 | CURRENT FINANCIAL ASSETS : BANK BALANCES

(₹ in Lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
Balances with Banks		
In Fixed Deposits	76,066.25	35,343.44
(with an original maturity of more than 3 months and 12 months or less)		
Others^	13.17	2.67
Total Bank Balances	76,079.42	35,346.11

^ Others includes Bank balances specifically held for Unspent CSR, unpaid dividend.

**Notes Forming an Integral Part of Standalone Financial Statements
For the Year Ended March 31, 2025 (Contd.)**

NOTE 17 | CURRENT FINANCIAL ASSETS : LOANS

(₹ in Lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
Unsecured, considered good		
Loan to employees	62.87	65.29
Total Loans	62.87	65.29

NOTE 18 | CURRENT FINANCIAL ASSETS : OTHERS

(₹ in Lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
Unsecured, Considered Good		
Security Deposit	14.50	14.50
Export Incentive Receivable	139.54	-
Total Other Financial Assets	154.04	14.50

NOTE 19 | CURRENT TAX ASSETS (NET)

(₹ in Lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
Income tax (Net of Provision for Income Tax)	1,855.83	1,855.83
Total Current Tax Assets (Net)	1,855.83	1,855.83

NOTE 20 | OTHER CURRENT ASSETS

(₹ in Lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
Prepaid Expenses	746.57	464.20
Balance with Statutory / Government Authorities *	7,928.90	1,564.78
Gratuity Fund Balance with LIC of India	53.90	101.92
Other Advances (including advance to suppliers)	5,829.53	1,778.58
Total Other Current Assets	14,558.90	3,909.48

* Balances with Government Authorities primarily include amounts realisable for Goods and Service Tax (GST), the unutilised GST input tax credits. These are generally realised within one year or utilised regularly. Accordingly, these balances have been classified as "Other Current Assets".

Notes Forming an Integral Part of Standalone Financial Statements For the Year Ended March 31, 2025 (Contd.)

NOTE 21 | EQUITY SHARE CAPITAL

(₹ in Lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
AUTHORISED		
4,00,00,000 Equity Shares of ₹ 5/- each	2,000.00	2,000.00
(Previous Year: 4,00,00,000 Equity Shares of ₹ 5/- each)		
Total Authorised Capital	2,000.00	2,000.00
ISSUED, SUBSCRIBED AND PAID-UP		
3,06,59,976 Equity Shares of ₹ 5/- each	1,533.00	1,533.00
(Previous Year: 3,06,59,976 Equity Shares of ₹ 5/- each)		
Total Issued, Subscribed and Paid-Up Capital	1,533.00	1,533.00

NOTE 21.1 | RECONCILIATION OF NUMBER OF SHARES OUTSTANDING IS SET OUT BELOW :

(₹ in Lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
Equity Shares at the beginning of the year	3,06,59,976	3,06,59,976
Add:- Shares issued during the year	-	-
Add: Issued on account of Subdivision of shares	-	-
Less:- Shares bought back during the year	-	-
Equity Shares at the end of the year	3,06,59,976	3,06,59,976

NOTE 21.2 | TERMS/ RIGHTS ATTACHED TO EQUITY SHARES

The Company has one class of equity shares having a par value of ₹ 5 per share. Each shareholder is eligible for one vote per share held. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting except in the case of interim dividend. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding.

NOTE 21.3 | DETAILS OF SHAREHOLDERS HOLDING MORE THAN 5 % SHARES OF THE COMPANY

(₹ in Lakhs)

Particulars	As At March 31, 2025		As At March 31, 2024	
	Number of Shares	% in Share Capital	Number of Shares	% in Share Capital
Tushar Ramesh Shah	49,86,509	16.26%	50,89,721	16.60%
Jayen Ramesh Shah	48,14,166	15.70%	48,14,166	15.70%
Archana Yatin Sankholkar	22,95,007	7.49%	22,26,418	7.26%
Anjali Kunal Patil	22,95,006	7.49%	22,26,417	7.26%
Bimal Mukesh Shah	32,00,766	10.44%	32,00,766	10.44%
Mukesh Maganlal Shah	19,18,314	6.26%	19,18,314	6.26%

**Notes Forming an Integral Part of Standalone Financial Statements
For the Year Ended March 31, 2025 (Contd.)**

NOTE 21.4 | DISCLOSURE OF SHAREHOLDING OF PROMOTERS / PROMOTERS GROUP

Disclosure of shareholding of Promoters / Promoters Group as at March 31, 2025 is as follows:

(₹ in Lakhs)

No	Promoters / Promoters Group name	Shares Held				% Change during the year
		As At March 31, 2025		As At March 31, 2024		
	Promoters					
1	Mukesh Maganlal Shah	19,18,314	6.26%	19,18,314	6.26%	(0.00%)
2	Jayen Ramesh Shah	48,14,166	15.70%	48,14,166	15.70%	0.00%
3	Tushar Ramesh Shah	49,86,509	16.26%	50,89,721	16.60%	(0.34%)
4	Bimal Mukesh Shah	32,00,766	10.44%	32,00,766	10.44%	(0.00%)
5	Late Jyotsna Ramesh Shah	-	-	-	-	0.00%
6	Archana Yatin Sankholkar	22,95,007	7.49%	22,26,418	7.26%	0.23%
7	Anjali Kunal Patil	22,95,006	7.49%	22,26,417	7.26%	0.23%
	Promoters Group					
8	Jayshree Mukesh Shah	5,68,572	1.85%	5,68,572	1.85%	0.00%
9	Neeta Jayen Shah	6,59,892	2.15%	6,59,892	2.15%	0.00%
10	Bina Tushar Shah	5,74,380	1.87%	5,74,380	1.87%	0.00%
11	Shaili Nirav Doshi	1,22,898	0.40%	1,22,898	0.40%	0.00%
12	Manali Vishal Doshi	76,614	0.25%	76,614	0.25%	(0.00%)
13	Rhea Tushar Shah	2,09,832	0.68%	1,06,614	0.35%	0.33%
14	Esha Tushar Shah	2,09,832	0.68%	1,06,620	0.35%	0.33%
15	R M Shah HUF	3,08,542	1.01%	3,08,542	1.01%	(0.00%)
16	P D Kamat HUF	-	-	1,37,178	0.45%	(0.45%)
17	Jayen R Shah HUF	3,06,978	1.00%	3,06,978	1.00%	0.00%
18	Tushar R Shah HUF	-	-	1,03,218	0.34%	(0.34%)
19	Maltiben Pradipkumar Shah	19	-	19	-	0.00%
20	Akruti Bimal Shah	4,47,174	1.46%	4,47,174	1.46%	(0.00%)
	Total	2,29,94,501.00	75.00	2,29,94,501.00	75.00	

NOTE 21.5 | DETAILS OF CALLS UNPAID

There is no calls unpaid.

NOTE 21.6 | SUBDIVISION OF SHARES

The Shareholders vide a special resolution passed on November 6, 2017 has approved sub division of shares of the Company in the ratio of 2 shares of face value of ₹ 5 each for every existing 1 share of the face value of ₹ 10 each wef November 6, 2017.

The requisite approvals for modification of the Memorandum and Articles of Association of the Company had been accorded by the shareholders on November 6, 2017.

Notes Forming an Integral Part of Standalone Financial Statements For the Year Ended March 31, 2025 (Contd.)

NOTE 22 | OTHER EQUITY

(₹ in Lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
(a) Amalgamation Reserve	1,155.24	1,155.24
(Includes ₹ 4.23 Lakhs on Account of Amalgamation)		
(b) Retained Earnings		
Balance as at the beginning of the year	1,83,656.95	1,49,661.20
Add: Profit for the year	38,966.25	36,755.15
Less:- Dividend	3,066.00	2,759.40
Balance as at the end of the year (b)	2,19,557.20	1,83,656.95
(c) Other Comprehensive Income		
Balance as at the beginning of the year	(216.29)	(136.24)
Add: Other Comprehensive Income for the year	(234.18)	(80.05)
Balance as at the end of the year (c)	(450.47)	(216.29)
Total (a + b + c)	2,20,261.97	1,84,595.90

Glossary

- Amalgamation Reserve - At the time of business combination under common control, amalgamation adjustment reserve of transferor company becomes amalgamation adjustment reserve of the transferee company. The Company established this reserve at the time of business combinations made in the earlier years.
- Retained Earnings represents undistributed accumulated earnings of the Company as on the balance sheet date.
- Other Comprehensive Income represents the following -
 - The cumulative gains and losses arising on fair value changes of equity investments measured at fair value through other comprehensive income are recognised in FVOCI - equity instruments reserve
 - The Company uses hedging instruments as part of its management of interest rate risk associated with borrowings. For hedging interest rate risk, the Company uses the interest rate swaps. To the extent this hedges are effective, the change in fair value of the hedging instrument is recognised in the cash flow hedging reserve. Amounts recognised in the cash flow hedged reserve is reclassified to the statement of profit and loss when the hedged item affects the statement of profit and loss (e.g. interest payments).
 - Remeasurements, comprising of actuarial gains and losses are recognised in full in the statement of other comprehensive income in the reporting period in which they occur. Remeasurements are not reclassified to profit and loss subsequently.
 - The effective portion of gains or losses on a hedging instrument in a cash flow hedge is initially recognized in Other Comprehensive Income (OCI) and on the event of completion/utilization of hedged instrument, it is reclassified to profit or loss.

NOTE 23 | MOVEMENT IN LEASE LIABILITIES DURING THE YEAR : LEASE LIABILITIES

(₹ in Lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
Balance at the beginning of the period	423.18	132.08
Additions	25.23	412.07
Finance cost accrued during the year	26.25	24.29
Deletions	-	-
Payment of lease liabilities	209.20	145.26
Balance at the end of the period	265.46	423.18

**Notes Forming an Integral Part of Standalone Financial Statements
For the Year Ended March 31, 2025 (Contd.)**

NOTE 23.1 | BREAK-UP OF CURRENT AND NON-CURRENT LEASE LIABILITIES

(₹ in Lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
Current lease liabilities	177.40	176.22
Non-current lease liabilities	88.06	246.96
Total	265.46	423.18

NOTE 23.2 | DETAILS REGARDING THE CONTRACTUAL MATURITIES OF LEASE LIABILITIES :

(₹ in Lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
Less than one year	177.40	176.22
One to three years	88.06	46.34
More than three years	-	200.62
Total	265.46	423.18

NOTE 24 | CURRENT FINANCIAL LIABILITIES : TRADE PAYABLES

(₹ in Lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
Outstanding due to Micro and Small Enterprises {Refer to note no. 24.1}	1,978.78	1,779.80
Others	13,101.80	11,417.32
Total	15,080.58	13,197.12

NOTE 24.1 | DISCLOSURE TO CURRENT FINANCIAL LIABILITIES : TRADE PAYABLES

Dues to micro and small enterprises

Micro & Small enterprises as defined under the Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act) have been identified by the Company on the basis of the information available with the Company and the auditors have relied on the same. Sundry creditors include total outstanding dues of micro and small enterprises amounting to ₹ 1,978.78 Lakhs (Previous Year: ₹ 1,779.80 Lakhs). The disclosure pursuant to the MSMED Act based on the books of account is as under:

(₹ in Lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
(i) Principal amount remaining unpaid	1,978.78	1,779.80
(ii) Interest due on above and the unpaid interest	25.16	7.88
(iii) Interest paid in terms of Section 16 of MSMED Act	-	-
(iv) Amount of payments made to supplier beyond the appointed day	-	-
(v) Amount of interest due and payable for the period of delay on payment made beyond the appointed day during the year without adding interest specified under the MSMED Act, 2006	-	-

**Notes Forming an Integral Part of Standalone Financial Statements
For the Year Ended March 31, 2025 (Contd.)**

(₹ in Lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
(vi) Amount of Interest accrued and remaining unpaid *	25.16	7.88
(vii) Amount of further interest remaining due and payable in succeeding years for the purpose of disallowance under section 23 of the MSMED Act, 2006	-	-

(*) The interest has not been accrued in the books of account since the outstanding amount majorly includes retention amount payable after completion of contract period.

Ageing for trade payables outstanding as at March 31, 2025 is as follows

(₹ in Lakhs)

Particulars	Outstanding for following periods from due date of payment				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) MSME	1,907.99	56.88	6.06	7.85	1,978.78
(ii) Others	12,994.58	19.69	14.42	73.11	13,101.80
(iii) Disputed dues - MSME	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-
Total	14,902.57	76.56	20.48	80.96	15,080.58

Ageing for trade payables outstanding as at March 31, 2024 is as follows

(₹ in Lakhs)

Particulars	Outstanding for following periods from due date of payment				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) MSME	1,731.06	7.89	16.23	24.62	1,779.80
(ii) Others	11,280.63	43.09	55.46	38.14	11,417.32
(iii) Disputed dues - MSME	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-
Total	13,011.69	50.98	71.69	62.76	13,197.12

NOTE 25 | CURRENT FINANCIAL LIABILITIES : OTHERS

(₹ in Lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
Trade / Security Deposits from Customers	227.87	261.33
Unclaimed Dividend	3.17	2.67
Total Other Financial Liabilities	231.04	264.00

**Notes Forming an Integral Part of Standalone Financial Statements
For the Year Ended March 31, 2025 (Contd.)**

NOTE 26 | OTHER CURRENT LIABILITIES

(₹ in Lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
Statutory dues Payable	205.52	227.87
Contractual Liabilities {refer to Note 29.1}	369.98	642.34
Others#	180.00	30.00
Total Other Current Liabilities	755.50	900.21

Other current liabilities is insurance claim received pending for final settlement {Refer note 52}

NOTE 27 | CURRENT LIABILITIES : PROVISIONS

(₹ in Lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
Provision for CSR Expenses {refer to note no. 37.1}	770.35	474.05
Provision for Expenses	2,132.89	1,527.68
Total Provisions	2,903.24	2,001.73

NOTE 28 | CURRENT TAX LIABILITIES (NET)

(₹ in Lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
Income Tax (Net of Income Tax paid)	1,417.13	1,497.03
Total Current Tax Liabilities (Net)	1,417.13	1,497.03

NOTE 29 | REVENUE FROM OPERATIONS

(₹ in Lakhs)

Particulars	For the Year Ended March 31, 2025	For the Year Ended March 31, 2024
(A) Revenue from Contracts with customers		
Sales - Specialty chemicals	2,19,565.05	1,95,073.71
Sales - Others	-	-
[A]	2,19,565.05	1,95,073.71
(B) Other Operating Revenue		
Export Incentive	918.29	-
Income from Sale of Scrap	36.11	40.58
[B]	954.40	40.58
Total Revenue From Operations [(A) + (B)]	2,20,519.45	1,95,114.29

Notes Forming an Integral Part of Standalone Financial Statements For the Year Ended March 31, 2025 (Contd.)

NOTE 29.1 | OTHER DISCLOSURE RELATING TO REVENUE FROM CONTRACTS WITH CUSTOMERS (IND AS 115)

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 evaluates the credit limits for the trade receivables. The Company does not give a significant credit period resulting in no significant financing component.

Further, the disaggregation of revenue based on geography has been mentioned under segment information. {refer to note no. 43.3}

Reconciliation of Revenue recognised from contracts with customers with Contract liabilities

(₹ in Lakhs)

Particulars	For the Year Ended March 31, 2025	For the Year Ended March 31, 2024
Opening Contract Liability	642.34	571.53
Add: Addition to contract liability during the year	57,617.74	40,359.15
Less: Recognised as revenue during the year	57,890.10	40,288.34
Closing Contract liability	369.98	642.34

(₹ in Lakhs)

Particulars	For the Year Ended March 31, 2025	For the Year Ended March 31, 2024
Revenue from contract with customer as per Contract price	2,19,833.92	1,95,805.77
Less: Discounts and Rebates	26.21	53.01
Less: Sales Returns	242.66	679.05
Revenue from contract with customer as per statement of profit and loss	2,19,565.05	1,95,073.71

NOTE 30 | OTHER INCOME

(₹ in Lakhs)

Particulars	For the Year Ended March 31, 2025	For the Year Ended March 31, 2024
Interest Income	7,160.46	4,792.71
Dividend Income	0.13	-
Net gain on foreign exchange fluctuations	2,424.69	2,332.91
Other non-operating income		
Profit on Sale of Property, Plant and Equipment (Net of Loss)	0.20	32.46
Insurance claim received	61.71	8.13
Miscellaneous Income	15.57	0.97
Total Other Income	9,662.76	7,167.18

**Notes Forming an Integral Part of Standalone Financial Statements
For the Year Ended March 31, 2025 (Contd.)**

NOTE 30.1 PARTICULARS OF INTEREST INCOME

(₹ in Lakhs)

Particulars	For the Year Ended March 31, 2025	For the Year Ended March 31, 2024
Interest Income from Financial Assets on Amortised Cost Basis [at EIR]	7,160.46	4,792.71
Total	7,160.46	4,792.71

NOTE 31 COST OF MATERIALS CONSUMED

(₹ in Lakhs)

Particulars	For the Year Ended March 31, 2025	For the Year Ended March 31, 2024
Raw Materials and Packing Materials Consumed		
Opening Stock at the beginning of the year	9,696.57	14,981.11
Add : Purchases and incidental expenses	1,40,184.61	1,01,389.94
	1,49,881.18	1,16,371.05
Less : Closing stock at the end of the year	13,568.39	9,696.57
Total Cost of Materials Consumed	1,36,312.79	1,06,674.48

NOTE 31.1 PARTICULARS OF MATERIAL CONSUMED

(₹ in Lakhs)

Particulars	For the Year Ended March 31, 2025	For the Year Ended March 31, 2024
Raw Materials	1,31,534.24	1,02,715.02
Packing Materials	4,778.55	3,959.46
Total	1,36,312.79	1,06,674.48

NOTE 32 PURCHASE OF STOCK IN TRADE

(₹ in Lakhs)

Particulars	For the Year Ended March 31, 2025	For the Year Ended March 31, 2024
Purchase of Stock In Trade	329.82	-
Total Purchase of Stock in trade	329.82	-

NOTE 33 CHANGES IN INVENTORIES OF FINISHED GOODS, STOCK-IN-TRADE AND WORK-IN-PROGRESS

(₹ in Lakhs)

Particulars	For the Year Ended March 31, 2025	For the Year Ended March 31, 2024
(A) Opening stock of inventories		
Finished Goods	6,551.68	12,009.99
Semi-Finished Goods	685.85	543.43
Trading Goods	-	-
Total (A)	7,237.53	12,553.42

**Notes Forming an Integral Part of Standalone Financial Statements
For the Year Ended March 31, 2025 (Contd.)**

(₹ in Lakhs)		
Particulars	For the Year Ended March 31, 2025	For the Year Ended March 31, 2024
(B) Closing Stock of inventories		
Finished Goods	10,041.98	6,551.68
Semi-Finished Goods	589.97	685.85
Trading Goods	63.98	-
Total (B)	10,695.93	7,237.53
Net Changes in Inventories of Finished Goods, Semi-Finished Goods, and Trading goods [(A) - (B)]	(3,458.40)	5,315.89

NOTE 34 | EMPLOYEE BENEFIT EXPENSES

(₹ in Lakhs)		
Particulars	For the Year Ended March 31, 2025	For the Year Ended March 31, 2024
Salaries and other benefits to Directors	2,585.00	2,220.00
Salaries, wages & other benefits to others	9,606.35	8,529.73
Contribution to Provident Fund and Other Funds	305.26	285.31
Employee Welfare and other amenities	361.08	330.43
Total Employee Benefit Expenses	12,857.69	11,365.47

(₹ in Lakhs)		
Particulars	For the Year Ended March 31, 2025	For the Year Ended March 31, 2024
Employer's Contribution to Pension Scheme	112.20	107.44
Employer's Contribution to Provident Fund	53.04	51.05
Total	165.24	158.49

(i) Reconciliation of opening and closing balances of the present value of the defined benefit obligation

(₹ in Lakhs)		
Particulars	As at March 31, 2025	As at March 31, 2024
Present value of Defined Benefit Obligation at the beginning of the Year	1,545.66	1,331.91
Add : Service Cost		
(a) Current Service Cost	114.59	102.41
(b) Past Service Cost	-	-
(c) Loss/(Gain) from Settlement	-	-
Add: Current Interest Cost	108.20	95.90
Add: Benefit Paid	(61.90)	(79.44)
Add: Remeasurements of Actuarial (Gain) / Loss		
(a) From changes in Demographic assumptions	-	-
(b) From changes in Financial assumptions	73.01	20.80
(c) From experience over the past year	52.48	74.08
Effect of Acquisition/ (Divestiture)	-	-
Transfer In/(Out)	-	-
Changes in Foreign Exchange Rates	-	-
Present value of Defined Benefit Obligation at the end of the Year	1,832.04	1,545.66

**Notes Forming an Integral Part of Standalone Financial Statements
For the Year Ended March 31, 2025 (Contd.)**

(ii) Reconciliation of opening & closing balances of fair value of plan assets

(₹ in Lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
Fair Value of Plan Asset at the beginning of the Year	1,647.57	1,412.31
Add: Contributions Paid by Employer	176.41	206.13
Add: Benefits Paid / (Received)	(61.90)	(79.44)
Add: Interest Income on Plan assets	112.20	98.42
Re-measurements		
(a) Actuarial (Loss)/Gain from changes in financial assumptions	-	-
(b) Return on plan assets excluding amount included in net interest on the net defined benefit liability/(asset)	11.66	10.15
(c) Changes in the effect of limiting a net defined benefit asset to the asset ceiling	-	-
Effect of Acquisition/ (Divestiture)	-	-
Transfer In/(Out)	-	-
Changes in foreign exchange rates	-	-
Fair Value of Plan Asset at the end of the Year	1,885.94	1,647.57
Actual Return on Plan Assets	123.86	108.57
Expected Employer Contributions for the coming year		

(iii) Expenses recognised in Statement Profit and Loss

(₹ in Lakhs)

Particulars	For the Year Ended March 31, 2025	For the Year Ended March 31, 2024
Service Cost		
(a) Current Service Cost	114.59	102.41
(b) Past Service Cost	-	-
(c) Loss/(Gain) from Settlement	-	-
Net Interest on net defined benefit liability/ (asset)	(4.00)	(2.52)
Employer Expenses	110.59	99.89

(iv) Net Liability/(Assets) recognised in the Balance Sheet

(₹ in Lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
Present Value of Defined Benefit Obligation at end of the Year	1,832.04	1,545.66
Less: Fair Value of Plan Asset at the end of the Year	1,885.94	1,647.57
Liability/ (Asset) recognised in the Balance Sheet	(53.90)	(101.91)
Funded Status [Surplus/(Deficit)]	53.90	101.91
Of which, Short term Liability		
Experience Adjustment on Plan Liabilities: (Gain)/Loss	52.48	74.08
Experience Adjustment on Plan Assets: Gain/(Loss)	-	-

**Notes Forming an Integral Part of Standalone Financial Statements
For the Year Ended March 31, 2025 (Contd.)**

(v) Percentage Break-down of Total Plan Assets

Particulars	As at March 31, 2025	As at March 31, 2024
Equity instruments	-	-
Debt instruments	-	-
Real estate	-	-
Derivatives	-	-
Investment Funds with Insurance Company	100.00%	100.00%
Of which, Unit Linked	-	-
Of which, Conservative/ Non-Unit Linked	100.00%	100.00%
Asset-backed securities	-	-
Structured debt	-	-
Cash and cash equivalents	-	-
Total	100.00%	100.00%

(vi) Assumptions used to determine the defined benefit obligation

Particulars	As at March 31, 2025	As at March 31, 2024
Salary Growth Rate	5.00 % P.A.	5.00 % P.A.
Discount Rate(p.a.)	6.4% P.A.	7% P.A.
Interest Rate on net DBO	7% P.A.	7.2% P.A.
Withdrawal Rate	5.00 % P.A.	5.00 % P.A.
Mortality Table Rate	IALM (2012-14) Ult	IALM (2012-14) Ult
Expected weighted average remaining working life	6.5 years	7 years

(vii) Movement in Other Comprehensive Income

(₹ in Lakhs)		
Particulars	For the Year Ended March 31, 2025	For the Year Ended March 31, 2024
Balance at start of year (Loss)/ Gain	(332.14)	(247.41)
Re-measurements on DBO		
(a) Actuarial (Loss)/Gain from changes in demographic assumptions	-	-
(b) Actuarial (Loss)/Gain from changes in financial assumptions	(73.01)	(20.80)
(c) Actuarial (Loss)/Gain from experience over the past period	(52.48)	(74.08)
Re-measurements on Plan Assets		
(a) Actuarial (Loss)/Gain from changes in financial assumptions	-	-
(b) Return on Plan assets,excluding amount included in net interest on the net defined benefit liability/(asset)	11.66	10.15
(c) Changes in the effect of limiting a net defined benefit asset to the asset ceiling	-	-
Balance at end of year (Loss)/ Gain	(445.97)	(332.14)

**Notes Forming an Integral Part of Standalone Financial Statements
For the Year Ended March 31, 2025 (Contd.)**

(viii) Sensitivity Analysis

Significant actuarial assumptions for the determination of the defined benefit obligation are discount rate, expected salary increase and mortality. The sensitivity analysis below has been determined based on reasonably possible changes of the assumptions occurring at the end of the reporting period, while holding all other assumptions constant. The results of the Sensitivity Analysis is given below:

Particulars	As At March 31, 2025	
	Increase by 1%	Decrease by 1%
Salary Growth Rate	increases by ₹ 132.23 Lakhs	decreases by ₹ 118.34 Lakhs
Discount Rate	decreases by ₹ 115.84 Lakhs	increases by ₹ 131.70 Lakhs
Withdrawal Rate	increases by ₹ 0.96 Lakhs	decreases by ₹ 10.91 Lakhs
Mortality (increase in expected lifetime by 1 year)	decreases by ₹ 0.27 Lakhs	-
Mortality (increase in expected lifetime by 3 years)	decreases by ₹ 0.80 Lakhs	-

Particulars	As At March 31, 2024	
	Increase by 1%	Decrease by 1%
Salary Growth Rate	increases by ₹ 110.18 Lakhs	decreases by ₹ 98.88 Lakhs
Discount Rate	decreases by ₹ 96.24 Lakhs	increases by ₹ 109.08 Lakhs
Withdrawal Rate	increases by ₹ 11.93 Lakhs	decreases by ₹ 13.46 Lakhs
Mortality (increase in expected lifetime by 1 year)	decreases by ₹ 0.32 Lakhs	-
Mortality (increase in expected lifetime by 3 years)	decreases by ₹ 0.96 Lakhs	-

Please note that the sensitivity analysis presented above may not be representative of the actual change in the defined benefit obligation as it is unlikely that the change in assumptions would occur in isolation of one another as some of the assumptions may be correlated.

(ix) Movement in Surplus/ (Deficit)

(₹ in Lakhs)

Particulars	For the Year Ended March 31, 2025	For the Year Ended March 31, 2024
Surplus/ (Deficit) at start of year	101.91	80.40
Add : Net Acquisition Adjustment	-	-
Transfer In / (Out) on net basis	-	-
<i>Movement during the year</i>		
Less : Current Service Cost	(114.59)	(102.41)
Less : Past Service Cost	-	-
Add : Net Interest on net DBO	4.00	2.52
Re-measurements [Gains/ (Losses)]	(113.83)	(84.73)
Add : Employer Contributions/ Benefits paid	176.41	206.13
Surplus/ (Deficit) at end of year	53.90	101.91

Notes Forming an Integral Part of Standalone Financial Statements For the Year Ended March 31, 2025 (Contd.)

(x) Risk Factors

Through its gratuity plans the Company is exposed to a number of risks, the most significant of which are detailed below:-

Interest Risk

A decrease in the bond interest rate will increase the plan liability; however, in case of gratuity plan this will be partially offset by an increase in the return on the plan's assets.

Longevity Risk

The present value of Gratuity plan liability is calculated by reference to the best estimate of the mortality of plan participants. An increase in the life expectancy of the plan participants will increase the plan's liability.

Salary Risk

The present value of the Gratuity plan liability is calculated by reference to the future salaries of plan participants. As such, an increase in the salary of the plan participants will increase the plan's liability.

Investment Risk

For funded plans that rely on Insurers for managing the assets, the value of assets certified by the Insurer may not be the fair value of Instruments backing the liability. In such cases, the present value of the assets is independent of the future discount rate. This can result in wide fluctuations in the net liability or the funded status if there are significant changes in the discount rate during the inter-valuation period.

NOTE 35 | FINANCE COSTS

(₹ in Lakhs)		
Particulars	For the Year Ended March 31, 2025	For the Year Ended March 31, 2024
Interest Expenses		
On Loans	-	62.66
On Leases	26.25	24.29
Bank Charges and Commission	142.77	145.06
Total Finance Costs	169.02	232.01

NOTE 36 | DEPRECIATION & AMORTISATION EXPENSES

(₹ in Lakhs)		
Particulars	For the Year Ended March 31, 2025	For the Year Ended March 31, 2024
Depreciation on Property, Plant and Equipment	4,808.35	5,355.29
Amortisation on Intangible Assets	138.85	168.71
Depreciation on Right of Use of Assets	190.64	135.84
Total Depreciation & Amortisation Expenses	5,137.84	5,659.84

**Notes Forming an Integral Part of Standalone Financial Statements
For the Year Ended March 31, 2025 (Contd.)**

NOTE 37 | OTHER EXPENSES

(₹ in Lakhs)

Particulars	For the Year Ended March 31, 2025	For the Year Ended March 31, 2024
Advertisement & Publicity Expenses	181.87	186.63
Auditors Remuneration:		
(i) Statutory Audit	34.00	32.50
(ii) Taxation Matters	19.40	11.50
(iii) Limited Review	12.75	12.00
(iv) Others	4.00	3.00
Remuneration to Cost Auditor	3.50	3.50
Consumption of Stores and Spares	72.46	79.64
Corporate Social Responsibility Expenses {refer to note no. 37.1}	1,080.80	837.21
Corporate Environmental Responsibility	-	25.40
Director Sitting Fees	31.60	35.15
Electricity Charges	99.87	67.93
Expected Credit Loss Provisions	60.58	76.98
Freight and Forwarding Charges	6,381.24	3,938.68
Insurance Charges	510.36	530.61
Laboratory Expenses	171.88	167.41
Legal and Professional Fees	1,088.96	2,247.71
Other Administrative Expenses	311.28	348.97
Postage, Telephone and Telegram	135.65	154.78
Power, Fuel and Water Charges	10,278.82	8,900.85
Printing and Stationery Expenses	45.10	43.59
Product Registration Fees	23.52	28.38
Bad Debts	-	63.43
Rent, Rates and Taxes	661.11	1,280.29
Repairs and Maintenance to:		
(i) Factory Building	126.13	111.97
(ii) Machinery	1,431.01	1,428.82
(iii) Others	445.31	379.18
Sales Promotion Expenses	129.48	268.35
Sales Commission	916.83	796.20
Security Charges	418.95	327.28
Seminar & Trade fair Expenses	563.77	410.65
Subscription, Membership, Books & Periodicals	315.67	148.72
Travelling and Conveyance Expenses	714.02	577.70
Vehicle Expenses	99.12	103.48
Total Other Expenses	26,369.04	23,628.49

Notes Forming an Integral Part of Standalone Financial Statements For the Year Ended March 31, 2025 (Contd.)

NOTE 37.1 | CORPORATE SOCIAL RESPONSIBILITY EXPENSES:

The Company has spent an amount of ₹ 365.44 Lakhs pertaining to FY 2024-25 and ₹ 363.16 Lakhs pertaining to FY 2023-24 towards various CSR projects for the purpose other than construction/ acquisition of any asset. The Company has transferred ₹ 715.36 Lakhs (i.e. unspent amount for the ongoing CSR projects of the Company for the FY 2024-25) and ₹ 474.05 in FY 2023-24 to a separate bank account specially opened by the Company for the CSR.

(₹ in Lakhs)		
Particulars	For the Year Ended March 31, 2025	For the Year Ended March 31, 2024
A) Gross amount required to be spent by the Company during the year	1,080.80	837.21
B) Amount spent during the year		
(i) Construction/acquisition of any asset	NIL	NIL
(ii) On purposes other than (i) above	365.44	363.16
C) Details related to spent / unspent obligations:		
(i) Amount spent in relation to Ongoing Project	155.10	319.50
(ii) Amount spent in relation to other than Ongoing Project	202.40	38.66
(iii) Amount spent in administrative Overheads	7.94	5.00
(iv) Amount transferred to Unspent CSR Account for Ongoing Projects	715.36	474.05
D) Amounts available for set-off in the succeeding financial year	-	-

NOTE 38 | RECONCILIATION OF REPORTED PROFIT TO TOTAL TAX EXPENSE

(₹ in Lakhs)		
Particulars	For the Year Ended March 31, 2025	For the Year Ended March 31, 2024
Profit before Tax	52,464.41	49,348.97
Applicable Income Tax rate	25.17%	25.17%
Expected income tax expense	13,205.29	12,421.14
Tax effect of adjustments to reconcile expected income tax expense to reported income tax expense:		
Effect of Expenses / Provisions not deductible in determining taxable profit	117.42	168.04
Other Permanent Differences	329.84	260.82
Other Temporary Differences	(154.39)	(256.17)
Reported Income Tax Expenses	13,498.16	12,593.83

**Notes Forming an Integral Part of Standalone Financial Statements
For the Year Ended March 31, 2025 (Contd.)**

NOTE 39 DEFERRED TAX EXPENSES / (INCOME)

(₹ in Lakhs)

Particulars	For the Year Ended March 31, 2025	For the Year Ended March 31, 2024
Tax effect of items constituting deferred tax liabilities		
Others	(136.76)	(26.90)
Sub Total (A)	(136.76)	(26.90)
Tax effect of items constituting deferred tax assets		
Property, Plant and Equipments & Intangible Assets	81.15	236.94
Others	15.24	19.25
Sub Total (B)	96.39	256.19
Deferred tax Expenses / (Income) [A-B]	(233.15)	(283.09)

NOTE 40 EARNINGS PER EQUITY SHARE

(₹ in Lakhs)

Particulars	For the Year Ended March 31, 2025	For the Year Ended March 31, 2024
(a) Computation of Profit (numerator)		
Net profit attributable to shareholders (₹ in Lakhs)	38,966.25	36,755.14
(b) Weighted average number of shares (denominator)		
Weighted Average number of Equity Shares used as denominator for calculating Basic & Diluted EPS	3,06,59,976	3,06,59,976
EPS (Basic & Diluted) (In ₹)	127.09	119.88

NOTE 41 CONTINGENT LIABILITIES AND COMMITMENTS

(₹ in Lakhs)

Particulars	For the Year Ended March 31, 2025	For the Year Ended March 31, 2024
Contingent Liabilities		
Income tax liability that may arise in respect of matters in appeal	889.35	826.35
Indirect tax liability that may arise in respect of matters in appeal	27.16	27.16
Commitments		
Estimated contracts remaining to be executed on capital account not provided	2,150.26	803.82
Bank Guarantee	1,234.04	1,430.55

The Financial Statements of the Company for the year ended March 31, 2025 has been approved by the Board of Directors in its meeting held on May 8, 2025. For the year ended March 31, 2025, dividend of ₹ 11/- per share (Total dividend of ₹ 3,372.60 Lakhs) has been recommended by the Board of Directors at its meeting held on May 8, 2025. The same is subject to the approval of shareholders in the ensuing Annual General Meeting of the Company and therefore proposed dividend has not been recognised as liability as at the Balance Sheet Date in line with Ind AS - 10 "Events after the Reporting Period."

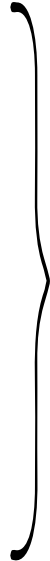
It is not practicable for the Company to estimate the timings of the cash outflows, if any, in respect of the above contingent liabilities pending resolution of the respective proceedings. The Company does not expect any reimbursement in respect of the above contingent liabilities.

Notes Forming an Integral Part of Standalone Financial Statements For the Year Ended March 31, 2025 (Contd.)

NOTE 42 | RELATED PARTY TRANSACTIONS DISCLOSURE:

The Disclosure pertaining to the related parties as required by Indian Accounting Standard 24 issued by Ministry of Corporate Affairs (MCA), as prescribed in section 133 read with companies (Indian accounting Standards) Rule, 2015 as amended are indicated below

(a) List of Related Parties and Relationships

Sr. No	Name of the Related Party	Nature of Relationship
	Key Management Personnel (KMP)	
1	Mukesh Maganlal Shah	Chairman & Executive Director (Chairman & Managing Director till March 31, 2024)
2	Jayen Ramesh Shah	Managing Director (Executive Director & CEO till March 31, 2024)
3	Tushar Ramesh Shah	Executive Director & CEO (Executive Director & CFO till March 31, 2024)
4	Bimal Mukesh Shah	Executive Director
5	Nikhil Dattatraya Kamat	Executive Director (w.e.f. June 27, 2022)
6	Thiruvengadam Parthasarathi	Non-Executive Independent Director
7	Mahesh Pansukhlal Sarda	Non-Executive Independent Director
8	Kaushik Dwarkadas Shah	Non-Executive Independent Director
9	Prakash Krishnaji Apte	Non-Executive Independent Director
10	Pratima Madhukar Umarji	Non-Executive Independent Director
11	Rashi Mehta	Non-Executive Independent Director (w.e.f. February 2, 2024)
	Relatives of KMP	
12	Late Jyotsna Ramesh Shah ^	 Relatives of KMP
13	Jayshree Mukesh Shah	
14	Neeta Jayen Shah	
15	Bina Tushar Shah	
16	Akruti Bimal Shah	
17	Manali Vishal Doshi	
18	Shaili Nirav Doshi	
19	Rhea Tushar Shah	
20	Esha Tushar Shah	
21	Ramesh M. Shah - HUF	
22	Jayen R. Shah - HUF	
23	Tushar R. Shah - HUF	
24	Neeta Warty	
25	Nisha Rege	
26	Suneet Nikhil Kamat	

**Notes Forming an Integral Part of Standalone Financial Statements
For the Year Ended March 31, 2025 (Contd.)**

Sr. No	Name of the Related Party	Nature of Relationship
	Significant Influence by KMP	
28	Smoothex Chemicals Private Limited	} Significant influence by KMP
29	Fine Organics	
30	Olefine Organics	
31	Oleofine Organics SDN. BHD.	
32	Fine Organic Industries	
33	Universal Legal (w.e.f. February 2, 2024)	
	Subsidiaries	
34	Fine Organics (USA) Inc.	} Wholly owned Subsidiaries
35	Fine Organics Europe BV	
36	Fine Organic Industries (SEZ) Pvt. Ltd. (w.e.f. October 10, 2023)	
	Joint Ventures	
37	Fine Zeelandia Private Limited	} Joint Venture Entities
38	Fine Organic Industries (Thailand) Co. Ltd.	

^ Deceased on December 7, 2023

(b) Transactions (in aggregate) with Related Parties during the period and their closing balances at the period end

(₹ in Lakhs)

Sr. No.	Particulars	Transactions during the period		Closing Balance	
		April 2024 to March 2025	April 2023 to March 2024	As At March 31, 2025	As At March 31, 2024
1	Director's Remuneration				
	Mukesh Maganlal Shah	579.00	495.00	45.75	45.75
	Jayen Ramesh Shah	579.00	495.00	45.75	45.75
	Tushar Ramesh Shah	579.00	495.00	45.75	45.75
	Bimal Mukesh Shah	579.00	495.00	45.75	45.75
	Nikhil Dattatraya Kamat	194.00	165.00	12.82	12.82
	Thiruvengadam Parthasarathi	15.00	15.00	13.50	13.50
	Mahesh Pansukhlal Sarda	15.00	15.00	13.50	13.50
	Kaushik Dwarkadas Shah	15.00	15.00	13.50	13.50
	Prakash Krishnaji Apte	15.00	15.00	13.50	13.50
	Pratima Madhukar Umarji	15.00	15.00	13.50	13.50
2	Director's Sitting Fees				
	Thiruvengadam Parthasarathi	4.85	8.70	-	-
	Mahesh Pansukhlal Sarda	6.05	7.25	-	-
	Kaushik Dwarkadas Shah	6.80	6.70	-	-
	Prakash Krishnaji Apte	7.90	9.55	-	-
	Pratima Madhukar Umarji	3.00	2.95	-	-
	Rashi Mehta	3.00	-	-	-

**Notes Forming an Integral Part of Standalone Financial Statements
For the Year Ended March 31, 2025 (Contd.)**

(₹ in Lakhs)

Sr. No.	Particulars	Transactions during the period		Closing Balance	
		April 2024 to March 2025	April 2023 to March 2024	As At March 31, 2025	As At March 31, 2024
3	Sale of Goods				
	Oleofine Organics SDN BHD	1,530.78	1,841.92	38.23	133.73
	Fine Organics (USA) Inc.	22,578.60	12,906.14	8,696.26	5,251.20
	Fine Organics Europe BV	7,540.24	6,696.33	1,565.37	2,697.86
	Fine Organic Industries (Thailand) Co., Ltd.	39.76	-	39.85	-
	Fine Zeelandia Private Limited	2,237.26	1,800.70	189.46	254.91
4	Sale of Services				
	Fine Zeelandia Private Limited	-	4.69	-	-
5	Sale of Components				
	Oleofine Organics SDN BHD	1.51	13.20	-	13.38
	Fine Zeelandia Private Limited	-	11.39	-	-
	Fine Organic Industries (Thailand) Co.Ltd.	-	143.39	-	-
6	Purchase of Goods				
	Fine Organic Industries (Thailand) Co. Ltd.	998.95	-	(419.97)	-
7	Dividend paid				
	Late Jyotsna Ramesh Shah	-	389.33	-	-
	Tushar Ramesh Shah	508.97	332.93	-	-
	Jayen Ramesh Shah	481.42	308.13	-	-
	Bimal Mukesh Shah	320.08	162.92	-	-
	Mukesh Maganlal Shah	191.83	158.76	-	-
	Neeta Jayen Shah	65.99	59.39	-	-
	Bina Tushar Shah	57.44	51.69	-	-
	Jayshree Mukesh Shah	56.86	51.17	-	-
	Akruti Bimal Shah	44.72	40.25	-	-
	Ramesh M. Shah HUF	30.85	27.77	-	-
	Jayen R. Shah HUF	30.70	27.63	-	-
	Shaili Nirav Doshi	12.29	11.06	-	-
	Rhea Tushar Shah	10.66	9.60	-	-
	Esha Tushar Shah	10.66	9.60	-	-
	Manali Vishal Doshi	7.66	6.90	-	-
	Tushar R. Shah HUF	10.32	9.29	-	-
	Neeta Rajeev Warty	0.50	0.45	-	-
	Nisha Umesh Rege **	-	-	-	-
	Archana Yatin Sankholkar	222.64	-	-	-
	Anjali Kunal Patil	222.64	-	-	-

**Notes Forming an Integral Part of Standalone Financial Statements
For the Year Ended March 31, 2025 (Contd.)**

(₹ in Lakhs)

Sr. No.	Particulars	Transactions during the period		Closing Balance	
		April 2024 to March 2025	April 2023 to March 2024	As At March 31, 2025	As At March 31, 2024
8	Salary to Relatives				
	Manali Vishal Doshi	50.74	40.30	-	-
	Rhea Tushar Shah	25.19	13.50	-	-
	Suneet Nikhil Kamat	33.24	27.08	-	-
9	Export Commission				
	Olefine Organics SDN BHD	2.63	1.68	2.57	1.67
10	Security Deposit - Rent (*)				
	Fine Organic Industries	-	-	16.49	15.41
	Olefine Organics	-	-	2.62	3.00
11	Rent Expenses				
	Fine Organics	4.98	4.74	-	-
	Fine Organic Industries	157.25	151.23	-	-
	Olefine Organics	72.04	68.69	-	-
	Smoothex Chemicals Pvt Ltd	4.98	4.74	-	-
	Jayen Ramesh Shah	29.56	-	-	-
	Tushar Ramesh Shah	29.56	-	-	-
	Late Jyotsna Ramesh Shah	-	34.14	-	-
	Jayshree Mukesh Shah	9.26	8.82	-	-
	Bina Tushar Shah	10.93	10.41	-	-
	Archana Yatin Sankholkar	12.19	-	-	-
	Anjali Kunal Patil	14.39	-	-	-
	Fine Zeelandia Private Limited	16.64	17.45	-	-
12	Professional Services				
	Universal Legal	-	2.48	-	-
13	Prepaid Rent Balance as at March 31, 2024 (*)				
	Fine Organic Industries	-	-	1.51	2.59
	Olefine Organics	-	-	0.38	-
14	Advance given to and (repaid) from Subsidiaries				
	Fine Organic Industries (SEZ) Pvt. Ltd	-	41.00	-	-
	Fine Organic Industries (SEZ) Pvt. Ltd	-	(41.00)		
15	Reimbursement of Expenses				
	Mukesh Maganlal Shah	0.28	0.24	-	-
	Jayen Ramesh Shah	0.09	-	-	-
	Bimal Mukesh Shah	0.02	0.42	-	-
	Prakash Krishnaji Apte	1.05	1.85	0.61	-
	Mahesh Pansukhlal Sarda	0.63	-	-	-
	Suneet Nikhil Kamat	0.68	-	-	-

**Notes Forming an Integral Part of Standalone Financial Statements
For the Year Ended March 31, 2025 (Contd.)**

(₹ in Lakhs)

Sr. No.	Particulars	Transactions during the period		Closing Balance	
		April 2024 to March 2025	April 2023 to March 2024	As At March 31, 2025	As At March 31, 2024
16	Investments in equity instruments				
	Fine Organics (USA) Inc. (*)	-	-	189.13	189.13
	Fine Organics Europe BV (*)	-	-	34.84	34.84
	Fine Zeelandia Private Limited	-	-	4,028.43	4,028.43
	Fine Organic Industries (Thailand) Co.Ltd.	-	-	1,050.34	1,050.34
	Fine Organic Industries (SEZ) Pvt Ltd	-	250.00	250.00	250.00
17	Investment in Debt Instrument - Preference shares				
	Fine Organic Industries (SEZ) Pvt Ltd	6,500.00	6,000.00	12,500.00	6,000.00
18	Interest Income on Loan, advances and Security deposit (*)				
	Fine Organic Industries (SEZ) Pvt Ltd	-	0.95	-	-
	Fine Organic Industries	1.08	0.71	-	-
	Olefine Organics	0.17	-	-	-

* Includes Ind AS adjustments

** Represents amounts less than ₹1000

Outstanding balances at the year-end are unsecured and interest free and settlement occurs in cash. There have been no guarantees provided or received for any related party receivables or payables. For the year ended March 31, 2025, the Company has not recorded any impairment of receivables relating to amounts owed by related parties (March 31, 2024: Nil). This assessment is undertaken each financial year through examining the financial position of the related party and the market in which the related party operates. (Disclosure of compensation paid to Key Managerial person)

NOTE 43 | OPERATING SEGMENT DISCLOSURE

The Company has identified its reportable segment as “Specialty chemicals” since the Chief Operating Decision Maker (CODM) evaluates the Company’s performance as a single segment in terms of Indian Accounting Standard 108 issued by Ministry of Corporate Affairs (MCA), as prescribed in section 133 read with companies (Indian accounting Standards) Rule, 2015 as amended are indicated below

NOTE 43.1 | DISCLOSURE FOR ASSETS OUTSIDE INDIA

The Company does not have any non-current non-financial assets outside India

NOTE 43.2 | DISCLOSURE FOR MAJOR CUSTOMERS MORE THAN 10%

With Following customer, the Company has transactions of more than 10% of the revenue

Particulars	For the Year Ended March 31, 2025	For the Year Ended March 31, 2024
Fine Organics (USA), INC ^	22,578.60	-

^ Nil in the previous year as it is less than 10% of the total revenue.

Notes Forming an Integral Part of Standalone Financial Statements For the Year Ended March 31, 2025 (Contd.)

NOTE 43.3 | GEOGRAPHIC INFORMATION

The geographic information analyse the Company's revenue and non-current assets by the Company's country of domicile and other countries. In presenting the geographical information, segment revenue has been based on the geographic location of customers and segments assets were based on the geographic location of the respective non-current assets.

The product offerings which are part of the specialty chemicals portfolio of the Company are managed on a worldwide basis from India.

The Company has disaggregated its revenue from contracts with customers and trade receivables on a geographical basis as under:

Particulars	For the Year Ended March 31, 2025	For the Year Ended March 31, 2024
- In India	92,456.73	91,237.45
- Outside India	1,27,108.32	1,03,836.26
Total Revenue from operations	2,19,565.05	1,95,073.71

Particulars	As at March 31, 2025	As at March 31, 2024
Trade Receivables		
- In India	9,765.77	9,904.13
- Outside India	27,177.49	25,186.65
Less : Expected Credit Loss on Trade Receivables	(347.96)	(287.38)
Total	36,595.30	34,803.40

NOTE 44 | INTERNAL FINANCIAL CONTROL SYSTEM

The Company implements and manages efficient internal control systems to ensure that all assets are safeguarded and protected against loss from unauthorised use or disposition, by maintaining proper records and reports in a timely manner. This is supplemented by an extensive programme of internal audit, reviewed by the Management and relevant policies, guidelines and procedures. The internal control is designed to ensure the reliability of financial and other records for preparing precise financial statements, maintaining accountability of assets and more. The Management is committed to regularly reviewing and making relevant amendments to the internal control system, as and when required.

The Company's process framework provides well-documented standard operating procedures and authorities with adequate built-in controls. The internal control is further enhanced by an extensive programme of internal, external audits and periodic reviews by the Management.

The Company adopts and follows a risk mitigation strategy and reviews risk occurrence to find probable mitigation strategies. The Company's Risk Management Committee reviews risks and mitigation measures at regular intervals, and accordingly initiates corrective steps at times of need.

**Notes Forming an Integral Part of Standalone Financial Statements
For the Year Ended March 31, 2025 (Contd.)**

NOTE 45 | DISCLOSURE PURSUANT TO SECTION 186 (4) OF THE COMPANIES ACT, 2013

(a) Investment Made in Subsidiaries and Joint Venture companies (At Amortised Cost)

(₹ in Lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
Fine Organics (USA), Inc. (#)	189.13	189.13
Fine Organics Europe BV (#)	34.84	34.84
Fine Zeelandia Private Limited	4,028.43	4,028.43
Fine Organic Industries (SEZ) Pvt Ltd.	12,750.00	6,250.00
Fine Organic Industries (Thailand) Co., Ltd	1,050.34	1,050.34

(#) Amount includes on account of Ind AS adjustment towards Notional Interest and not for actual addition in Investment .

NOTE 46 | FAIR VALUES

(₹ in Lakhs)

Particulars	Carrying value		Fair value	
	April 2024 to March 2025	April 2023 to March 2024	As At March 31, 2025	As At March 31, 2024
FINANCIAL ASSETS				
A) Financial assets at fair value through statement of profit & loss	-	-	-	-
B) Financial assets at fair value through OCI				
Non Current Financial Assets: Investments	-	4.88	-	4.88
C) Financial assets at amortised cost				
Non Current Financial Assets : Investments	18,052.74	11,552.74	18,052.74	11,552.74
Non Current Financial Assets : Loans	89.97	121.28	89.97	121.28
Non Current Financial Assets : Others	21,334.42	1,239.41	21,334.42	1,239.41
Current Financial Assets : Trade Receivables	36,595.30	34,803.40	36,595.30	34,803.40
Current Financial Assets : Cash and Cash Equivalents	13,021.34	60,754.80	13,021.34	60,754.80
Current Financial Assets : Bank Balances	76,079.42	35,346.11	76,079.42	35,346.11
Current Financial Assets : Loans	62.87	65.29	62.87	65.29
Current Financial Assets : Others	154.04	14.50	154.04	14.50
FINANCIAL LIABILITIES				
A) Financial liabilities at fair value through statement of profit & loss	-	-	-	-
B) Financial liabilities at amortised cost:				
Non Current Financial Liabilities : Lease Liability	88.06	246.96	88.06	246.96
Current Financial Liabilities : Lease Liability	177.40	176.22	177.40	176.22
Current Financial Liabilities : Trade Payables	15,080.58	13,197.12	15,080.58	13,197.12
Current Financial Liabilities : Others	231.04	264.00	231.04	264.00

In all cases, the management has assessed that the fair value of all financial assets and liabilities at Amortised Cost approximate their carrying amounts as stated above.

**Notes Forming an Integral Part of Standalone Financial Statements
For the Year Ended March 31, 2025 (Contd.)**

NOTE 47 | FAIR VALUES HIERARCHY

The following table provides the fair value measurement hierarchy of the Company's assets and liabilities.

Note 47.1 - Quantitative disclosures fair value measurement hierarchy for assets and liabilities as at March 31, 2025 :

(₹ in Lakhs)

Particulars	Carrying Value		Fair value measurement using		
	Date of Valuation	Total	Level 1*	Level 2*	Level 3*
FINANCIAL ASSETS					
A] Financial assets at fair value through statement of profit & loss		-	-	-	-
B] Financial assets at fair value through OCI					
Non Current Financial Assets: Investments		-	-	-	-
C] Financial assets at amortised cost					
Non Current Financial Assets : Investments	March 31, 2025	18,052.74	-	-	18,052.74
Non Current Financial Assets : Loans	March 31, 2025	89.97	-	-	89.97
Non Current Financial Assets : Others	March 31, 2025	21,334.42	-	-	21,334.42
Current Financial Assets : Trade Receivables	March 31, 2025	36,595.30	-	-	36,595.30
Current Financial Assets : Cash and Cash Equivalents	March 31, 2025	13,021.34	-	-	13,021.34
Current Financial Assets : Bank Balances	March 31, 2025	76,079.42	-	-	76,079.42
Current Financial Assets : Loans	March 31, 2025	62.87	-	-	62.87
Current Financial Assets : Others	March 31, 2025	154.04	-	-	154.04
FINANCIAL LIABILITIES					
A] Financial liabilities at fair value through statement of profit & loss			-	-	-
B] Financial liabilities at amortised cost:					
Non Current Financial Liabilities : Lease Liability	March 31, 2025	88.06	-	-	88.06
Current Financial Liabilities : Lease Liability	March 31, 2025	177.40	-	-	177.40
Current Financial Liabilities : Trade Payables	March 31, 2025	15,080.58	-	-	15,080.58
Current Financial Liabilities : Others	March 31, 2025	231.04	-	-	231.04

In all cases, the management has assessed that the fair value of all financial assets and liabilities at Amortised Cost approximate their carrying amounts as stated above.

Note 47.2 - Quantitative disclosures fair value measurement hierarchy for assets and liabilities as at March 31, 2024 :

(₹ in Lakhs)

Particulars	Carrying Value		Fair value measurement using		
	Date of Valuation	Total	Level 1*	Level 2*	Level 3*
FINANCIAL ASSETS					
A] Financial assets at fair value through statement of profit & loss		-	-	-	-
B] Financial assets at fair value through OCI					
Non Current Financial Assets: Investments	March 31, 2024 {Refer Note No. 47.3}	4.88	-	4.88	-

**Notes Forming an Integral Part of Standalone Financial Statements
For the Year Ended March 31, 2025 (Contd.)**


(₹ in Lakhs)

Particulars	Carrying Value		Fair value measurement using		
	Date of Valuation	Total	Level 1*	Level 2*	Level 3*
C] Financial assets at amortised cost					
Non Current Financial Assets : Investments	March 31, 2024	11,552.74	-	-	11,552.74
Non Current Financial Assets : Loans	March 31, 2024	121.28	-	-	121.28
Non Current Financial Assets : Others	March 31, 2024	1,239.41	-	-	1,239.41
Current Financial Assets : Trade Receivables	March 31, 2024	34,803.40	-	-	34,803.40
Current Financial Assets : Cash and Cash Equivalents	March 31, 2024	60,754.80	-	-	60,754.80
Current Financial Assets : Bank Balances	March 31, 2024	35,346.11	-	-	35,346.11
Current Financial Assets : Loans	March 31, 2024	65.29	-	-	65.29
Current Financial Assets : Others	March 31, 2024	14.50	-	-	14.50
FINANCIAL LIABILITIES					
A] Financial liabilities at fair value through statement of profit & loss		-	-	-	-
B] Financial liabilities at amortised cost:					
Non Current Financial Liabilities : Lease Liability	March 31, 2024	246.96	-	-	246.96
Current Financial Liabilities : Lease Liability	March 31, 2024	176.22	-	-	176.22
Current Financial Liabilities : Trade Payables	March 31, 2024	13,197.12	-	-	13,197.12
Current Financial Liabilities : Others	March 31, 2024	264.00	-	-	264.00

Note 47.3 - Quantitative disclosures & Valuation Technique

Sr. No	Name of the Related Party	Nature of Relationship
	FINANCIAL ASSETS	
A] Financial assets at fair value through statement of profit & loss		Not Applicable
B] Financial assets at fair value through OCI		
	Non Current Financial Assets: Investments	Level - 2: The fair value is determined as on the reporting date based on value per share derived from a net worth of the Company as per the latest available annual report, since there is no other publically available market based information for similar entities.
C] Financial assets at amortised cost		
	Non Current Financial Assets : Investments	<div style="display: flex; align-items: center;"> <div style="font-size: 4em; margin-right: 10px;">}</div> <div> Level - 3: The fair value is determined as on the reporting date based on amortised cost method by considering the discount rates based on yields of comparable investments or the transaction values where these are short term in nature. </div> </div>
	Non Current Financial Assets : Loans	
	Non Current Financial Assets : Others	
	Current Financial Assets : Trade Receivables	
	Current Financial Assets : Cash and Cash Equivalents	
	Current Financial Assets : Bank Balances	
	Current Financial Assets : Loans	
	Current Financial Assets : Others	

**Notes Forming an Integral Part of Standalone Financial Statements
For the Year Ended March 31, 2025 (Contd.)**

Sr. No	Name of the Related Party	Nature of Relationship
FINANCIAL LIABILITIES		
A]	Financial liabilities at fair value through statement of profit & loss	Not Applicable
B]	Financial liabilities at amortised cost:	
	Non Current Financial Liabilities : Borrowings (Including Current Maturity on Long Term Borrowing)	
	Non Current Financial Liabilities : Lease Liability	
	Non Current Financial Liabilities : Others	
	Current Financial Liabilities : Lease Liability	
	Current Financial Liabilities : Trade Payables	
	Current Financial Liabilities : Others	

Level - 3: The fair value is determined as on the reporting date based on amortised cost method.

NOTE 48 | CAPITAL MANAGEMENT

For the purposes of the Company's capital management, capital includes issued equity share capital, all other reserves and borrowed capital less reported cash and cash equivalents.

The primary objective of the Company's capital management is to maintain an efficient capital structure to reduce the cost of capital, support the corporate strategy and to maximise shareholder's value.

The Company's policy is to borrow primarily through banks to maintain sufficient liquidity. The Company also maintains certain undrawn committed credit facilities to provide additional liquidity. These borrowings, together with cash generated from operations are utilised for operations of the Company.

The Company monitors capital on the basis of cost of capital. The Company is not subject to any externally imposed capital requirements.

The following table summaries the capital of the Company:

(₹ in Lakhs)		
Particulars	As at March 31, 2025	As at March 31, 2024
Long Term Borrowing (including current maturities of long term borrowings)	-	-
Less: Cash and cash equivalents	13,021.34	60,754.80
TOTAL BORROWING (NET)	(13,021.34)	(60,754.80)
Equity Share Capital	1,533.00	1,533.00
Other Equity	2,20,261.97	1,84,595.90
TOTAL EQUITY	2,21,794.97	1,86,128.90
Gearing ratio (Net Debt/ Total Equity)	(0.06)	(0.33)

No changes were made to the objectives, policies or processes for managing capital during the years ended March 31, 2025 and March 31, 2024.

Notes Forming an Integral Part of Standalone Financial Statements For the Year Ended March 31, 2025 (Contd.)

NOTE 49 | FINANCIAL RISK MANAGEMENT FRAMEWORK

A] Financial Risk Management

The Company monitors capital on the basis of cost of capital. The Company is not subject to any externally imposed capital requirements.

1 Market Risk

Market Risks arise due to Changes in Interest rates, Foreign Exchange rates and changes in Market prices.

(i) Interest Rate Risks

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market rates. The Company's exposure to the risk of changes in market rates relates primarily to the Company's long-term debt obligations with floating interest rates.

The Company's policy is generally to undertake long-term borrowings using facilities that carry floating-interest rate. The Company manages its interest rate risk by entering into interest rate swaps, in which it agrees to exchange, at specified intervals, the difference between fixed and variable rate interest amounts calculated by reference to an agreed-upon notional principal amount.

Moreover, the short-term borrowings of the Company do not have a significant fair value or cash flow interest rate risk due to their short tenure.

As the Company does not have exposure to any floating-interest bearing assets its interest income and related cash inflows are not materially affected by changes in market interest rates.

As at the end of reporting period, the Company had following long term variable interest rate borrowings and derivatives to hedge the interest rate risk as follows:

(₹ in Lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
Notional value of liability	-	-
Less: Interest Rate Swap on above Liability	-	-
Net exposure	-	-

Disclosure of Effects of Interest Rate Swaps Hedge accounting on Financial Position as at March 31, 2025

(₹ in Lakhs)

Particulars	Nominal value of liability	Carrying amount of hedging instrument	Maturity date	Hedge ratio
Interest Rate Risk				
- Interest Rate Swaps	-	-	December 2023	1:1

**Disclosure for gain / (loss) recognised in cashflow hedging reserve and recycled during the year
For FY 2024-25**

(₹ in Lakhs)

Particulars	Opening Balance	Net amount recognised	Recycled			Closing Balance
			Net amount to P & L	Net amount added to non financial assets	Total amount recycled	
Forex - Interest Rate Swaps	-	-	-	-	-	-

**Notes Forming an Integral Part of Standalone Financial Statements
For the Year Ended March 31, 2025 (Contd.)**

For FY 2023-24

(₹ in Lakhs)

Particulars	Opening Balance	Net amount recognised	Recycled			Closing Balance
			Net amount to P & L	Net amount added to non financial assets	Total amount recycled	
Forex - Interest Rate Swaps	(22.44)	-	-	22.44	22.44	-

Interest rate sensitivity

No sensitivity analysis is prepared as the Company does not expect any material effect on the Company's results arising from the effects of reasonably possible changes to interest rates on interest bearing financial instruments at the end of the reporting period.

(ii) Foreign Currency Risks

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate due to changes in foreign exchange rates. The Company enters into forward exchange contracts to hedge its foreign currency exposures in US\$ and Euro.

a) Exposure in foreign currency - Hedged

The Company enters into forward exchange contracts to hedge against its foreign currency exposures relating to the underlying transactions and firm commitments. The Company does not enter into any Derivative Instruments for trading and Speculation purposes.

The Forward Exchange Contracts used for hedging foreign exchange currency exposure and outstanding as at reporting date as at under:

(₹ in Lakhs)

Particulars	As At March 31, 2025			As At March 31, 2024		
	No. of Contracts	Amount in Foreign Currency	Indian Rupee Equivalent	No. of Contracts	Amount in Foreign Currency	Indian Rupee Equivalent
Forward Contract to Sell	227	\$404.50	34,617.68	67	\$157.50	13,131.39
Forward Contract to Purchase	118	\$173.20	14,822.30	11	\$26.00	2,167.72
Forward Contract to Sell	99	€ 157.50	14,541.12	32	€ 74.00	6,676.12

b) The unhedged exposures as at the end of the reporting date are as follows

(₹ in Lakhs)

Particulars	As At March 31, 2025		As At March 31, 2024	
	Indian Rupees	Foreign Currency	Indian Rupees	Foreign Currency
Financial Assets				
Trade Receivables (US\$)	23,177.34	\$ 270.82	6,802.48	\$81.59
Trade Receivables (EUR)	4,226.11	€ 45.77	-	-
Financial Liabilities				
Trade Payables (US\$)	1,048.61	\$ 12.25	-	-
Trade Payables (EUR)	22.40	€ 0.24	53.23	€ 0.59
Trade Payables (GBP)	45.93	£ 0.41	1.04	£ 0.01
Trade Payables (CHF)	23.38	F 0.24	-	-

**Notes Forming an Integral Part of Standalone Financial Statements
For the Year Ended March 31, 2025 (Contd.)**

(₹ in Lakhs)

Particulars	As At March 31, 2025		As At March 31, 2024	
	Indian Rupees	Foreign Currency	Indian Rupees	Foreign Currency
Net Exposure - US\$	22,128.73	258.57	6,802.48	81.59
Net Exposure - EUR	4,203.71	45.53	(53.23)	(0.59)
Net Exposure - GBP	(45.93)	(0.41)	(1.04)	(0.01)
Net Exposure - CHF	(23.38)	(0.24)	-	-

In case of change in the currencies by 1%, the change in the profit would be as under :

(₹ in Lakhs)

Particulars	As At March 31, 2025			As At March 31, 2024		
	Change	US\$	EURO €	Change	US\$	EURO €
1% Depreciation in ₹	1%	221.29	42.04	1%	68.02	(0.53)
1% Appreciation in ₹	1%	(221.29)	(42.04)	1%	(68.02)	0.53

Particulars	As At March 31, 2025			As At March 31, 2024		
	Change	GBP	CHF	Change	GBP	CHF
1% Depreciation in ₹	1%	(0.46)	(0.23)	1%	(0.01)	-
1% Appreciation in ₹	1%	0.46	0.23	1%	0.01	-

(iii) Market Price Risks

The Company is exposed to the price risk associated with purchasing of the raw materials. The Company typically does not enter into formal long-term arrangements with our vendors. Therefore, fluctuations in the price and availability of raw materials may affect the Company's business and results of operations. To mitigate this the Company has a risk management strategy in place wherein the senior management reviews the supply chain scenarios, commodity prices and supplier contracts periodically to avoid material impact on profitability of the Company.

2) Credit Risk

Credit Risk is the risk that a counterparty will default on its contractual obligations resulting in a financial loss to the Company. It arises from credit exposure to customers, financial instruments vis., Investments in Equity Shares and Balances with Banks.

The Company holds cash and cash equivalents with banks which are having highest safety rankings and hence has a low credit risk.

The Company's exposure to credit risk is influenced mainly by the individual characteristics of each customer. The demographics of the customer, including the default risk of the industry and country in which the customer operates, also has an influence on credit risk assessment. Credit risk is managed through credit approvals, establishing credit limits (generally between 30 to 90 days) and continuously monitoring the creditworthiness of customers to which the Company grants credit terms in the normal course of business. The outstanding trade receivables due for a period exceeding 180 days as at the year ended March 31, 2025 is 0.75% (P.Y. 1.46%) of the total trade receivables. The Company uses Expected Credit Loss (ECL) Model to assess the impairment loss or gain.

**Notes Forming an Integral Part of Standalone Financial Statements
For the Year Ended March 31, 2025 (Contd.)**

3) Liquidity Risk

The Company manages liquidity risk by maintaining adequate surplus, banking facilities and reserve borrowings facilities by continuously monitoring forecasts and actual cash flows.

The Company has obtained fund based borrowings from banks. The Company invests its surplus funds in bank fixed deposit which carry low credit risks.

All payments are made on due dates and requests for early payments are entertained after due approval and availing early payment discounts.

The Company has a system of forecasting rolling one month cash inflow and outflow and all liquidity requirements are planned.

Maturity Profile of Financial Liabilities:

The following are the remaining contractual maturities of financial liabilities at the reporting date. The amounts are gross and undiscounted, and include contractual interest payments.

As At March 31, 2025

(₹ in Lakhs)

Particulars	Balance As At March 31, 2025	Less than 1 year	1-3 years	3-5 years	More than 5 years
Long term Borrowings (including Current maturity on Long Term Borrowings)	-	-	-	-	-
Lease Liability	265.46	177.40	88.06	-	-
Trade Payable	15,080.58	15,080.58	-	-	-
Deposits from customer	227.87	227.87	-	-	-
Dividend Payable	3.17	3.17	-	-	-

NOTE 50 | RATIOS

No	Ratio	Current Period Ratio	Previous Period Ratio	Variance	Reason for variance
1	Current Ratio	8.26	8.67	(4.69%)	-
2	Debt-Equity Ratio	0.00	0.00	0.00%	-
3	Debt Service Coverage Ratio	329.79	19.21	1616.76%	The ratio has significantly improved due to the full repayment of debt during FY 2023-24.
4	Return on Equity Ratio	19.10%	21.73%	(12.07%)	-
5	Inventory Turnover Ratio	9.38	7.90	18.73%	-
6	Trade Receivables Turnover Ratio	6.18	4.73	30.65%	Increase in sales and overall improvement in scale of operations has resulted in increase in ratio.
7	Trade Payables Turnover Ratio	9.91	6.70	47.93%	
8	Net Capital Turnover Ratio	1.53	1.56	(1.78%)	-
9	Net Profit Ratio	17.67%	18.84%	(6.20%)	-
10	Return on Capital Employed	24.00%	27.00%	(11.11%)	-
11	Return on Investment	(100.00%)	4.00%	2600.00%	The reduction in the ratio is attributable to the disposal of equity shares in Saraswat Bank represented in non-current investments.

Notes Forming an Integral Part of Standalone Financial Statements For the Year Ended March 31, 2025 (Contd.)

NOTE 51 | OTHER STATUTORY INFORMATION

- (i) The Company do not have any Benami property, where any proceeding has been initiated or pending against The Company for holding any Benami property.
- (ii) The Company do not have any transactions with companies struck off during the year
- (iii) The Company do not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.
- (iv) The Company have not traded or invested in Crypto currency or Virtual Currency during the financial year.
- (v) The Company have 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
- (vi) The Company have 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
- (vii) The Company do not have any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961.)
- (viii) As per the Ministry of Corporate Affairs (MCA) notification, proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014, for the financial year commencing April 1, 2023, every company which uses accounting software for maintaining its books of account, shall use only such accounting software which has a feature of recording audit trail of each and every transaction, creating an edit log of each change made in the books of account along with the date when such changes were made and ensuring that the audit trail cannot be disabled. The interpretation and guidance on what level edit log and audit trail needs to be maintained; evolved during the year and continues to evolve.

The Company uses an Oracle accounting software for maintaining its books of account which has an inbuilt feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the accounting software except for audit trail feature is not enabled at the database level to log any direct or indirect data changes. However, the Company has process and proper mechanism to ensure that any direct access to the data base is granted only through approved person by management of the Company.

Further no instance of audit trail feature being tampered with was noted in respect of the accounting software. The Company is committed to preserve the audit trail as per the statutory requirements for record retention.

NOTE 52 | EXCEPTIONAL ITEM

- (i) On January 18, 2024 early morning, a fire incident occurred in a plant adjacent to the small manufacturing plant at Plot No. W-124-A, Khervai MIDC, Badlapur (E) – 421503, Maharashtra. The fire was spread to our above-mentioned plant and its operations were impacted. The fire was successfully contained within a minimal timeframe, but operations of the said plant were temporarily disrupted. Fortunately, there has been no loss to human life at our plant. This incident led to damage of Property, Plant & Equipment and inventories.

There is adequate insurance coverage for the said plant. The intimation to Insurance Company has already been made on same day and necessary surveys has been done. The primary assessment of loss for book value of assets is ₹ 56.32 Lakhs, which is disclosed as an exceptional item in profit & loss account of FY 2023-24. The Company is in process of lodging final claim and has received ₹ 180 Lakhs (March 31, 2024 ₹ 30 Lakhs) as on account payment.

Independent Auditor's Report

To,
The Members of
Fine Organic Industries Limited

Report on the Audit of the Consolidated Financial Statements

OPINION

1. We have audited the accompanying Consolidated Financial Statements of **Fine Organic Industries Limited** (herein referred to as the "Parent Company") and its Subsidiary Companies (the Parent Company and its Subsidiary Companies together referred to as "the Group") and Joint Venture Companies, which comprise the Consolidated Balance Sheet as at March 31, 2025, and the Consolidated Statement of Profit and Loss (including other comprehensive income), the Consolidated Statement of Changes in Equity and the Consolidated Statement of Cash Flow for the year then ended, and notes to the Consolidated Financial Statements, including a summary of the significant accounting policies and other explanatory information (Collectively referred to as "the Consolidated Financial Statements").
2. In our opinion and to the best of our information and according to the explanations given to us, and based on consideration of reports of the auditors/management certified Financial Statement on separate Financial Statement of its Subsidiary Companies and Joint Ventures Companies as audited by us/other auditors certified by management, the aforesaid Consolidated Financial Statements give the information required by the Companies Act 2013, (hereinafter referred to as "the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards (hereinafter referred to as "Ind AS") prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, and other accounting principles generally accepted in India, of the Consolidated state of affairs of the Group as at **March 31, 2025**, and their Consolidated profit, (including other comprehensive income), their Consolidated statement of changes in equity and their Consolidated cash flows for the year ended on that date.

BASIS FOR OPINION

3. We conducted our audit of the Consolidated Financial Statements in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Act, as amended. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of Consolidated Financial Statements section of our report. We are independent of the Group and its Joint Venture Companies in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (hereinafter referred to as "the ICAI") together with the ethical requirements that are relevant to our audit of the Consolidated Financial Statements under the provisions of the Act and the Rules made there under (as amended), and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Consolidated Financial Statements.

KEY AUDIT MATTERS

4. Key Audit Matters are those matters that, in our professional judgement, were of utmost significance in our audit of the Consolidated Financial Statements of the current period. These matters were addressed in the context of our audit as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.
5. We have determined the matters described below to be the key audit matters to be communicated in our report. We have fulfilled the responsibilities described in the Auditor's responsibilities for the audit of the Consolidated Financial Statements section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the Consolidated Financial Statements. The results of our audit procedures, including the procedures performed to address the matters below, provide the basis for our audit opinion on the accompanying Consolidated Financial Statements.

Independent Auditor's Report (Contd.)

A. Revenue Recognition

For the year ended March 31, 2025, the Group has recognized revenue from contracts with customers amounting to INR 2,26,914.79 Lakhs.

Revenue from contracts with customers is recognized when control of the goods is transferred to the customer at an amount that reflects the consideration to which the Group expects to be entitled in exchange for those goods.

The Group has generally concluded that as its principle, it typically controls the goods before transferring them to the customer.

The variety of terms that define when controls are transferred to the customer, as well as the high value of the transactions, give rise to the risk that revenue is not recognized in the correct period.

Revenue is measured net of returns and allowances, cash discounts, trade discounts and volume rebates (collectively 'discount and rebates'). There is a risk that these discounts and rebates are incorrectly recorded as it also requires a certain degree of estimation, resulting in understatement of the associated expenses and accrual.

Revenue is also an important element of how the Group measures its performance. The Group focuses on revenue as a key performance measure, which could create an incentive for revenue to be recognized before the risk and rewards have been transferred.

Accordingly, due to the significant risk associated with revenue recognition in accordance with terms of Ind AS 115 'Revenue from contracts with customers', it was determined to be a key audit matter in our audit of the Consolidated Financial Statements.

{Refer to Note No. 29 of the Consolidated Financial Statements}.

Auditors' Response:

Our audit procedures included the following:

- Assessed the Parent Company's revenue recognition procedure / Standard Operating Procedures (SOP's).
- Assessed the revenue recognition policy of the Parent Company along with details of any

inconsistencies with Ind AS 115 'Revenue from Contracts with Customers'.

- Assessed the design and tested the operating effectiveness of internal controls related to revenue recognition, discounts and rebates.
- Performed 10 sample tests each for sale transactions (Domestic and exports, including SEZs) undertaken between September 2024 to March 2025 and accordingly traced sales invoices, sales orders, delivery challans and other related documents. Additionally, in respect of these samples, checked that the revenue has been recognized as per the terms.
- To test cut off selected sample of sales transactions made pre-year and post-year end, agreeing the period of revenue recognition to third party support, such as transporter invoice and customer confirmation of receipt of goods.
- Assessed the methodology for recording discounts/rebates on sample basis.
- Assessed whether the cash discount, trade discounts, etc. are in adherence with the policy of the Group including its accounting impact.
- Performed analytical procedures of revenue by streams to identify any unusual trends.
- The Group Company has provided confirmations from customers on sample basis to support the existence of trade receivables and assessed the relevant disclosures made in the Consolidated Financial Statements.
- The Holding company has provided balance confirmation of 10 Customers each on sample basis (Domestic and exports) along with its reconciliations.
- In accordance with SA 505, we have obtained external confirmation from Trade Receivables Parties on a sample basis and reconciliation were provided wherever necessary.

B. Allowance for Credit Losses

The Parent Company applies 'simplified approach' which requires expected lifetime losses to be

Independent Auditor's Report (Contd.)

recognised from initial recognition of the trade receivables. The Parent Company uses historical default rates to determine impairment loss on the portfolio of trade receivables and adjusted to reflect current and estimated future economic conditions of its customers, their industry and geography of operations.

At every reporting date these historical default rates are reviewed and changes in the forward-looking estimates are analysed.

In calculating expected credit loss, the Group also considers other related information for its customers, including credit periods, to estimate the probability of default in future and has taken into account estimates of possible effect from any uncertain events/ litigations etc. The Management has exercised significant judgement in estimating the allowance for credit losses.

(Refer to Note No. 14 of the Consolidated Financial Statements)

Auditor's Response:

Our audit procedures to test the effectiveness of controls over allowances for credit loss includes the following:

- Trade Receivables ageing report as on balance sheet date along with comparison to previous year
- Completeness and accuracy of information used in the estimation of probability of default
- Status of recovery trade receivables as on May 03, 2025 out of the total outstanding as at March 31, 2025
- Verification of calculation of the allowance for credit losses
- Testing the arithmetical accuracy and computation of the allowance prepared by the Management.
- Verification of exchange gain / losses arising from retranslation and forward contract and its accounting impact along with its consideration in computation of the allowances of credit losses.

- Testing the allowance for credit loss through alternate scenarios, including profiling of customers based on their attributes with various sensitivities around approach, the assumptions and reviewing the possible effect of any uncertain events / litigations to validate the Parent Company's Management estimates.

C. Evaluation of uncertain tax imposition

The Company has material uncertain tax imposition including matters under dispute which involves significant judgement to determine the possible outcome of these disputes.

{Refer to Note No.41 of the Consolidated Financial Statements}

Auditors' Response:

- The Company has provided details of all pending assessments including assessments that have been re-open and demands for the year ended March 31, 2025.
- Verification of latest correspondence made to the relevant tax authorities for the pending assessments and status of such pending assessments as on reporting date.
- Assessed managements evaluation of such assessment on company's financial position as of the reporting date, including disclosure and recognition of any certain or contingent liabilities.
- We have Parent Company's obtained Management note / view on a possible outcome and its impact on the financial position of the Company for all pending assessments and disputed matters under litigation.

D. Information Technology (IT) systems and controls over financial reporting.

The Group's financial reporting process is heavily reliant on a complex IT environment, including automated accounting procedures and system interfaces and accordingly there is a risk of accuracy and completeness of financial reporting. Given the large volume of transactions—particularly in areas such as revenue recognition, Account receivables

Independent Auditor's Report (Contd.)

/ payables and raw material consumption—robust IT systems and effective internal controls are essential to ensure the completeness, accuracy, and integrity of financial information.

We identified IT systems and related controls over financial reporting as a key audit matter due to the following:

- a) The complexity and number of IT systems involved, along with significance of automated control and system generated reports.
- b) Critical role in processing significant transaction volumes and safeguarding financial data.
- c) The inter-company reconciliation, preparation of consolidated financial statements along with various working that are essential part of the financial statements remains a manual process, increasing the risk of undetected errors.
- d) With growing digital operations, the risk of cybersecurity threats also becomes more significant, emphasizing the need for strong IT governance, access controls, and data protection measures.
- e) The risk for unauthorised access, system change, common access that could potentially impact financial reporting.

Auditors' Response:

Obtained and reviewed the Group's documented policies, processes, and standard operating procedures (SOPs) governing the use of IT systems relevant to financial reporting.

Assessed the digital logs maintained for modification of financial data by using system logs, role-based permissions. Testing on sample user accounts to confirm that only authorized person could view or change financial data, and that their access matched their job roles.

Conducted inquiries with the Group's IT team and walkthrough to the overall security architecture of

the Group's IT system in order to determine the flow of financial data and the handling of any key IT-related threats during the year.

Assessed the operating effectiveness of IT application controls within financial reporting processes, ensuring their alignment with internal control objectives.

Assessed the automated and manual controls over financial reporting thereby ensuring reliability of the financial statements.

Reviewed backup policy and procedure over financial reporting and conducted detailed discussion over data backup system plan in case of any uncertain event.

INFORMATION OTHER THAN THE CONSOLIDATED FINANCIAL STATEMENTS AND AUDITOR'S REPORT THEREON

6. The Parent Company's Board of Directors are responsible for the other information. The other information in the Directors' report includes Annexures to Directors' report, Management Discussion and Analysis Report, Annual Report Business Responsibility Report, but does not include the Consolidated Financial Statements, Standalone Financial Statements and our auditor's report thereon.

Our opinion on the Consolidated Financial Statement does not cover the other information and we do not express any form of assurance conclusion thereon.

7. In connection with our audit of the Consolidated Financial Statements, our responsibility is to read the other information, compare with the Financial Statements/ information of the Subsidiary Companies and Joint Venture Companies certified by the Management of the Parent Company, to the extent it relates to these entities and, in doing so, place reliance on Financial Statements/ information provided by the Management of the Parent Company and consider whether the other information is materially inconsistent with the Consolidated Financial Statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated. Other information so far as it relates to the Subsidiary Companies and Joint Venture Companies

Independent Auditor's Report (Contd.)

is traced from their Financial Statements/ information provided by the management of the Parent Company.

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

RESPONSIBILITY OF MANAGEMENT AND THOSE CHARGED WITH GOVERNANCE FOR THE CONSOLIDATED FINANCIAL STATEMENTS

8. The Parent Company's Board of Directors are responsible for the matters specified in section 134(5) of the Act, as amended, with respect to the preparation of these Consolidated Financial Statements that give a true and fair view of the financial position, financial performance (including other comprehensive income), changes in equity and cash flows of the Group including Joint Venture Companies in accordance with the Indian Accounting Standards specified under Section 133 of the Act, read with the Companies (Indian Accounting Standards) Rules, 2015 (as amended) and accounting principles generally accepted in India. The respective Board of Directors of the Companies included in the Group and of Joint Venture Companies are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Group and for preventing and detecting the frauds and other irregularities, selection and application of appropriate accounting policies, making judgements 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 Consolidated Financial Statements by the Management and Board of Directors of the Parent Company, as aforesaid.
9. 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 Entities are responsible for assessing the ability of the Group and Joint Venture Companies 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 management and 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 and of its Joint Venture Companies are responsible for overseeing the Company's financial reporting process.

AUDITOR'S RESPONSIBILITY FOR THE AUDIT OF THE CONSOLIDATED FINANCIAL STATEMENTS

10. Our objectives are to obtain reasonable assurance about whether the Consolidated Financial Statements as 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 guaranteed that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Consolidated Financial Statements.
11. As part of an audit in accordance with SAs, we exercise professional judgement and maintain professional skepticism throughout the audit. We also:
 - Identify and access the risks of material misstatement of the Consolidated Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
 - Obtain an understanding of internal financial 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, as amended, we are also responsible for expressing our opinion on whether the Parent Company has adequate internal financial controls

Independent Auditor's Report (Contd.)

system in place and the operating effectiveness of such controls.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management and Board of Directors of the Parent Company.
- Conclude on the appropriateness of management and Board of Directors of the Parent Company's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Group and its Joint Venture Companies to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Consolidated Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group and its Joint Venture Companies 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 they represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient and appropriate audit evidence regarding the financial information of the business activities within the Group and its Joint Venture Companies to express an opinion on the Consolidated Financial Statements. We are responsible for the direction, supervision and performance of the audit of the Consolidated Financial Statements of such business activities included in the Consolidated Financial Statements of which we are the independent auditors and whose financial information we have audited. For the business activities included in the Consolidated Financial Statements, which have been either audited by the other auditors or certified by management of the Parent Company, in such

case other auditor and management of the Parent Company remain responsible for the direction, supervision and performance of the business activities. We remain solely responsible for our audit opinion.

12. Materiality is the magnitude of misstatements in the Consolidated Financial Statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the Consolidated Financial Statements may be influenced. We consider quantitative materiality and qualitative factors in
 - (i) Planning the scope of our audit work and in evaluating the results of our work; and
 - (ii) To evaluate the effect of any identified misstatements in the Consolidated Financial Statements.
13. We communicate with those charged with the governance of the Parent Company and such other entities included in the Consolidated Financial Statements of which we are the independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.
14. 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.
15. 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.

Independent Auditor's Report (Contd.)

OTHER MATTERS

16. The accompanying statement includes the Audited Financial Statements in respect of:

- a) One Subsidiary Company, whose audited financial statements and other information (before eliminating inter companies' transactions) reflects total assets of INR 12,443.10 lakhs as at March 31, 2025, total revenues from operation of Nil, total net loss after tax of INR 749.63 lakhs and total comprehensive loss of INR 749.63 lakhs for the year ended March 31, 2025, respectively and net cash outflow of INR 3,065.32 lakhs for the year ended March 31, 2025 as considered in the Statement which has been audited by us.
- b) One Joint Venture Company, whose audited financial statements and other financial information includes the Group's share in net loss after tax of INR 11.52 lakhs and total comprehensive loss INR 13.93 lakhs for the year ended March 31, 2025 as considered in the statement which has been audited by us.

17. The accompanying statement includes the unaudited financial statements and other financial information, in respect of:

- a) We did not audit the Financial Statements/ Financial Information of two foreign Subsidiary Companies, whose Financial Statements/ Financial Information reflect total assets of INR 27,003.35 lakhs (before eliminating inter group transactions) as at March 31, 2025, total revenues from operations of INR 36,514.12 lakhs, total net profit after tax of INR 3,918.88 lakhs and total comprehensive income of INR 3,918.88 lakhs and net cash inflow amounting to INR 208.90 lakhs for the year ended March 31, 2025.
- b) We did not audit the Financial Statements/ Financial Information of One foreign Joint Venture Company which reflects Group's share of Net loss after tax of INR 73.44 lakhs and total comprehensive loss of INR 73.44 lakhs for the year ended March 31, 2025.

As informed to us by the management of the Parent Company, the Financial Statements/ Financial Information of these foreign Subsidiary Companies and foreign Joint Venture Company are not required to be

audited under the regulations governing the entities and therefore, have been compiled by the accountant of the foreign Subsidiary Companies and foreign Joint venture Company and the same have been certified by the management of the Parent Company.

Our opinion on the Consolidated Financial Statements, in so far as it relates to the amounts and disclosures included in respect of foreign Subsidiary Companies and foreign Joint Venture Company and our report in terms of sub-section (3) of Section 143 of the Act, as amended, in so far as it relates to the aforesaid Subsidiary Companies, Joint Venture Company is based solely on the Financial Statement/ Financial Information provided by the management.

18. We draw your attention to Note No. 52 of the Consolidated Financial Statements relating to the resumption of manufacturing operations at the Badlapur manufacturing unit (Plant W124- A) from November 28, 2024. These operations had been disrupted since January 18, 2024 due to a fire incident that occurred at an adjacent plant. Our report on the statement is not modified in respect of this matter.

Our report on the statement is not modified in respect of this matter with respect to the financial results/ statement certified by the Management of the parent Company.

REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS

19. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government in terms of Section 143(11) of the Act, with respect to clause no (xxi) for any qualifications or adverse remarks by the respective auditors in the Order of the Companies incorporated in India included in this Consolidated Financial Statements and based on the CARO report issued by us with respect to (1) One Joint Venture Company and (1) One Subsidiary included in the Consolidated Financial Statements of the Companies to which reporting under CARO is applicable, there are no qualifications or adverse remarks in the CARO report of the Subsidiary Company and Joint Venture Company.
20. As required by Section 143(3) of the Act, based on our audit and on the consideration of the report of one Joint Venture Company and one Subsidiary Company issued

Independent Auditor's Report (Contd.)

by us and management certified Financial Statements / Results of the remaining Subsidiary Companies and Joint Venture Company on the Consolidated Financial Statements referred to in the Other Matters section above, we report to the extent applicable that:

- a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid Consolidated Financial statements.
- b) In our opinion, proper books of account as required by law relating to the preparation of the aforesaid Consolidated Financial Statements have been kept so far as it appears from our examination of those books.
- 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 Indian Accounting Standards prescribed under Section 133 of the Act, read with Companies (Indian Accounting Standards) Rule, 2015 (as amended).
- e) On the basis of the written representations received from the Directors of the Parent Company and one Joint Venture Company whose Financial Statements has been audited by us as on March 31, 2025, taken on record by the Board of Directors of the Parent Company and such Joint Venture Company incorporated in India, none of the directors of the Parent Company and such Joint Venture Company incorporated in India is disqualified as on March 31, 2025 from being appointed as a director in terms of Section 164(2) of the Act.

- f) On the basis of the written representations received from the Directors of the Parent Company and one Subsidiary Company whose Financial Statements has been audited by us as on March 31, 2025, taken on record by the Board of Directors of the Parent Company and such Subsidiary Company incorporated in India, none of the directors of the Parent Company and such Subsidiary Company incorporated in India is disqualified as on March 31, 2025 from being appointed as a director in terms of Section 164(2) of the Act.
- g) With respect to the adequacy of the internal financial controls over financial reporting and the operating effectiveness of internal financial controls with reference to Consolidated Financial Statements of the Group and its Joint Venture Company incorporated in India; refer to our separate report in '**Annexure – I**'.

Our report expresses an unmodified opinion on the adequacy and operating effectiveness of internal financial controls over financial reporting for the Parent Company, Subsidiary Company and Joint Venture Company incorporated in India.

21. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditor's) Rules, 2014 (as amended), in our opinion and to the best of our information and according to the explanations given to us:
 - a) The Parent Company has disclosed the impact of pending litigations on the Consolidated financial position of the Group and its Joint Venture Companies, if any in its Consolidated Financial Statement.
 - b) The Parent Company has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts in its Consolidated Financial Statement.
 - c) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Parent Company, its Subsidiary Company, and Joint Venture Company incorporated in India.

Independent Auditor's Report (Contd.)

d) This clause is omitted vide notification dated March 24, 2021, in the Companies (Audit and Auditors) Amendment Rules, 2021 effective from April 01, 2021.

e) (i) The management of Parent Company has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Parent Company to or in any other persons or entities, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall:

- directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever ("Ultimate Beneficiaries") by or on behalf of the Parent Company or
- provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

(ii) The management of the Parent Company has represented, that, to the best of its knowledge and belief, no funds have been received by the Parent Company from any persons or entities, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Parent Company shall:

- directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever ("Ultimate Beneficiaries") by or on behalf of the Funding Party or
- provide any guarantee, security or the like from or on behalf of the Ultimate Beneficiaries; and

(iii) Based on such audit procedures as considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under subclause (e) (i) and (e) (ii) contain any material misstatement.

f) The final dividend paid by the Parent Company during the year in respect of the same declared for the previous year is in accordance with section 123 of the Companies Act 2013 to the extent it applies to payment of dividend.

As stated in Note No. 41 to the Consolidated Financial Statements, the Board of Directors of the Parent Company have proposed a 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.

g) Based on our examinations which included test checks, the Parent company, Subsidiary Company and Joint Venture Company incorporated in India has used an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) as prescribed in Rule 11(g) of the Companies (Audit and Auditors Rules) 2014 facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit, we did not come across any instance of the audit trail feature being tampered with.

As per the Proviso to rule 3(1) of the Companies (Accounts) Rules, 2014, reporting under Rule 11(g) of Companies (Audit and Auditors Rules) 2014 on preservation of Audit Trail, the Group has complied with the statutory requirement for record retention and has preserved an audit trail in its record for the financial year ended March 31, 2025

Independent Auditor's Report (Contd.)

22. With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended:

In our opinion and according to the information and explanations given to us, the remuneration paid/ provided by the Group 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.

ICAI UDIN : 25137872BMLBZO7099

For **B Y & Associates**

Chartered Accountants

ICAI Firm's registration number: 123423W

CA Maulik N. Lodaya

Partner

Membership Number: 137872

Mumbai : May 8, 2025

‘Annexure – I’ to the Independent Auditor’s Report of even date to the members of Fine Organic Industries Limited on the Consolidated Financial Statements for the year ended March 31, 2025.

1. In conjunction with our audit of the Consolidated Financial Statements of Fine Organic Industries Limited (hereinafter referred to as ‘the Parent Company’) which includes joint operations as of and for the year ended March 31, 2025, we have audited the internal financial controls over financial reporting of the Parent Company, its Subsidiary Company and Joint Venture Company, which are incorporated in India, as of that date.

MANAGEMENT’S RESPONSIBILITY FOR INTERNAL FINANCIAL CONTROLS

2. The Management of the Group and Joint Venture Company, which are incorporated in India, are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the respective Companies considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (hereinafter referred to as ‘the ICAI’). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the respective Company’s policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

AUDITOR’S RESPONSIBILITY

3. Our responsibility is to express an opinion on the internal financial controls over financial reporting of the Group and Joint Venture Company, which are incorporated in India, based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (‘the Guidance Note’) issued by the ICAI and the Standards on Auditing, issued by ICAI and deemed to be prescribed under Section 143(10) of the Companies Act, 2013, as amended, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether

adequate internal financial controls over financial reporting were established and maintained and if such controls operated effectively in all material respects.

4. Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor’s judgment, including the assessment of the risks of material misstatement of the Consolidated Financial Statements, whether due to fraud or error, which have been used for the purpose of preparation of Consolidated Financial Statements by the Board of Directors of the Parent Company, as aforesaid.
5. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls system over financial reporting of the Group and its Joint Venture Company, which are companies incorporated in India.

MEANING OF INTERNAL FINANCIAL CONTROLS OVER FINANCIAL REPORTING

6. A Parent Company’s internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of Consolidated Financial Statements for external purposes in accordance with generally accepted accounting principles. A Parent Company’s internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Parent Company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of Consolidated Financial Statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Parent Company are being made only in accordance with authorizations of management and directors of the Parent Company; and (3) provide reasonable assurance regarding prevention

'Annexure – I' (Contd.)

or timely detection of unauthorized acquisition, use, or disposition of the Parent Company's assets that could have a material effect on the Consolidated Financial Statements.

INHERENT LIMITATIONS OF INTERNAL FINANCIAL CONTROLS OVER FINANCIAL REPORTING

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

OPINION

8. In our opinion and to the best of our information and according to the explanations given to us, the Parent Company, Subsidiary company and the Joint Venture

Company, which are incorporated in India, have, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2025, based on the internal control over financial reporting criteria established by the respective companies considering the essential components of internal control stated in the Guidance Note issued by the ICAI.

ICAI UDIN: 25137872BMLBZO7099

For **B Y & Associates**

Chartered Accountants

ICAI Firm's registration number: 123423W

CA Maulik N. Lodaya

Partner

Membership Number: 137872

Mumbai : May 8, 2025

Consolidated Balance Sheet

As At March 31, 2025

(₹ in Lakhs)

Particulars	Notes	As at March 31, 2025	As at March 31, 2024
ASSETS			
A) NON CURRENT ASSETS			
Property, Plant and Equipment	Note 4	35,831.38	26,249.43
Capital Work-in Progress	Note 5	2,717.34	2,972.98
Intangible Assets	Note 6	255.38	169.55
Right of use assets	Note 7	255.55	407.09
Financial Assets			
- Investments	Note 8	3,527.15	3,616.08
- Loans	Note 9	89.97	121.28
- Others	Note 10	21,902.08	1,239.41
Deferred Tax Assets (Net)	Note 11	1,530.35	1,327.92
Other Non-current Assets	Note 12	3,621.70	6,494.29
Total Non Current Assets (A)		69,730.90	42,598.03
B) CURRENT ASSETS			
Inventories	Note 13	36,291.50	26,089.22
Financial Assets			
- Trade Receivables	Note 14	33,153.47	31,131.21
- Cash and Cash Equivalents	Note 15	18,915.46	69,505.34
- Bank Balances	Note 16	76,079.42	35,346.11
- Loans	Note 17	62.87	65.29
- Others	Note 18	154.04	73.73
Current Tax Assets (Net)	Note 19	1,970.37	1,897.81
Other Current Assets	Note 20	14,709.35	4,070.09
Total Current Assets (B)		1,81,336.48	1,68,178.80
Total Assets (A + B)		2,51,067.38	2,10,776.83
EQUITY AND LIABILITIES			
A) Equity			
Equity Share Capital	Note 21	1,533.00	1,533.00
Other Equity	Note 22	2,27,990.04	1,90,571.91
Total Equity (A)		2,29,523.04	1,92,104.91
Liabilities			
B) Non Current Liabilities			
Financial Liabilities			
- Lease Liability	Note 23	102.12	246.96
Total Non Current Liabilities (B)		102.12	246.96
C) Current Liabilities			
Financial Liabilities			
- Lease Liability	Note 23	177.41	176.22
- Trade Payables	Note 24		
(a) Total outstanding dues of micro enterprises and small enterprises		1,980.30	1,780.70
(b) Total outstanding dues of creditors other than micro enterprises and small enterprises		13,564.97	11,760.24
- Others	Note 25	231.04	264.00
Other Current Liabilities	Note 26	1,102.40	942.72
Provisions	Note 27	2,968.97	2,001.89
Current Tax Liabilities (Net)	Note 28	1,417.13	1,499.19
Total Current Liabilities (C)		21,442.22	18,424.96
Total Equity and Liabilities (A + B + C)		2,51,067.38	2,10,776.83

The accompanying notes 1 to 53 are integral part of the consolidated financial statements.

As per our report of even date

For B Y & Associates

Chartered Accountants

ICAI Firm Registration No.: 123423W

CA Maulik N. Lodaya

Partner

Membership No. 137872

Mumbai : May 8, 2025

For and on behalf of the Board of Directors

Fine Organic Industries Limited

Jayen Shah

Managing Director

DIN:00106919

Sonali Bhadani

CFO

Mumbai : May 8, 2025

Tushar Shah

CEO & Executive Director

DIN:00107144

Pooja Lohor

Company Secretary

Membership No. A28397

Consolidated Statement of Profit and Loss

Account for the Year Ended March 31, 2025

(₹ in Lakhs)

Particulars	Note	For the Year Ended March 31, 2025	For the Year Ended March 31, 2024
I INCOME			
Revenue From Operations	Note 29	2,26,914.79	2,12,295.17
Other Income	Note 30	9,760.00	7,187.64
Total Income		2,36,674.79	2,19,482.81
II EXPENSES			
Cost of Materials Consumed	Note 31	1,38,152.07	1,08,312.15
Purchase of Stock-in-trade	Note 32	370.98	16.43
Changes in Inventories of Finished Goods, Stock-in-trade and Work-in-progress	Note 33	(5,667.43)	13,374.82
Employee Benefit Expenses	Note 34	13,516.15	11,954.55
Finance Costs	Note 35	219.56	243.30
Depreciation & Amortisation Expenses	Note 36	5,229.62	5,660.07
Other Expenses	Note 37	29,255.29	25,189.08
Total Expenses		1,81,076.24	1,64,750.40
III Profit / (Loss) before exceptional items and tax		55,598.55	54,732.41
Exceptional items	Note 52	-	56.32
IV Share of profit / (loss) of joint ventures (net of tax)		(82.85)	(263.94)
V Profit / (Loss) before tax		55,515.70	54,412.15
VI Tax Expenses			
Current Tax		14,589.74	13,454.99
Deferred Tax		(123.68)	(232.25)
VII Profit / (Loss) For The Period		41,049.64	41,189.41
VIII Other Comprehensive Income			
A(i) Items that will not be reclassified to Profit or Loss			
(a) Changes in fair value of Equity instruments through OCI		(4.63)	0.20
(b) Remeasurements of Loss / (Profit) on employees defined benefits plan		(115.04)	(84.73)
(c) Amount Recognised in Cashflow Hedging Reserve during the year		-	(22.44)
(ii) Income tax relating to items that will not be reclassified to profit or loss		29.81	26.92
B(i) Items that will be reclassified to Profit or Loss			
(a) Effective portion of gains and losses on designated portion of hedging instruments in a cash flow hedge.		(194.48)	-
(ii) Income tax relating to items that will be reclassified to profit or loss		48.95	-
Total Other Comprehensive Income		(235.39)	(80.05)
TOTAL COMPREHENSIVE INCOME FOR THE PERIOD [(VII) + (VIII)]		40,814.25	41,109.36
Earnings Per Equity Share (₹)	Note 40		
Basic		133.89	134.34
Diluted		133.89	134.34
Weighted average number of equity shares (Actual)		3,06,59,976	3,06,59,976

The accompanying notes 1 to 53 are integral part of the consolidated financial statements.

As per our report of even date
For B Y & Associates
Chartered Accountants
ICAI Firm Registration No.: 123423W

CA Maulik N. Lodaya
Partner
Membership No. 137872

Mumbai : May 8, 2025

For and on behalf of the Board of Directors
Fine Organic Industries Limited

Jayen Shah
Managing Director
DIN:00106919

Sonali Bhadani
CFO

Mumbai : May 8, 2025

Tushar Shah
CEO & Executive Director
DIN:00107144

Pooja Lohor
Company Secretary
Membership No. A28397

Consolidated Statement of Changes in Equity

For the Year Ended March 31, 2025

A) EQUITY SHARE CAPITAL

(₹ in Lakhs)

Balance as at April 01, 2024	Changes in equity share capital due to prior period errors	Restated balance as at April 1, 2024	Changes in equity share capital during the year	Balance as at March 31, 2025
1,533.00	-	1,533.00	-	1,533.00

(₹ in Lakhs)

Balance as at April 01, 2023	Changes in equity share capital due to prior period errors	Restated balance as at April 1, 2023	Changes in equity share capital during the year	Balance as at March 31, 2024
1,533.00	-	1,533.00	-	1,533.00

B) OTHER EQUITY

(₹ in Lakhs)

Particulars	Reserves and Surplus					Other Comprehensive Income	Total
	Amalgamation Reserve	Retained Earnings	Foreign Exchange Translation Reserve	Other Reserve	Capital Reserve		
Balance as at April 01, 2024	1,155.24	1,91,730.95	(2,109.68)	1.68	10.01	(216.29)	1,90,571.91
Add:- Profit / (loss) for the year	-	41,049.64	(330.17)	0.04	-	-	40,719.51
Other comprehensive income / (losses)	-	-	-	-	-	(235.39)	(235.39)
	1,155.24	2,32,780.59	(2,439.85)	1.72	10.01	(451.68)	2,31,056.03
Less:- Dividends	-	3,066.00	-	-	-	-	3,066.00
Balance as at March 31, 2025	1,155.24	2,29,714.59	(2,439.85)	1.72	10.01	(451.68)	2,27,990.03
Balance as at April 01, 2023	1,155.24	1,53,300.94	(1,739.72)	1.66	10.01	(136.24)	1,52,591.89
Add:- Profit / (loss) for the year	-	41,189.41	(369.96)	0.02	-	-	40,819.47
Other comprehensive income / (losses)	-	-	-	-	-	(80.05)	(80.05)
	1,155.24	1,94,490.35	(2,109.68)	1.68	10.01	(216.29)	1,93,331.31
Less:- Dividends	-	2,759.40	-	-	-	-	2,759.40
Non-Controlling Interest	-	-	-	-	-	-	-
Balance as at March 31, 2024	1,155.24	1,91,730.95	(2,109.68)	1.68	10.01	(216.29)	1,90,571.91

The accompanying notes 1 to 53 are integral part of the consolidated financial statements.

As per our report of even date

For B Y & Associates

Chartered Accountants

ICAI Firm Registration No.: 123423W

CA Maulik N. Lodaya

Partner

Membership No. 137872

Mumbai : May 8, 2025

For and on behalf of the Board of Directors

Fine Organic Industries Limited

Jayen Shah

Managing Director

DIN:00106919

Sonali Bhadani

CFO

Mumbai : May 8, 2025

Tushar Shah

CEO & Executive Director

DIN:00107144

Pooja Lohor

Company Secretary

Membership No. A28397

Consolidated Statement of Cash Flow

For the Year Ended March 31, 2025

(₹ in Lakhs)

Particulars	For the Year Ended March 31, 2025	For the Year Ended March 31, 2024
Net Profit Before Tax	55,515.70	54,412.15
A] Cash flows from operating activities		
Adjustments for:		
Depreciation and amortisation expenses	5,215.69	5,660.08
Interest Income	(7,070.31)	(4,813.15)
Loss / (Profit) on sale of fixed assets (net)	(92.56)	(32.46)
Finance Cost including interest on lease liabilities	218.89	243.26
Net loss /(Gain) on Foreign Exchange Fluctuations	(2,424.69)	(2,332.91)
Expected Credit Loss Provisions / (Reversal)	60.58	76.98
Preliminary expenses for financing activities	-	12.96
Other non-cash adjustments	314.74	119.75
Share of loss from Joint Venture Entity	82.85	263.94
Operating profit before working capital movements	51,820.89	53,610.60
Movement in working capital:		
Decrease / (Increase) in Inventories	(9,871.43)	18,590.36
Decrease / (Increase) in Trade and Other Receivables	(2,548.46)	31,078.31
(Decrease) / Increase in Trade and Other Payables	(4,451.23)	(24,828.75)
	(16,871.12)	24,839.92
Cash generated from operations	34,949.77	78,450.52
Income Tax Paid	(14,549.70)	(14,999.14)
Net cash flows from operating activities (A)	20,400.07	63,451.38
B] Cash flows (used in) / generated from investing activities		
Payment for Purchase of property, plant and equipment, intangible assets including CWIP and capital advances	(12,759.80)	(8,641.47)
Proceeds from sale of property, plant and equipment	27.71	41.35
Amount (invested)/ matured in Bank Fixed Deposits	(60,925.53)	(34,888.52)
Interest Income received	6,796.93	4,661.27
Investment in Joint Ventures and subsidiaries	(0.24)	(236.55)
Dividend Received	0.13	0.00
Proceeds from sale of investment	0.25	0.00
Net Cash Flows Used In Investing Activities (B)	(66,860.55)	(39,063.92)

Consolidated Statement of Cash Flow
For the Year Ended March 31, 2025 (Contd.)

(₹ in Lakhs)

Particulars	For the Year Ended March 31, 2025	For the Year Ended March 31, 2024
C] Net cash flows (used in)/ generated from financing activities		
Repayment of Borrowings	-	(2,736.00)
Equity and Preference Shares Capital including incidental cost	-	(2,758.72)
Dividend Paid	(3,065.50)	0.00
Interest and Finance Charges paid	(192.64)	(218.97)
Employee Loans (given)	(61.03)	(66.72)
Employee Loans received	94.08	72.51
Repayments of lease liabilities (including interest thereon)	(209.20)	(145.26)
Net cash flows used in financing activities (C)	(3,434.29)	(5,853.16)
Net increase / (decrease) in cash and cash equivalents (A+B+C)	(49,894.77)	18,534.30
Cash and cash equivalents at the beginning of the period	69,505.34	51,482.26
Exchange difference on translation of foreign currency (loss) / Gain	(695.11)	(511.22)
Cash and cash equivalents at the period end {Refer to note no. 15}*	18,915.46	69,505.34
Components of cash and cash equivalents :		
Balances with banks		
In Current Account	10,924.68	7,688.27
In Exchange Earners' Foreign Currency Account	2,119.79	1,191.49
In Fixed Deposit Account	5,863.97	60,618.75
Cash on hand	7.02	6.83

* Includes a loss of ₹ 3.98 Lakhs on the EEFC accounts as of March 31, 2025 (gain of ₹ 23.62 Lakhs as of March 31, 2024)

The accompanying notes 1 to 53 are integral part of the consolidated financial statements.

As per our report of even date

For B Y & Associates

Chartered Accountants

ICAI Firm Registration No.: 123423W

CA Maulik N. Lodaya

Partner

Membership No. 137872

Mumbai : May 8, 2025

For and on behalf of the Board of Directors

Fine Organic Industries Limited

Jayen Shah

Managing Director

DIN:00106919

Sonali Bhadani

CFO

Mumbai : May 8, 2025

Tushar Shah

CEO & Executive Director

DIN:00107144

Pooja Lohor

Company Secretary

Membership No. A28397

Notes Forming Integral Part of the Consolidated Financial Statements

1. CORPORATE INFORMATION

Fine Organic Industries Limited is a Public Limited Company domiciled in India and is incorporated under the provisions of the Companies Act, 1956. The Parent Company was converted into Public Company with effect from November 02, 2017 and consequently the name of the Company has changed from Fine Organic Industries Private Limited to Fine Organic Industries Limited. The registered office of the Company is situated in the State of Maharashtra.

The Consolidated Financial Statements were approved and authorised for issue with the resolution of the Board of Directors on May 08, 2024 and are subject to the approval of Shareholders in the Annual General Meeting.

The Parent Company carries on business in India and abroad, as manufacturers, processors, suppliers,

distributors, dealers, importers, exporters of wide range of oleochemical-based additives used in foods, plastics, cosmetics, coatings and other specialty application in various industries.

The subsidiaries are engaged in trading of product manufactured by the Parent Company.

One of its jointly controlled entity incorporated in India is into the business of manufacturing, processing, supplying, distribution, dealership, importing and exporting of powder premixes for bakery & confectionary products and pan release agents.

Equity shares of the Group are listed on July 02, 2018 on Bombay Stock Exchange Limited (BSE) and National Stock Exchange of India Limited (NSE).

The Group has following investments in Subsidiaries and Joint Ventures:

Particulars	Fine Organics (USA), Inc	Fine Organics Europe BV	Fine Organics (SEZ) Pvt Ltd ^	Fine Zeelandia Private Limited	Fine Organic Industries (Thailand) Co.Ltd.
Principal place of business and Country of Incorporation	United States of America	Belgium	India	India	Thailand
Investee relationship	Subsidiary Company	Subsidiary Company	Subsidiary Company	Joint Venture	Joint Venture
Proportion of ownership interest	100.00%	100.00%	100.00%	50.00%	45.00%

^Incorporated on October 10, 2023

2. BASIS OF PREPARATION:

2.1 Statement of compliance

The accompanying Consolidated Financial Statements have been prepared in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) as per the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) (Amendment) Rules, 2017 notified under section 133 of the Companies Act, 2013, (the 'Act') and other relevant provisions of the Act.

2.2 Functional and presentation currency

Items included in the financial statements of each entities of the Group are measured using the currency of the primary economic environment in which the group

operates ("the functional currency"). The Consolidated Financial Statements are presented in Indian Rupees, which is the functional and presentation currency of the group.

2.3 Basis of measurement

The consolidated Financial Statements have been prepared on a historical cost basis, except for the following:

- Certain financial assets and liabilities (including derivative instruments) that are measured at fair value; and
- Net defined benefit (assets)/ liabilities that are measured at fair value of plan assets less present value of defined benefit obligations

Notes Forming Integral Part of the Consolidated Financial Statements (Contd.)

2.4 Use of estimates and judgements

The preparation of the Consolidated Financial Statements in accordance with Ind AS requires use of judgements, estimates and assumptions, which affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. The actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revision to accounting estimates is recognised prospectively.

Assumptions and estimation uncertainties that have a significant risk of resulting in a material adjustment in the year ended March 31, 2023 are as follows:

a) Property, plant and equipment

Useful lives of tangible assets are based on the life prescribed in Schedule II of the Act except plant & machineries, which in the opinion of the Management represent the useful lives as they are based on technical advice, taking into account the nature of the asset, the estimated usage of the asset, the operating conditions of the asset, past history of replacement, anticipated technological changes, manufacturers' warranties and maintenance support.

b) Revenue from contracts with customers

The Group's contracts with customers include promises to transfer goods to the customers. Judgement is required to determine the transaction price for the contract. The transaction price could be either a fixed amount of customer consideration or variable consideration with elements such as schemes, incentives, cash discounts etc. The estimated amount of variable consideration is adjusted in the transaction price only to the extent that it is highly probable that a significant reversal in the amount of cumulative revenue recognised will not occur and is reassessed at the end of each reporting period.

Estimates of rebates and discounts are sensitive to changes in circumstances and the Group's past experience regarding returns and rebate entitlements may not be representative of customers' actual returns and rebate entitlements in the future.

Costs to obtain a contract are generally expensed as incurred. The assessment of this criteria requires the application of judgement, in particular when considering if costs generate or enhance resources to be used to satisfy future performance obligations and whether costs are expected to be recovered.

c) Recognition and measurement of defined benefit obligations

The obligation arising from defined benefit plan is determined on the basis of actuarial assumptions. Key actuarial assumptions include discount rate, trends in salary escalation, actuarial rates and life expectancy. The discount rate is determined by reference to market yields at the end of the reporting period on government bonds. The period to maturity of the underlying bonds correspond to the probable maturity of the post-employment benefit obligations.

d) Recognition of deferred tax assets

Deferred tax assets are recognised for the future tax consequences of temporary differences between the carrying values of assets and liabilities and their respective tax bases, and unutilised business loss and depreciation carry-forwards and tax credits, if any. Deferred tax assets are recognised to the extent that it is probable that future taxable income will be available against which the deductible temporary differences, unused tax losses, depreciation carry-forwards and unused tax credits could be utilised.

e) Contingent Liabilities, Commitments and Litigations

Contingent liabilities

Contingent liabilities may arise from the ordinary course of business in relation to claims against the Group, including legal and other claims. By their nature, contingencies will be resolved only when one or more uncertain future events occur or fail to occur. The assessment of the existence, and potential quantum of contingencies inherently involves the exercise of significant judgement and the use of estimates regarding the outcome of future events.

Notes Forming Integral Part of the Consolidated Financial Statements (Contd.)

Litigation

From time to time, the Group might be subject to legal proceedings the ultimate outcome of each being always subject to many uncertainties inherent in litigation. A provision for litigation is made when it is considered probable that a payment will be made and the amount of the loss can be reasonably estimated. Significant judgement is made when evaluating, among other factors, the probability of unfavourable outcome and the ability to make a reasonable estimate of the amount of potential loss. Litigation provisions are reviewed at each accounting period and revisions made for the changes in facts and circumstances.

2.5 Measurement of fair values

The Group's accounting policies and disclosures require the measurement of fair values, for both Financial and non-Financial assets and liabilities.

The Group has an established control framework with respect to the measurement of fair values, which includes overseeing all significant fair value measurements, including Level 3 fair values by the Management. The Management regularly reviews significant unobservable inputs and valuation adjustments. If third party information, such as broker quotes or pricing services, is used to measure fair values, then the Management assesses the evidence obtained from the third parties to support the conclusion that such valuations meet the requirements of Ind AS, including the level in the fair value hierarchy in which such valuations should be classified.

When measuring the fair value of a financial asset or a financial liability, the Group uses observable market data as far as possible. Fair values are capitalised into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows:

- Level-1: quoted prices (unadjusted) in active markets for identical assets or liabilities.
- Level-2: inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).
- Level-3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

If the inputs used to measure the fair value of an asset or a liability fall into different levels of the fair value hierarchy, then the fair value measurement is capitalised in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement. The Group capitalise transfers between levels of the fair value hierarchy at the end of the reporting period during which the change has occurred.

2.6 Operating cycle

An operating cycle is the time between the acquisition of assets for processing and their Capitalised in cash or cash equivalents.

Based on the nature of services and the time between the acquisition of assets for processing and their realisation in cash and cash equivalents, the Group has ascertained its operating cycle as 12 months for the purpose of current or non-current classification of assets and liabilities.

2.7 Current / non-current classification

An group shall classify an asset as current when:

- a) It expects to realise the asset, or intends to sell or consume it, in its normal operating cycle;
- b) It holds the asset primarily for the purpose of trading;
- c) It expects to realise the asset within twelve months after the reporting period; or
- d) The asset is cash or a cash equivalent unless the asset is restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period

An entity shall classify all other assets as non-current.

An group shall classify a liability as current when-

- a) It expects to settle the liability in its normal operating cycle;
- b) It holds the liability primarily for the purpose of trading;
- c) The liability is due to be settled within twelve months after the reporting period; or
- d) It does not have an unconditional right to defer settlement of the liability for at least twelve months after the reporting period. Terms of a liability that

Notes Forming Integral Part of the Consolidated Financial Statements (Contd.)

could, at the option of the counterparty, result in its settlement by the issue of equity instruments do not affect its classification.

An group shall classify all other liabilities as non-current. Deferred tax assets and liabilities are classified as non-current assets and liabilities.

2.8 Basis of consolidation

The Consolidated financial statements (CFS) comprise the financial statements of the Parent Company, its subsidiaries & its jointly controlled entities as at the reporting date.

Subsidiaries

Subsidiaries include all the entities over which the Parent Company has control. The Parent Company controls an entity when it is exposed to, or has rights to, variable returns through its involvement in the entity and has the ability to affect those returns through its power to direct the relevant activities of the entity. Subsidiaries are consolidated from the date on which the Parent Company attains control and are deconsolidated from the date that control ceases to exist.

Joint Venture

A joint venture is a joint arrangement whereby the parties that have joint control of the arrangement have rights to the net assets of the arrangement. Interests in joint venture are accounted for using the equity method of accounting (see © below).

The CFS have been prepared on the following basis

- a) The financial statements of the Parent Company and its subsidiary companies have been consolidated on a line by line basis by adding together of like items of assets, liabilities, income and expenses, after fully eliminating intra-group balances and intra-group transactions and resulting unrealised profit or losses, unless cost cannot be recovered, as per the applicable Accounting Standards in India. Accounting policies of the respective subsidiaries are aligned wherever necessary, so as to ensure consistency with the accounting policies that are adopted by the Group under Ind AS.
- b) The results of subsidiaries acquired or disposed of during the year are included in the CFS from the effective date of acquisition and up to the effective date of disposal, as appropriate.

- c) The CFS includes the share of profit / loss of the joint ventures which are accounted as per the 'equity method'.

Under the equity method of accounting, the investments are initially recognised at cost and adjusted thereafter to recognise the Company's share of the post acquisition profits or losses of the investee in profit or loss, and the Company's share of movements in OCI of the investee in OCI. Dividends received or receivable, if any from joint ventures are recognised as a reduction in the carrying amount of the investment.

When the Company's share of losses in an equity accounted investment equals or exceeds its interest in the entity, the Company's does not recognise further losses, unless it has incurred obligations or made payments on behalf of the other entity.

- d) The CFS are presented, to the extent applicable, in accordance with the requirements of Schedule III of the 2013 Act as applicable to the Company's separate financial statements.
- e) Non-controlling interests, if any in the net assets of the subsidiaries that are consolidated consists of the amount of equity attributable to non-controlling shareholders at the date of acquisition and subsequent addition of their share of changes in equity.

Profit or loss and each component of OCI are attributed to the equity holders of the parent and to the non-controlling interests, even if this results in the non-controlling interests having a deficit balance.

2.9 Note on Recent Pronouncements –

Ministry of Corporate Affairs ("MCA") notifies new standard 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. standards

Notes Forming Integral Part of the Consolidated Financial Statements (Contd.)

or amendments to the existing standards applicable to the Company.

3. SIGNIFICANT ACCOUNTING POLICIES

3.1 Property, plant and equipment (PPE)

Recognition and measurement

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

Leasehold land which is carried at cost less accumulated amortisation cost & impairment loss, if any.

Spare parts which are meeting the requirement of property, plant and equipment are capitalised as property, plant and equipment. All other types of spare parts are charged to the statement of profit and loss.

The 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 asset to its location and condition necessary for it to be capable of operating in the manner intended by Management.

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

Gains or losses arising from de-recognition of a property, plant and equipment are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the Statement of Profit and Loss when the asset is recognised

Capital work-in-progress comprises cost of fixed assets that are not yet ready for their intended use at the year end. 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".

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.

Depreciation

Depreciation is calculated on pro-rata basis using the diminishing balance method on cost of items of property, plant and equipment less their estimated residual values over the estimated residual useful lives based on Schedule II of the Companies Act, 2013 except for plant & machinery and Leasehold land.

In case of plant & machinery, based on internal assessment, the management believes that the useful lives as given below best represent the period over which the management expects to use these assets. Hence the useful lives for these assets may differ from the useful lives as prescribed under Part C of Schedule II of the Companies Act, 2013. The management believes that these estimated useful lives are realistic and reflect fair approximation of the period over which the assets are likely to be used.

The estimated useful lives of items of property, plant and equipment are as follows:

Tangible Assets	Useful lives as per Schedule II
Buildings	30 Years
Computers	
Computers – Server & Network	6 Years
Computers – Others	3 Years
Plant & Machinery	5 – 15 Years
Furniture and Fixtures	10 Years
Electrical Installation	10 Years
Motor Cars & Vehicles	8 Years
Office Equipments	5 Years
Laboratory Equipments	10 years

Amortisation on leasehold land is charged on straight line method over a period of lease tenure.

Depreciation methods, useful lives and residual values are reviewed at each reporting date and adjusted if appropriate.

Notes Forming Integral Part of the Consolidated Financial Statements (Contd.)

3.2 Intangible Assets

Recognition and measurement

Intangible assets comprise of computer software and patent / trademark, which 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.

Subsequent expenditure

Subsequent expenditure is capitalised only when it increases the future economic benefits embodied in the specific asset to which it relates.

Amortisation

Amortisation is calculated to write off the cost of intangible assets less their estimated residual values and it is included in depreciation and amortisation in the Statement of profit and loss.

Intangible assets are amortised over the estimated useful lives as given below:

Intangible Assets	Useful life
Computer Software (WDV Method)	3 Years
Patent / Trademark (SLM Method)	10 Years

3.3 Borrowing costs

Borrowing costs 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 costs) incurred in connection with the borrowing of funds. Borrowing costs that are directly attributable to the acquisition or construction of an asset that necessarily takes a substantial period of time to get ready for its intended use are capitalised as part of the cost of that asset till the date it is ready for its intended use or sale less any investment income on the temporary investment of those borrowings.

Other borrowing costs are recognised as an expense in the period in which they are incurred.

3.4 Impairment of Non-Financial assets

Assets are tested for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value

less costs of disposal and value in use. For the purpose of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash inflows which are largely independent of the cash inflows from other assets or groups of assets.

3.5 Income Tax

Income tax expense comprises current and deferred tax. It is recognised in profit or loss except to the extent that it relates to a business combination, or items 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 enacted or substantively enacted by the reporting date.

Current tax assets and current tax liabilities are offset only if, the Group:

- has a legally enforceable right to set off the recognised amounts; and
- intends either to settle on a net basis, or to realise the asset and settle the liability 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 not recognised for:

- temporary differences arising on the initial recognition of assets or liabilities in a transaction that is not a business combination and that affects neither accounting nor taxable profit or loss at the time of the transaction.
- temporary differences related to investments in subsidiaries to the extent that the Group is able to control the timing of the reversal of the temporary differences and it is probable that they will not reverse in the foreseeable future; and
- taxable temporary differences arising on the initial recognition of goodwill.

Notes Forming Integral Part of the Consolidated Financial Statements (Contd.)

Deferred tax assets are recognised for unused tax losses, unused tax credits and deductible temporary differences to the extent that it is probable that future taxable profits will be available against which they can be used. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realised; such reductions are reversed when the probability of future taxable profits improves.

Unrecognised deferred tax assets are reassessed at each reporting date and recognised to the extent that it has become probable that future taxable profits will be available against which they can be used.

Deferred tax is measured at the tax rates that are expected to be applied to temporary differences when they reverse, using tax rates 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 and liabilities are offset only if:

- the Group has a legally enforceable right to set off current tax assets against current tax liabilities; and
- the deferred tax assets and the deferred tax liabilities relate to income taxes levied by the same taxation authority on the same taxable Company.

Minimum Alternate Tax (MAT) credit is recognised as a Deferred Tax Asset only when and to the extent there is convincing evidence that the Group will pay normal income tax during the specified period. Such asset is reviewed at each Balance Sheet date and the carrying amount of the MAT credit asset is written down to the extent there is no longer a convincing evidence to the effect that the Group will pay normal income tax during the specified period.

3.6 Inventories

Inventories which comprise raw materials, packing materials, work-in-progress, finished goods, trading goods, consumables and stores & spares are carried at the lower of cost and net realisable value.

The cost of inventories is based on weighted average basis and includes expenditure incurred in acquiring the inventories, costs of production or conversion and other costs incurred in bringing the inventories to their present location and condition. In the case of finished goods and work in progress, cost includes an appropriate share of fixed production overheads based on actual production.

Net realisable value is the estimated selling price in the ordinary course of business, less the estimated costs of completion and the estimated costs necessary to make the sale.

Obsolete, defective and unserviceable inventories are duly provided for. The comparison of cost and net realisable value is made on an item-by-item basis.

The net realisable value of work-in-progress is determined with reference to the selling prices of related finished products. Raw materials and other supplies held for use in the production of finished products 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.

3.7 Cash and cash equivalents

Cash and cash equivalents in the balance sheet comprise cash at banks and cash on hand and short-term deposits with an original maturity of less than 3 months and more than 3 months but less than 12 months which are subject to an insignificant risk of changes in value.

For the purpose of the Statement of cash flows, cash and cash equivalents consist of cash and short-term deposits, as defined above, as they are considered as an integral part of the Group's cash management.

3.8 Trade Payables

Trade payables represent liabilities for goods including capital goods and services provided to the Group prior to the end of Financial year which are unpaid. Trade and other payables are reported as current liabilities unless payment is not due within 12 months after the reporting period. They are recognised initially at their fair value and subsequently measured at amortised cost using the effective interest method.

Notes Forming Integral Part of the Consolidated Financial Statements (Contd.)

3.9 Financial instruments

A Financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

Financial assets

Initial recognition and measurement

All Financial assets are recognised initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset. Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trades) are recognised on the trade date, i.e., the date that the Group commits to purchase or sell the asset.

Subsequent measurement

a) Financial assets carried at amortised cost (AC)

A Financial asset is measured at amortised cost using the effective interest rate method, if it is held within a business model whose objective is to hold the asset in order to collect contractual cash flows and the contractual terms of the Financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

b) Financial assets at fair value through other comprehensive income (FVTOCI)

A Financial asset is measured at FVTOCI if it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

c) Financial assets at fair value through profit or loss (FVTPL)

A Financial asset which is not classified in any of the above categories is measured at FVTPL.

Investment in subsidiaries, Associates and Joint Ventures

The Group has opted to account for its investments in subsidiaries, associates and joint venture at cost less provision for diminution other than temporary.

Other Equity Investments

All other equity investments are measured at fair value, with value changes recognised in Statement of Profit and Loss, except for those equity investments for which the Group has made an irrevocable choice to present the value changes in 'Other Comprehensive Income'.

Impairment of Financial assets

In accordance with Ind AS 109, the Group uses 'Expected Credit Loss' (ECL) model, for evaluating impairment of Financial assets other than those measured at fair value through profit and loss (FVTPL).

ECL are measured through a loss allowance at an amount equal to:

- The 12-months ECL (ECL that result from those default events on the Financial instrument that are possible within 12 months after the reporting date); or
- Full lifetime ECL (expected credit losses that result from all possible default events over the life of the financial instrument).

For trade receivables, the Group applies 'simplified approach' which requires expected lifetime losses to be recognised from initial recognition of the receivables. The Group uses historical default rates to determine impairment loss on the portfolio of trade receivables. At every reporting date these historical default rates are reviewed and changes in the forward looking estimates are analysed.

For other assets, the Group uses 12-month ECL to provide for impairment loss where there is no significant increase in credit risk. If there is significant increase in credit risk, full lifetime ECL is used.

Financial liabilities

Initial recognition and measurement

All financial liabilities are recognised at fair value and in case of loans, net of directly attributable cost. Fees of recurring nature are directly recognised in the Statement of Profit and Loss as finance cost.

Notes Forming Integral Part of the Consolidated Financial Statements (Contd.)

Subsequent measurement

Financial liabilities are carried at amortised cost using the effective interest method. For trade and other payables maturing within one year from the balance sheet date, the carrying amounts approximate fair value due to the short maturity of these instruments.

a) Derivative financial instruments and Hedge Accounting

The parent company uses various derivative financial instruments such as forwards and Interest rate swaps to mitigate the risk of changes in exchange rates and Interest rates. Such derivative financial instruments are initially recognised at fair value on the date on which a derivative contract is entered into and are also subsequently measured at fair value. Derivatives are carried as financial assets when the fair value is positive and as financial liabilities when the fair value is negative.

Any gains or losses arising from changes in the fair value of derivatives are taken directly to Statement of Profit and Loss, except for the effective portion of cash flow hedges which is recognised in Other Comprehensive Income and later to Statement of Profit and Loss when the hedged item affects profit or loss or treated as basis adjustment if a hedged forecast transaction subsequently results in the recognition of a non-financial assets or non-financial liability.

In case of loss / gains from interest rate swaps, directly attributable to the acquisition or construction of an asset that necessarily takes a substantial period of time to get ready for its intended use are capitalised as part of the cost of that asset till the date it is ready for its intended use or sale.

Hedges that meet the criteria for hedge accounting are accounted for as follows:

Cash flow hedge

The parent company designates derivative contracts or non derivative financial assets / liabilities as hedging instruments to mitigate the risk of movement in interest rates and foreign exchange rates for foreign exchange exposure on highly probable future cash flows attributable

to a recognised asset or liability or forecast cash transactions. When a derivative is designated as a cash flow hedging instrument, the effective portion of changes in the fair value of the derivative is recognised in the cash flow hedging reserve being part of other comprehensive income. Any ineffective portion of changes in the fair value of the derivative is recognised immediately in the Statement of Profit and Loss. If the hedging relationship no longer meets the criteria for hedge accounting, then hedge accounting is discontinued prospectively. If the hedging instrument expires or is sold, terminated or exercised, the cumulative gain or loss on the hedging instrument recognised in cash flow hedging reserve till the period the hedge was effective remains in cash flow hedging reserve until the underlying transaction occurs. The cumulative gain or loss previously recognised in the cash flow hedging reserve is transferred to the Statement of Profit and Loss upon the occurrence of the underlying transaction. If the forecasted transaction is no longer expected to occur, then the amount accumulated in cash flow hedging reserve is reclassified in the Statement of Profit and Loss.

Fair Value Hedge

The parent company designates derivative contracts or non derivative financial assets / liabilities as hedging instruments to mitigate the risk of change in fair value of hedged item due to movement in interest rates, foreign exchange rates and commodity prices.

Changes in the fair value of hedging instruments and hedged items that are designated and qualify as fair value hedges are recorded in the Statement of Profit and Loss. If the hedging relationship no longer meets the criteria for hedge accounting, the adjustment to the carrying amount of a hedged item for which the effective interest method is used is amortised to Statement of Profit and Loss over the period of maturity.

b) De-recognition of Financial instruments

The Group derecognises a Financial asset when the contractual rights to the cash flows from the Financial asset expire or it transfers the Financial asset and the transfer qualifies for de-recognition

Notes Forming Integral Part of the Consolidated Financial Statements (Contd.)

under Ind AS 109. A financial liability (or a part of a financial liability) is derecognised from the Group's Balance Sheet when the obligation specified in the contract is discharged or cancelled or expires.

c) Offsetting

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet when and only when, the Group has legally enforceable right to set off the amount and it intends, either to settle them on net basis or to realise the assets and settle the liabilities simultaneously.

3.10 Revenue Recognition

Revenue from contracts with customer

Revenue from contract with customers is recognised when the Group satisfies performance obligation by transferring promised goods and services to the customer. Performance obligations are satisfied at the point of time when the customer obtains controls of the goods.

Sale of Products

Revenue from sale of goods is recognised when control of the products being sold is transferred to the customers and when there are no longer any unfulfilled obligations. The performance obligations in contracts are fulfilled at the time of dispatch, delivery or upon formal customer acceptance depending on customer terms. Revenue from the sale of goods is measured based on the consideration specified in a contract with a customer, net of returns and allowances, trade discounts, volume rebates and any taxes or duties collected on behalf of the government such as goods and service tax. The group does not provide any warranties or maintenance contracts to its customers.

Variable consideration

This includes incentives, volume rebates, discounts etc. It is estimated at contract inception and constrained until it is highly probable that a significant revenue reversal in the amount of cumulative revenue recognised will not occur when the associated uncertainty with the variable consideration is subsequently resolved. It is reassessed at end of each reporting period.

Significant financing component

Generally, the Group receives short-term advances from its customers. Using the practical expedient in Ind AS 115, the Group does not adjust the promised amount of consideration for the effects of a significant financing component if it expects, at contract inception, that the period between the transfer of the promised good or service to the customer and when the customer pays for that good or service will be one year or less.

Cost to obtain a contract

The Group pays sales commission to its selling agents for each contract that they obtain for the group. The Group has elected to apply the optional practical expedient for costs to obtain a contract which allows it to immediately expense sales commissions because the amortisation period of the asset that the Group otherwise would have used is one year or less.

Costs to fulfil a contract i.e. freight, insurance and other selling expenses are recognised as an expense in the period in which related revenue is recognised.

Other Operating Revenues

Other Operating revenue mainly consists of Sale of Scrap, Export Incentives from Duty Drawback and RodTep arising from the production of finished goods.

Export Incentives

Export benefits under Duty Drawback benefits and Remission of Duties and Taxes on Export Products Scheme (RoDTEP) are accounted as revenue on accrual basis as and when export of goods take place, where there is a reasonable assurance that the benefits will be received, and the Company will comply with all the attached conditions.

Interest Income

Interest income is recorded using the effective interest rate (EIR). EIR is the rate that exactly discounts the estimated future cash payments or receipts over the expected life of the financial instrument or a shorter period, where appropriate, to the gross carrying amount of the financial asset or to the amortised cost of a financial liability.

Notes Forming Integral Part of the Consolidated Financial Statements (Contd.)

Interest income is included in finance income in the Statement of profit and loss.

Interest income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation.

Dividends

Revenue is recognised when the Group's right to receive the payment is established, which is generally when shareholders approve the dividend.

Insurance and other claims

Revenue in respect of Insurance and other claim is recognised only on reasonable certainty of ultimate collection.

3.11 Foreign Currencies

Items included in the financial statements of each entities of the Group are measured using the currency of the primary economic environment in which the Parent Company operates ('the functional currency'). The Consolidated Financial Statements are presented in Indian Rupees, which is the functional and presentation currency of the Parent Company.

Transactions and balances

Transactions in foreign currencies are initially recorded by the group at its functional currency spot rates at the date the transaction first qualifies for recognition. Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency spot rates of exchange at the reporting date.

Exchange differences arising on settlement or translation of monetary items are recognised in profit or loss.

3.12 Employee benefits

Short term employee benefits

Liabilities for short term employee benefits that are expected to be settled wholly within 12 months after the end of the period in which the employees render the related service are recognised in respect of employees' service up to the end of the reporting period and are measured at the amounts expected to be paid when the liabilities are settled. The liabilities are reported as current employee benefits payable in the balance sheet.

Post-employment benefits

a) Defined benefit plans

The liability or asset recognised in the balance sheet in respect of defined benefit plans is the present value of the defined benefits obligation at the end of the reporting period less the fair value of plan assets. The defined benefit obligation is calculated annually by actuaries using the Projected Unit Credit Method at the year end.

The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows by reference to market yields at the end of the reporting period on government bonds that have terms approximating to the terms of the related obligations.

The net interest cost is calculated by applying the discount rate to the net balance of the defined benefit obligation and the fair value of plan assets. This cost is included in Employee Benefit Expense in the Statement of profit and loss.

Re-measurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognised in the period in which they occur, directly in Other Comprehensive Income. They are included in retained earnings in the statement of changes in equity.

Changes in the present value of the defined benefit obligation resulting from plan amendments or curtailments are recognised immediately in the profit or loss as past service cost.

b) Defined contribution plans

Contributions under defined contribution plans payable in keeping with the related schemes are recognised as expenses for the period in which the employee has rendered the service.

3.13 Leases

As a lessee

Leases in which a significant portion of the risks and rewards of ownership are not transferred to the group as lessee are classified as operating leases. Payments made under operating leases are charged to the statement of profit and loss on a straight line basis over the period of the lease unless the payments are structured to increase

Notes Forming Integral Part of the Consolidated Financial Statements (Contd.)

in line with expected general inflation to compensate for the lessor's expected inflationary cost increases.

As a Lessee

At inception of a contract, the Parent Company assesses whether a contract is, or contains, a lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

1. The contract involves the use of an identified asset – this may be specified explicitly or implicitly, and should be physically distinct or represent substantially all of the capacity of a physically distinct asset. If the lessor has a substantive substitution right, then the asset is not identified.
2. The Parent Company has the right to obtain substantially all of the economic benefits from use of the asset throughout the period of use; and
3. The Parent Company as a lessee has the right to direct the use of the asset. The parent Company has this right when it has the decision-making rights that are most relevant to changing how and for what purpose the asset is used. In rare cases where the decision about how and for what purpose the asset is used is predetermined, the parent Company has the right to direct the use of the asset if either :
 - a) the parent Company as a lessee has the right to operate the asset; or
 - b) the parent Company as a lessee designed the asset in a way that predetermines how and for what purpose it will be used

The parent Company recognises a right-of-use asset and a lease liability at the lease commencement date. The right-of-use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, less any lease incentives received.

The right-of-use assets are subsequently depreciated using the straight-line method from the commencement date to the earlier of the end of the useful life of the right-of-use asset or the end of the lease term. In addition, the right-of-use asset is periodically reduced by impairment losses, if any, and adjusted for certain re-measurements of the lease liability.

The lease liability is initially measured at amortised cost at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, using the incremental borrowing rate.

It is re-measured when there is a change in future lease payments arising from a change in an index or rate, if there is a change in the estimate of the amount expected to be payable under a residual value guarantee, or if the parent Company changes its assessment of whether it will exercise a purchase, extension or termination option.

When the lease liability is remeasured in this way, a corresponding adjustment is made to the carrying amount of the right-of-use asset, or is recorded in profit or loss if the carrying amount of the right-of-use asset has been reduced to zero.

Short-term leases and leases of low-value assets

The parent Company has elected not to recognise right-of-use assets and lease liabilities for short-term leases that have a lease term of 12 months or less and leases of low-value assets. The parent Company recognises the lease payments associated with these leases as an expense on a straight-line basis over the lease term.

3.14 Provisions and contingent liabilities

Provisions are recognised when the Group has a present legal or constructive obligation as a result of past events and it is probable that an outflow of resources will be required to settle the obligation and the amount can be reliably estimated. Provisions are not recognised for future operating losses.

Provisions are measured at the present value of the Management's best estimates of the expenditure required to settle the present obligation at the end of the

Notes Forming Integral Part of the Consolidated Financial Statements (Contd.)

reporting period. The discount rate used to determine the present value is a pre-tax rate that reflects current market assessments of the time value of money and the risk specific to the liability. The increase in the provision due to the passage of time is recognised as interest expense.

A disclosure for contingent liabilities is made 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 or a present obligation that arises from past events where it is either not probable that an outflow of resources embodying economic benefits will be required to settle or a reliable estimate of the amount cannot be made.

3.15 Dividend

The Holding Company recognises a liability to pay dividend to equity holders of the Holding Company when the distribution is authorised by the shareholders and the distribution is no longer at the discretion of the Holding Company. A corresponding amount is recognised directly in equity upon approval from shareholders.

3.16 Earnings per share (EPS)

Basic earnings per share

Basic earnings per share is calculated by dividing the profit attributable to owners of the equity by the weighted average number of equity shares outstanding during the financial year.

Diluted earnings per share

Diluted earnings per share adjusts the figures used in the determination of basic earnings per share to take into account

- The after income tax effect of interest and other financing costs associated with dilutive potential equity shares, and

The weighted average number of additional equity shares that would have been outstanding assuming the conversion of all dilutive potential equity shares.

3.17 Preoperative Expenses:

Preoperative expenses relate to operating expenses incurred before commencement of business operations which would be otherwise charged to the Statement of Profit and Loss. The management has decided to transfer any preoperative expense incurred above ₹ 5,000 to "Preoperative expenses pending for allocation". Spreading these costs over five years aligns the expense recognition with the benefits derived from the investments, providing a more accurate picture of profitability and operational performance. These expenses are amortised over a period of five years from the date of its accrual. The unamortised portion of the expenditure is classified under Non-current Assets and Current Assets based on the timing of future amortisation. Preoperative Expenses Pending for Allocation which are expected to be amortised within next 12 months are classified under Current Assets

Notes Forming an Integral Part of Consolidated Financial Statements

For the Year Ended March 31, 2025

NOTE 4 | NON CURRENT ASSETS : PROPERTY, PLANT & EQUIPMENT (PPE)

Particulars	Leasehold Land	Factory/ Research Centre Building	Office Premises	Residential Premises	Factory Flats	Plant and Equipment	Electrical Equipments	Laboratory Equipments	Office Equipments	Furniture & Fixtures	Computer & Peripherals (including Server & Network)	Vehicles	Total Property Plant and Equipment
	(₹ in Lakhs)												
Gross Carrying Amount													
Balance as at April 01, 2023	3,776.58	19,676.43	281.21	77.44	2.76	25,650.56	2,845.51	954.49	1,034.26	970.17	1,555.66	1,173.52	57,998.59
Add: Disposals during the year	132.28	1,699.65	-	-	-	2,854.11	638.85	156.84	250.24	317.96	866.64	130.71	7,047.28
Less: Disposals/ Adjustments	-	15.38	48.26	4.38	-	70.33	1.10	6.03	19.04	0.70	18.42	105.22	288.86
Balance as at March 31, 2024	3,908.86	21,360.70	232.95	73.06	2.76	28,434.34	3,483.26	1,105.30	1,265.46	1,287.43	2,403.88	1,199.01	64,757.02
Add: Additions during the year	11,195.83	732.76	-	-	-	1,571.46	334.41	167.46	51.19	85.05	147.35	210.01	14,495.52
Less: Disposals/ Adjustments [^]	-	-	-	-	-	40.53	3.38	1.25	48.72	75.60	10.43	78.81	258.72
Balance as at March 31, 2025	15,104.69	22,093.46	232.95	73.06	2.76	29,965.27	3,814.29	1,271.51	1,267.93	1,296.88	2,540.80	1,330.21	78,993.82
Accumulated Amortisation/ Depreciation													
Balance as at April 01, 2023	310.97	8,102.60	89.29	25.76	1.51	19,008.09	1,804.52	788.93	804.21	717.15	1,034.32	721.68	33,409.03
Add: Amortisation/Depreciation for the year	45.22	1,227.04	17.00	2.51	0.05	2,524.53	398.78	61.87	171.66	124.66	616.72	165.49	5,355.53
Less: Disposals/ Adjustments	-	12.91	36.16	3.15	-	65.13	0.12	5.73	17.27	0.67	16.22	99.61	256.97
Balance as at March 31, 2024	356.19	9,316.73	70.13	25.12	1.56	21,467.49	2,203.18	845.07	958.60	841.14	1,634.82	787.56	38,507.59
Add: Amortisation/Depreciation for the year	152.40	1,186.18	14.97	2.33	0.06	2,177.57	352.00	93.79	135.57	132.20	489.43	149.56	4,886.06
Less: Disposals/ Adjustments	-	-	-	-	-	34.63	1.47	0.88	44.75	71.81	9.90	67.77	231.21
Balance as at March 31, 2025	508.59	10,502.91	85.10	27.45	1.62	23,610.43	2,553.71	937.98	1,049.42	901.53	2,114.35	869.35	43,162.44
Net Carrying Amount													
Balance as at March 31, 2024	3,552.67	12,043.97	162.82	47.94	1.20	6,966.85	1,280.08	260.23	306.86	446.29	769.06	411.45	26,249.43
Balance as at March 31, 2025	14,596.10	11,590.55	147.85	45.61	1.14	6,354.84	1,260.58	333.53	218.51	395.35	426.45	460.86	35,831.38

[^] Disposals include assets deleted due to fire at Badlapur Plant {Refer Note 52}

**Notes Forming an Integral Part of Consolidated Financial Statements
For the Year Ended March 31, 2025 (Contd.)**

NOTE 5 | NON CURRENT ASSETS : CAPITAL WORK IN PROGRESS

(₹ in Lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
Balance at the beginning of the year	2,972.98	4,044.08
Add :- Additions during the year	14,478.52	6,174.04
Less :- Capitalisation during the year	14,734.16	7,245.14
Balance at the end of the year	2,717.34	2,972.98

NOTE 5.1 | AGEING SCHEDULE FOR CAPITAL WORK-IN PROGRESS

(₹ in Lakhs)

Particulars	As At March 31, 2025				
	< 1 Year	1-2 Years	2-3 Years	More than 3 Years	Total
-- Projects in progress	1,285.32	1,269.63	85.86	76.53	2,717.34
-- Projects temporarily suspended	-	-	-	-	-
Total	1,285.32	1,269.63	85.86	76.53	2,717.34

(₹ in Lakhs)

Particulars	As At March 31, 2024				
	< 1 Year	1-2 Years	2-3 Years	More than 3 Years	Total
-- Projects in progress	2,759.43	118.81	56.40	38.34	2,972.98
-- Projects temporarily suspended	-	-	-	-	-
Total	2,759.43	118.81	56.40	38.34	2,972.98

NOTE 5.2 | There are no Capital Work-in Progress, whose completion is overdue or has exceeded its cost compared to its original plan

NOTE 6 | NON CURRENT ASSETS : INTANGIBLE ASSETS

(₹ in Lakhs)

Particulars	Software	Patents & Trademarks	Total Intangible Assets
Gross Carrying Amount			
Balance as at April 01, 2023	289.02	35.59	324.61
Add: Additions during the year	167.54	22.18	189.72
Less: Disposals/ Adjustments	-	-	-
Balance as at March 31, 2024	456.56	57.77	514.33
Add: Additions during the year	238.34	0.30	238.64
Less: Disposals/ Adjustments	-	-	-
Balance as at March 31, 2025	694.90	58.07	752.97

**Notes Forming an Integral Part of Consolidated Financial Statements
For the Year Ended March 31, 2025 (Contd.)**

(₹ in Lakhs)

Particulars	Software	Patents & Trademarks	Total Intangible Assets
Accumulated Depreciation			
Balance as at April 01, 2023	156.35	19.72	176.07
Add: Additions during the year	165.00	3.71	168.71
Less: Disposals/ Adjustments	-	-	-
Balance as at March 31, 2024	321.35	23.43	344.78
Add: Additions during the year	147.60	5.21	152.81
Less: Disposals/ Adjustments	-	-	-
Balance as at March 31, 2025	468.95	28.64	497.59
Net Carrying Amount			
Balance as at March 31, 2024	135.21	34.34	169.55
Balance as at March 31, 2025	225.95	29.43	255.38

NOTE 7 | NON-CURRENT FINANCIAL ASSETS : RIGHT OF USE OF ASSETS

As a Lessee

The lease portfolio of the Company consists of agreements which fall under operating lease categories. These lease commitments primarily consist of lease rent payments for the branch office, and godowns.

Changes in the carrying value of Right-Of-Use (ROU) assets during the period :

(₹ in Lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
Balance at the Beginning of the period	407.09	130.87
Additions	39.20	412.06
Depreciation	(190.74)	(135.84)
Balance at the End of the period	255.55	407.09

NOTE 7.1 | ASSET CLASS-WISE RIGHT OF USE ASSETS FOR THE PERIOD ENDED MARCH 31, 2025 ARE AS FOLLOWS :

(₹ in Lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
Building		
Balance at the Beginning of the period	421.07	130.87
Additions	25.12	412.06
Depreciation	(190.64)	(135.84)
Balance at the End of the period	255.55	407.09

**Notes Forming an Integral Part of Consolidated Financial Statements
For the Year Ended March 31, 2025 (Contd.)**

NOTE 8 | NON-CURRENT FINANCIAL ASSETS : INVESTMENT

(₹ in Lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
Unquoted Investment in Equity Instruments of Jointly Controlled Entity (At Cost)		
(i) Fine Zeelandia Private Limited	2,701.45	2,714.16
(Current Year: 4,02,84,250 shares of ₹ 10/- each fully paid up)		
(Previous Year: 4,02,84,250 shares of ₹ 10/- each fully paid up)		
(ii) Fine Organic Industries (Thailand) Co., Ltd	825.70	897.04
(Current Year: 4,49,970.75 shares of Thai Baht 100 each fully paid up)		
(Previous Year: 4,49,970.75 shares of Thai Baht 100 each fully paid up)		
Unquoted Investment in Equity Instruments at FVTOCI		
(i) Saraswat Co-Operative Bank Limited	-	4.88
(Current Year: 2,500 shares of ₹ 10/- each fully paid up)		
(Previous Year: 2,500 shares of ₹ 10/- each fully paid up)		
Total Investments	3,527.15	3,616.08

NOTE 8.1 | DIMINUTION IN VALUE OF THE INVESTMENT IN A JOINT VENTURE

During the year ended March 2024, the Company has received intimation that liquidation process of Joint Venture Entity “FineADD Ingredients GmbH” has been completed and ceased to exist w.e.f. November 21, 2023. In earlier years, the Company has fully provided for diminution in value of Investment.

NOTE 9 | NON-CURRENT FINANCIAL ASSETS : LOANS

(₹ in Lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
Unsecured, considered good		
Loan to employees	89.97	121.28
Total Loans	89.97	121.28

NOTE 10 | NON-CURRENT FINANCIAL ASSETS : OTHERS

(₹ in Lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
Security Deposits Rent (Amortised Cost)	35.99	28.92
Fixed Deposits with Bank	21,866.09	1,210.49
(Original Maturity More than 12 months)*		
Total Others	21,902.08	1,239.41

* This represents Fixed Deposits of INR 11,747.73 Lakhs and accrued interest portion of INR 115.69 Lakhs. The Fixed Deposit has been made against Bank Guarantee provided, hence it is not freely available for use. Fixed deposits of INR 10,000.73 Lakhs and accrued interest portion of INR 1.95 Lakhs is against Non-Bank Guarantee which is freely available for use.

**Notes Forming an Integral Part of Consolidated Financial Statements
For the Year Ended March 31, 2025 (Contd.)**

NOTE 11 | DEFERRED TAX ASSETS (NET)

(₹ in Lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
Tax effect of items constituting deferred tax assets		
Property, Plant and Equipments & Intangible Assets	1,477.28	1,398.00
Others	87.57	72.33
Gross Deferred Tax Asset (a)	1,564.85	1,470.33
Tax effect of items constituting deferred tax liabilities		
Others	34.50	142.41
Gross Deferred Tax Liability (b)	34.50	142.41
Deferred Tax Assets (Net) (a-b)	1,530.35	1,327.92

NOTE 12 | NON-CURRENT ASSETS - OTHERS

(₹ in Lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
Capital Advances (Unsecured, Considered good)	2,896.62	5,068.09
Security Deposits	571.35	1,171.04
Income Tax Refund Receivables	10.77	10.77
Other Prepaid Expenses	142.96	67.64
Total Other Current Assets	3,621.70	6,494.29

NOTE 12.1 | DISCLOSURE TO OTHER NON CURRENT ASSETS - CAPITAL ADVANCES

The Holding Company has given an advance of ₹ 2,420 Lakhs to MIDC for allotment of a plot at Pale, Ambarnath which is disclosed under Capital advances. The MIDC has issued an allotment letter, however, the Holding Company is still unable to take possession of the said plot, as so far the MIDC has not created any of the basic infrastructure facilities such as water, electricity, roads etc. The Company is very positive about receiving possession after confirmation from relevant authorities.

Upon possession, the Company plans to setup a centralised warehousing facility, however, the Holding Company shall carry out a feasibility study and then decide upon the appropriate action to be taken for the said plot. Present value of the said plot as per the ready reckoner rate as at March 31, 2025 is higher than the advance given.

NOTE 13 | CURRENT ASSETS : INVENTORIES

(₹ in Lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
Raw Materials and Packing Materials	13,568.39	9,696.57
Semi-Finished Goods	589.97	685.85
Trading Goods	8,840.36	6,567.35
Finished Goods	10,041.98	6,551.68
Consumables	140.18	133.90
Stores & Spares	3,110.62	2,453.87
Total Inventories	36,291.50	26,089.22

**Notes Forming an Integral Part of Consolidated Financial Statements
For the Year Ended March 31, 2025 (Contd.)**

NOTE 14 | CURRENT ASSETS : TRADE RECEIVABLE

(₹ in Lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
Secured, Considered good	227.87	261.33
Unsecured		
Considered good	32,658.06	30,467.87
From Related Parties {Refer to note no. 42(b)}	267.54	402.01
Which have significant increase in Credit Risk	347.96	287.38
Sub Total	33,501.43	31,418.59
Less: Allowance for Expected Credit Loss	347.96	287.38
Total Trade Receivables	33,153.47	31,131.21

Ageing for trade receivables as at March 31, 2025 is as follows

(₹ in Lakhs)

Particulars	Outstanding for following periods from due date of payment						
	Not due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Undisputed Trade receivables - considered good	23,916.03	8,945.57	36.85	242.28	12.74	-	33,153.47
(ii) Undisputed Trade Receivables - considered doubtful	-	-	-	-	-	-	-
(iii) Disputed Trade Receivables - considered good	-	-	-	-	-	-	-
(iv) Disputed Trade Receivables - considered doubtful	-	-	-	-	-	-	-

Ageing for trade receivables as at March 31, 2024 is as follows

(₹ in Lakhs)

Particulars	Outstanding for following periods from due date of payment						
	Not due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Undisputed Trade receivables - considered good	20,194.54	9,950.68	934.00	32.33	3.93	15.73	31,131.21
(ii) Undisputed Trade Receivables - considered doubtful	-	-	-	-	-	-	-
(iii) Disputed Trade Receivables - considered good	-	-	-	-	-	-	-
(iv) Disputed Trade Receivables - considered doubtful	-	-	-	-	-	-	-

**Notes Forming an Integral Part of Consolidated Financial Statements
For the Year Ended March 31, 2025 (Contd.)**

NOTE 15 | CURRENT FINANCIAL ASSETS : CASH AND CASH EQUIVALENTS

(₹ in Lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
Balances with Banks		
In Current Account	10,924.68	7,688.27
In Exchange Earners' Foreign Currency Account	2,119.79	1,191.49
In Fixed Deposit Account (With original maturity of less than 3 Months)	5,863.97	60,618.75
Cash on hand	7.02	6.83
Total Cash and cash Equivalents	18,915.46	69,505.34

NOTE 16 | CURRENT FINANCIAL ASSETS : BANK BALANCES

(₹ in Lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
Balances with Banks		
In Fixed Deposits (with original maturity of more than 3 months and 12 months or less)	76,066.25	35,343.44
Others^	13.17	2.67
Total Bank Balances	76,079.42	35,346.11

^ Others includes Bank balances specifically held for Unpaid CSR, unpaid dividend.

NOTE 17 | CURRENT FINANCIAL ASSETS : LOANS

(₹ in Lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
Unsecured, considered good		
Loan to employees	62.87	65.29
Total Loans	62.87	65.29

NOTE 18 | CURRENT FINANCIAL ASSETS : OTHERS

(₹ in Lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
Unsecured, Considered Good		
Security Deposit	14.50	73.73
Export Incentive Receivable	139.54	-
Total Other Financial Assets	154.04	73.73

**Notes Forming an Integral Part of Consolidated Financial Statements
For the Year Ended March 31, 2025 (Contd.)**
NOTE 19 | CURRENT TAX ASSETS (NET)

(₹ in Lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
Income tax (Net of Provision for Income Tax)	1,970.37	1,897.81
Total Current Tax Assets (Net)	1,970.37	1,897.81

NOTE 20 | OTHER CURRENT ASSETS

(₹ in Lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
Prepaid Expenses	840.98	525.27
Balance with Statutory / Government Authorities *	7,983.52	1,616.92
Gratuity Fund Balance with LIC of India	53.90	101.92
Other Advances (including advance to suppliers)	5,830.95	1,778.58
Total Other Current Assets	14,709.35	4,070.09

* Balances with Government Authorities primarily include amounts realisable for Goods and Service Tax (GST), the unutilised GST input tax credits. These are generally realised within one year or utilised regularly. Accordingly, these balances have been classified as "Other Current Assets".

NOTE 21 | EQUITY SHARE CAPITAL

(₹ in Lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
AUTHORISED		
4,00,00,000 Equity Shares of ₹ 5/- each	2,000.00	2,000.00
(Previous Year: 4,00,00,000 Equity Shares of ₹ 5/- each)		
Total Authorised Capital	2,000.00	2,000.00
ISSUED, SUBSCRIBED AND PAID-UP		
3,06,59,976 Equity Shares of ₹ 5/- each	1,533.00	1,533.00
(Previous Year: 3,06,59,976 Equity Shares of ₹ 5/- each)		
Total Issued, Subscribed and Paid-Up Capital	1,533.00	1,533.00

NOTE 21.1 | RECONCILIATION OF NUMBER OF SHARES OUTSTANDING IS SET OUT BELOW :

(₹ in Lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
Equity Shares at the beginning of the year	3,06,59,976	3,06,59,976
Add:- Shares issued during the year	-	-
Add: Issued on account of Subdivision of shares	-	-
Less:- Shares bought back during the year	-	-
Equity Shares at the end of the year	3,06,59,976	3,06,59,976

**Notes Forming an Integral Part of Consolidated Financial Statements
For the Year Ended March 31, 2025 (Contd.)**

NOTE 21.2 | TERMS/ RIGHTS ATTACHED TO EQUITY SHARES

The Company has one class of equity shares having a par value of ₹ 5 per share. Each shareholder is eligible for one vote per share held. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting except in case of interim dividend. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding.

NOTE 21.3 | DETAILS OF SHAREHOLDERS HOLDING MORE THAN 5 % SHARES OF THE COMPANY

(₹ in Lakhs)

Particulars	As At March 31, 2025		As At March 31, 2024	
	Number of Shares	% in Share Capital	Number of Shares	% in Share Capital
Tushar Ramesh Shah	49,86,509	16.26%	50,89,721	16.60%
Jayen Ramesh Shah	48,14,166	15.70%	48,14,166	15.70%
Archana Yatin Sankholkar	22,95,007	7.49%	22,26,418	7.26%
Anjali Kunal Patil	22,95,006	7.49%	22,26,417	7.26%
Bimal Mukesh Shah	32,00,766	10.44%	32,00,766	10.44%
Mukesh Maganlal Shah	19,18,314	6.26%	19,18,314	6.26%

NOTE 21.4 | DISCLOSURE OF SHAREHOLDING OF PROMOTERS / PROMOTERS GROUP

Disclosure of shareholding of Promoters / Promoters Group as at March 31, 2025 is as follows:

(₹ in Lakhs)

No	Promoters / Promoters Group name	Shares Held				% Change during the year
		As At March 31, 2025		As At March 31, 2024		
	Promoters					
1	Mukesh Maganlal Shah	19,18,314.00	6.26%	19,18,314.00	6.26%	-
2	Jayen Ramesh Shah	48,14,166.00	15.70%	48,14,166.00	15.70%	0.00%
3	Tushar Ramesh Shah	49,86,509.00	16.26%	50,89,721.00	16.60%	(0.34%)
4	Bimal Mukesh Shah	32,00,766.00	10.44%	32,00,766.00	10.44%	(0.00%)
5	Archana Yatin Sankholkar	22,95,007.00	7.49%	22,26,418.00	7.26%	0.23%
6	Anjali Kunal Patil	22,95,006.00	7.49%	22,26,417.00	7.26%	0.23%
	Promoters Group					
7	Jayshree Mukesh Shah	5,68,572.00	1.85%	5,68,572.00	1.85%	0.00%
8	Neeta Jayen Shah	6,59,892.00	2.15%	6,59,892.00	2.15%	0.00%
9	Bina Tushar Shah	5,74,380.00	1.87%	5,74,380.00	1.87%	0.00%
10	Shaili Nirav Doshi	1,22,898.00	0.40%	1,22,898.00	0.40%	0.00%
11	Manali Vishal Doshi	76,614.00	0.25%	76,614.00	0.25%	(0.00%)
12	Rhea Tushar Shah	2,09,832.00	0.68%	1,06,614.00	0.35%	0.33%

**Notes Forming an Integral Part of Consolidated Financial Statements
For the Year Ended March 31, 2025 (Contd.)**

(₹ in Lakhs)

No	Promoters / Promoters Group name	Shares Held				% Change during the year
		As At March 31, 2025		As At March 31, 2024		
13	Esha Tushar Shah	2,09,832.00	0.68%	1,06,620.00	0.35%	0.33%
14	R M Shah HUF	3,08,542.00	1.01%	3,08,542.00	1.01%	(0.00%)
15	P D Kamat HUF	-	-	1,37,178.00	0.45%	(0.45%)
16	Jayen R Shah HUF	3,06,978.00	1.00%	3,06,978.00	1.00%	0.00%
17	Tushar R Shah HUF	-	-	1,03,218.00	0.34%	(0.34%)
18	Maltiben Pradipkumar Shah	19.00	-	19.00	-	0.00%
19	Akruti Bimal Shah	4,47,174.00	1.46%	4,47,174.00	1.46%	(0.00%)
	Total	2,29,94,501.00	75.00	2,29,94,501.00	75.00%	

NOTE 21.5 | DETAILS OF CALLS UNPAID

There is no calls unpaid.

NOTE 21.6 | SUBDIVISION OF SHARES

The Shareholders vide a special resolution passed on November 6, 2017 has approved sub division of shares of the Company in the ratio of 2 shares of face value of ₹ 5 each for every existing 1 share of the face value of ₹ 10 each wef November 6, 2017.

The requisite approvals for modification of the Memorandum and Articles of Association of the Company had been accorded by the shareholders on November 6, 2017..

NOTE 22 | OTHER EQUITY

(₹ in Lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
(a) Amalgamation Reserve	1,155.24	1,155.24
(Includes ₹ 4.23 Lakhs On Account of Amalgamation)		
(b) Retained Earnings		
Balance as at the beginning of the year	1,91,730.96	1,53,300.94
Add: Profit for the year	41,049.64	41,189.41
Less:- Reversal of loss on account of Joint Venture accounted as per Equity Method		
Less:- Dividend	3,066.00	2,759.40
Non Controlling interest		
Balance as at the end of the year (b)	2,29,714.60	1,91,730.95
(c) Other Comprehensive Income		
Balance as at the beginning of the year	(216.29)	(136.24)
Add: Other Comprehensive Income for the year	(235.39)	(80.05)
Balance as at the end of the year (c)	(451.68)	(216.29)
(d) Foreign Exchange Translation Reserve		
Balance as at the beginning of the year	(2,109.68)	(1,739.72)
Add: Addition / (Deletion) for the period / year	(330.17)	(369.96)
Balance as at the end of the year (d)	(2,439.85)	(2,109.68)

**Notes Forming an Integral Part of Consolidated Financial Statements
For the Year Ended March 31, 2025 (Contd.)**

(₹ in Lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
(e) Other Reserve		
Balance as at the beginning of the year	1.68	1.66
Add: Addition / (Deletion) for the period / year	0.04	0.02
Balance as at the end of the year (e)	1.72	1.68
(f) Capital Reserve	10.01	10.01
Total (a + b + c + d + e + f)	2,27,990.04	1,90,571.91

- (a) Amalgamation Reserve - At the time of business combination under common control, amalgamation adjustment reserve of transferor company becomes amalgamation adjustment reserve of the transferee company. The Company established this reserve at the time of business combinations made in the earlier years.
- (b) Retained Earnings represents undistributed accumulated earnings of the Company as on the balance sheet date.
- (c) Other Comprehensive Income represents the following -
1. The cumulative gains and losses arising on fair value changes of equity investments measured at fair value through other comprehensive income are recognised in FVOCI - equity instruments reserve
 2. The Company uses hedging instruments as part of its management of interest rate risk associated with borrowings. For hedging interest rate risk, the Company uses the interest rate swaps. To the extent this hedges are effective, the change in fair value of the hedging instrument is recognised in the cash flow hedging reserve. Amounts recognised in the cash flow hedged reserve are not reclassified to the statement of profit and loss when the hedged item affects the statement of profit and loss (e.g. interest payments).
 3. Remeasurements, comprising of actuarial gains and losses are recognised in full in the statement of other comprehensive income in the reporting period in which they occur. Remeasurements are not reclassified to profit and loss subsequently.
 4. The effective portion of gains or losses on a hedging instrument in a cash flow hedge is initially recognized in Other Comprehensive Income (OCI) and on the event of completion/utilization of hedged instrument, it is reclassified to profit or loss.
- (d) The Foreign Exchange Translation Reserve comprises all foreign exchange differences arising from the translation of the financial statements of foreign subsidiaries whose functional currency is different from the Group's presentation currency (INR). These differences are accumulated in equity and are reclassified to profit or loss on the disposal or partial disposal of the related foreign operation
- (e) Other reserves represents legal reserve/appropriations in accordance with local laws of subsidiaries.
- (f) Capital reserves includes any non-distributable reserves arising out of statutory requirements or specific capital transactions.

NOTE 23 | MOVEMENT IN LEASE LIABILITIES DURING THE YEAR : LEASE LIABILITIES

(₹ in Lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
Balance at the beginning of the period	423.18	132.08
Additions	39.21	412.07
Finance cost accrued during the year	26.83	24.29
Deletions	-	-
Payment of lease liabilities	209.69	145.26
Balance at the end of the period	279.53	423.18

Notes Forming an Integral Part of Consolidated Financial Statements For the Year Ended March 31, 2025 (Contd.)

NOTE 23.1 | BREAK-UP OF CURRENT AND NON-CURRENT LEASE LIABILITIES

(₹ in Lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
Current lease liabilities	177.41	176.22
Non-current lease liabilities	102.12	246.96
Total	279.53	423.18

NOTE 23.2 | DETAILS REGARDING THE CONTRACTUAL MATURITIES OF LEASE LIABILITIES :

(₹ in Lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
Less than one year	177.41	176.22
One to three years	88.09	46.34
More than three years	14.03	200.62
Total	279.53	423.18

NOTE 24 | CURRENT FINANCIAL LIABILITIES : TRADE PAYABLES

(₹ in Lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
Outstanding due to Micro and Small Enterprises {Refer to note no. 24.1}	1,980.30	1,780.70
Others	13,564.97	11,760.24
Total	15,545.27	13,540.94

NOTE 24.1 | DISCLOSURE TO CURRENT FINANCIAL LIABILITIES : TRADE PAYABLES

Dues to micro and small enterprises

Micro & Small enterprises as defined under the Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act) have been identified by the Company on the basis of the information available with the Company and the auditors have relied on the same. Sundry creditors include total outstanding dues of micro and small enterprises amounting to ₹ 1,980.30 Lakhs (Previous Year: ₹ 1,780.70 Lakhs). The disclosure pursuant to MSMED Act based on the books of account is as under:

(₹ in Lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
(i) Principal amount remaining unpaid	1,980.30	1,780.70
(ii) Interest due on above and the unpaid interest	25.16	7.88
(iii) Interest paid in terms of Section 16 of MSMED Act	-	-
(iv) Amount of payments made to supplier beyond the appointed day	-	-
(v) Amount of interest due and payable for the period of delay on payment made beyond the appointed day during the year without adding interest specified under MSMED Act, 2006	-	-

**Notes Forming an Integral Part of Consolidated Financial Statements
For the Year Ended March 31, 2025 (Contd.)**

(₹ in Lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
(vi) Amount of Interest accrued and remaining unpaid *	25.16	7.88
(vii) Amount of further interest remaining due and payable in succeeding years for the purpose of disallowance under section 23 of the MSMED Act, 2006	-	-

(*) The interest has not been accrued in the books of account since the outstanding amount majorly includes retention amount payable after completion of contract period.

Ageing for trade payables outstanding as at March 31, 2025 is as follows

(₹ in Lakhs)

Particulars	Outstanding for following periods from due date of payment				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) MSME	1,909.51	56.88	6.06	7.85	1,980.30
(ii) Others	13,455.84	21.62	14.42	73.11	13,564.99
(iii) Disputed dues - MSME	-	-			-
(iv) Disputed dues - Others	-	-			-
Total	15,365.35	78.49	20.48	80.96	15,545.28

Ageing for trade payables outstanding as at March 31, 2024 is as follows

(₹ in Lakhs)

Particulars	Outstanding for following periods from due date of payment				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) MSME	1,731.96	7.89	16.23	24.62	1,780.70
(ii) Others	11,623.55	43.09	55.46	38.14	11,760.24
(iii) Disputed dues - MSME	-	-			-
(iv) Disputed dues - Others	-	-			-
Total	13,355.51	50.98	71.69	62.76	13,540.94

NOTE 25 | CURRENT FINANCIAL LIABILITIES : OTHERS

(₹ in Lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
Trade / Security Deposits from Customers	227.87	261.33
Dividend Payable	3.17	2.67
Total Other Financial Liabilities	231.04	264.00

**Notes Forming an Integral Part of Consolidated Financial Statements
For the Year Ended March 31, 2025 (Contd.)**

NOTE 26 | OTHER CURRENT LIABILITIES

(₹ in Lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
Statutory dues Payable	514.99	270.38
Contractual Liabilities {refer to note no. 29.1}	407.41	642.34
Other #	180.00	30.00
Total Other Current Liabilities	1,102.40	942.72

Other current liabilities is insurance claim received pending for final settlement {Refer note 52}

NOTE 27 | CURRENT LIABILITIES : PROVISIONS

(₹ in Lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
Provision for CSR Expenses {refer to note no. 37.1}	770.35	474.05
Provision for Expenses	2,198.62	1,527.84
Total Provisions	2,968.97	2,001.89

NOTE 28 | CURRENT TAX LIABILITIES (NET)

(₹ in Lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
Income Tax (Net of Income Tax paid)	1,417.13	1,499.19
Total Current Tax Liabilities (Net)	1,417.13	1,499.19

NOTE 29 | REVENUE FROM OPERATIONS

(₹ in Lakhs)

Particulars	For the Year Ended March 31, 2025	For the Year Ended March 31, 2024
(A) Revenue from Contracts with customers		
Sales - Specialty chemicals	2,25,960.39	2,12,254.59
Sales - Others	-	-
[A]	2,25,960.39	2,12,254.59
(B) Other Operating Revenue		
Export Incentive	918.29	
Income from Sale of Scrap	36.11	40.58
[B]	954.40	40.58
Total Revenue From Operations [(A) + (B)]	2,26,914.79	2,12,295.17

**Notes Forming an Integral Part of Consolidated Financial Statements
For the Year Ended March 31, 2025 (Contd.)**

NOTE 29.1 | OTHER DISCLOSURE RELATING TO REVENUE FROM CONTRACTS WITH CUSTOMERS (IND AS 115)

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 evaluates the credit limits for the trade receivables. The Company does not give significant credit period resulting in no significant financing component.

Further, disaggregation of revenue based on geography has been mentioned under segment information. {refer to note no. 43.3}

Reconciliation of Revenue recognised from contracts with customers with Contract liabilities

(₹ in Lakhs)

Particulars	For the Year Ended March 31, 2025	For the Year Ended March 31, 2024
Opening Contract Liability	642.34	571.53
Add: Addition to contract liability during the year	57,655.17	40,359.15
Less: Recognised as revenue during the year	57,890.10	40,288.34
Closing Contract liability	407.41	642.34

(₹ in Lakhs)

Particulars	For the Year Ended March 31, 2025	For the Year Ended March 31, 2024
Revenue from contract with customer as per Contract price	2,26,229.26	2,02,201.11
Less: Discounts and Rebates	26.21	53.01
Less: Sales Returns	242.66	679.05
Revenue from contract with customer as per statement of profit and loss	2,25,960.39	2,12,254.59

NOTE 30 | OTHER INCOME

(₹ in Lakhs)

Particulars	For the Year Ended March 31, 2025	For the Year Ended March 31, 2024
Interest Income	7,256.59	4,813.15
Dividend Income	0.13	-
Net gain on foreign exchange fluctuations	2,424.69	2,332.91
Other non-operating income		
Profit on Sale of Property, Plant and Equipment (Net of Loss)	0.20	32.46
Insurance claim received	61.71	8.13
Miscellaneous Income	16.68	0.99
Total Other Income	9,760.00	7,187.64

**Notes Forming an Integral Part of Consolidated Financial Statements
For the Year Ended March 31, 2025 (Contd.)**

NOTE 30.1 PARTICULARS OF INTEREST INCOME

(₹ in Lakhs)

Particulars	For the Year Ended March 31, 2025	For the Year Ended March 31, 2024
Interest Income from Financial Assets on Amortised Cost Basis [at EIR]	7,252.82	4,885.07
Total	7,252.82	4,885.07

NOTE 31 COST OF MATERIALS CONSUMED

(₹ in Lakhs)

Particulars	For the Year Ended March 31, 2025	For the Year Ended March 31, 2024
Raw Materials and Packing Materials Consumed		
Opening Stock at the beginning of the period	9,696.57	14,981.11
Add : Purchases and incidental expenses	1,42,023.89	1,03,027.61
	1,51,720.46	1,18,008.72
Less : Closing stock at the end of the period	13,568.39	9,696.57
Total Cost of Materials Consumed	1,38,152.07	1,08,312.15

NOTE 31.1 PARTICULARS OF MATERIAL CONSUMED

(₹ in Lakhs)

Particulars	For the Year Ended March 31, 2025	For the Year Ended March 31, 2024
Raw Materials	1,31,534.24	1,02,715.02
Packing Materials	4,778.55	3,959.46
Total	1,36,312.79	1,06,674.48

NOTE 32 PURCHASE OF STOCK IN TRADE

(₹ in Lakhs)

Particulars	For the Year Ended March 31, 2025	For the Year Ended March 31, 2024
Purchase of Stock In Trade	370.98	16.42
Total Purchase of Stock in trade	370.98	16.42

NOTE 33 CHANGES IN INVENTORIES OF FINISHED GOODS, STOCK-IN-TRADE AND WORK-IN-PROGRESS

(₹ in Lakhs)

Particulars	For the Year Ended March 31, 2025	For the Year Ended March 31, 2024
(A) Opening stock of inventories		
Finished Goods	6,551.68	12,009.99
Semi-Finished Goods	685.85	543.43
Trading Goods	6,567.35	14,626.28
Total (A)	13,804.88	27,179.70

**Notes Forming an Integral Part of Consolidated Financial Statements
For the Year Ended March 31, 2025 (Contd.)**

(₹ in Lakhs)

Particulars	For the Year Ended March 31, 2025	For the Year Ended March 31, 2024
(B) Closing Stock of inventories		
Finished Goods	10,041.98	6,551.68
Semi-Finished Goods	589.97	685.85
Trading Goods	8,840.36	6,567.35
Total (B)	19,472.31	13,804.88
Net Changes in Inventories of Finished Goods, Semi-Finished Goods, and Trading goods [(A) - (B)]	(5,667.43)	13,374.82

NOTE 34 | EMPLOYEE BENEFIT EXPENSES

(₹ in Lakhs)

Particulars	For the Year Ended March 31, 2025	For the Year Ended March 31, 2024
Salaries and other benefits to Directors	2,585.00	2,220.00
Salaries, wages & other benefits to others	10,205.78	9,104.64
Contribution to Provident Fund and Other Funds	333.67	286.36
Employee Welfare and other amenities	391.70	343.55
Total Employee Benefit Expenses	13,516.15	11,954.55

(₹ in Lakhs)

Particulars	For the Year Ended March 31, 2025	For the Year Ended March 31, 2024
Employer's Contribution to Pension Scheme	112.20	107.44
Employer's Contribution to Provident fund	53.04	51.05
Total	165.24	158.49

(i) Reconciliation of opening and closing balances of the present value of the defined benefit obligation

(₹ in Lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
Present value of Defined Benefit Obligation at beginning of the Year	1,545.66	1,331.91
Add : Service Cost		
(a) Current Service Cost	120.10	102.41
(b) Past Service Cost	-	-
(c) Loss/(Gain) from Settlement	-	-
Add: Current Interest Cost	109.61	95.90
Add: Benefit Paid	(64.61)	(79.44)
Add: Remeasurements of Actuarial (Gain) / Loss		
(a) From changes in Demographic assumptions	-	-
(b) From changes in Financial assumptions	73.01	20.80
(c) From experience over the past year	54.84	74.08
Effect of Acquisition/ (Divestiture)		
Transfer In/(Out)		
Changes in Foreign Exchange Rates		
Present value of Defined Benefit Obligation at the end of the Year	1,839.51	1,545.66

Notes Forming an Integral Part of Consolidated Financial Statements For the Year Ended March 31, 2025 (Contd.)

(ii) Reconciliation of opening & closing balances of fair value of plan assets

(₹ in Lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
Fair Value of Plan Asset at beginning of the Year	1,647.57	1,412.31
Add: Contributions Paid by Employer	179.12	206.13
Add: Benefits Paid / (Received)	(64.61)	(79.44)
Add: Interest Income on Plan assets	112.20	98.42
Re-measurements		
(a) Actuarial (Loss)/Gain from changes in financial assumptions	-	-
(b) Return on plan assets excluding amount included in net interest on the net defined benefit liability/(asset)	11.66	10.15
(c) Changes in the effect of limiting a net defined benefit asset to the asset ceiling	-	-
Effect of Acquisition/ (Divestiture)	-	-
Transfer In/(Out)	-	-
Changes in foreign exchange rates	-	-
Fair Value of Plan Asset at the end of the Year	1,885.94	1,647.57
Actual Return on Plan Assets	123.86	108.57
Expected Employer Contributions for the coming year		

(iii) Expenses recognised in Statement Profit and Loss

(₹ in Lakhs)

Particulars	For the Year Ended March 31, 2025	For the Year Ended March 31, 2024
Service Cost		
(a) Current Service Cost	120.10	102.41
(b) Past Service Cost	-	-
(c) Loss/(Gain) from Settlement	-	-
Net Interest on net defined benefit liability/ (asset)	(2.59)	(2.52)
Employer Expenses	110.59	99.89

(iv) Net Liability/(Assets) recognised in the Balance Sheet

(₹ in Lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
Present Value of Defined Benefit Obligation at end of the Year	1,867.14	1,545.66
Less: Fair Value of Plan Asset at the end of the Year	1,885.94	1,647.57
Liability/ (Asset) recognised in the Balance Sheet	(18.80)	(101.91)
Funded Status [Surplus/(Deficit)]	23.44	101.91
Of which, Short term Liability		
Experience Adjustment on Plan Liabilities: (Gain)/Loss	57.20	74.08
Experience Adjustment on Plan Assets: Gain/(Loss)	-	-

**Notes Forming an Integral Part of Consolidated Financial Statements
For the Year Ended March 31, 2025 (Contd.)**

(v) Percentage Break-down of Total Plan Assets

Particulars	As at March 31, 2025	As at March 31, 2024
Equity instruments	-	-
Debt instruments	-	-
Real estate	-	-
Derivatives	-	-
Investment Funds with Insurance Company	100.00%	100.00%
Of which, Unit Linked	-	-
Of which, Conservative/ Non-Unit Linked	100.00%	100.00%
Asset-backed securities	-	-
Structured debt	-	-
Cash and cash equivalents	-	-
Total	100.00%	100.00%

(vi) Assumptions used to determine the defined benefit obligation

Particulars	As at March 31, 2025	As at March 31, 2024
Salary Growth Rate	5.00 % P.A.	5.00 % P.A.
Discount Rate(p.a.)	6.4% P.A.	7% P.A.
Interest Rate on net DBO	7% P.A.	7.2% P.A.
Withdrawal Rate	5.00 % P.A.	5.00 % P.A.
Mortality Table Rate	IALM (2012-14) Ult	IALM (2012-14) Ult
Expected weighted average remaining working life	6.5 years	7 years

(vii) Movement in Other Comprehensive Income

(₹ in Lakhs)		
Particulars	For the Year Ended March 31, 2025	For the Year Ended March 31, 2024
Balance at start of year (Loss)/ Gain	(332.14)	(247.41)
Re-measurements on DBO		
(a) Actuarial (Loss)/Gain from changes in demographic assumptions	-	-
(b) Actuarial (Loss)/Gain from changes in financial assumptions	(73.91)	(20.80)
(c) Actuarial (Loss)/Gain from experience over the past period	(54.84)	(74.08)
Re-measurements on Plan Assets		
(a) Actuarial (Loss)/Gain from changes in financial assumptions	-	-
(b) Return on Plan assets, excluding amount included in net interest on the net defined benefit liability/(asset)	11.66	10.15
(c) Changes in the effect of limiting a net defined benefit asset to the asset ceiling	-	-
Balance at end of year (Loss)/ Gain	(449.23)	(332.14)

Notes Forming an Integral Part of Consolidated Financial Statements For the Year Ended March 31, 2025 (Contd.)

(viii) Sensitivity Analysis

Significant actuarial assumptions for the determination of the defined benefit obligation are discount rate, expected salary increase and mortality. The sensitivity analysis below have been determined based on reasonably possible changes of the assumptions occurring at the end of the reporting period, while holding all other assumptions constant. The results of Sensitivity Analysis is given below:

Particulars	As At March 31, 2025	
	Increase by 1%	Decrease by 1%
Salary Growth Rate	increases by ₹ 132.23 Lakhs	decreases by ₹ 118.34 Lakhs
Discount Rate	decreases by ₹ 115.84 Lakhs	increases by ₹ 131.70 Lakhs
Withdrawal Rate	increases by ₹ 0.96 Lakhs	decreases by ₹ 10.91 Lakhs
Mortality (increase in expected lifetime by 1 year)	decreases by ₹ 0.27 Lakhs	-
Mortality (increase in expected lifetime by 3 years)	decreases by ₹ 0.80 Lakhs	-

Particulars	As At March 31, 2024	
	Increase by 1%	Decrease by 1%
Salary Growth Rate	increases by ₹ 110.18 Lakhs	decreases by ₹ 98.88 Lakhs
Discount Rate	decreases by ₹ 96.24 Lakhs	increases by ₹ 109.08 Lakhs
Withdrawal Rate	increases by ₹ 11.93 Lakhs	decreases by ₹ 13.46 Lakhs
Mortality (increase in expected lifetime by 1 year)	decreases by ₹ 0.32 Lakhs	-
Mortality (increase in expected lifetime by 3 years)	decreases by ₹ 0.96 Lakhs	-

Please note that the sensitivity analysis presented above may not be representative of the actual change in the defined benefit obligation as it is unlikely that the change in assumptions would occur in isolation of one another as some of the assumptions may be correlated.

(ix) Movement in Surplus/ (Deficit)

Particulars	(₹ in Lakhs)	
	For the Year Ended March 31, 2025	For the Year Ended March 31, 2024
Surplus/ (Deficit) at start of year	101.91	80.40
Add : Net Acquisition Adjustment	-	-
Transfer In / (Out) on net basis	-	-
Movement during the year		
Less : Current Service Cost	(144.39)	(102.41)
Less : Past Service Cost	-	-
Add : Net Interest on net DBO	1.18	2.52
Re-measurements [Gains/ (Losses)]	(117.09)	(84.73)
Add : Employer Contributions/ Benefits paid	181.83	206.13
Surplus/ (Deficit) at end of year	23.44	101.91

**Notes Forming an Integral Part of Consolidated Financial Statements
For the Year Ended March 31, 2025 (Contd.)**

(x) Risk Factors

Through its gratuity plans the Company is exposed to a number of risks, the most significant of which are detailed below:-

Interest Risk

A decrease in the bond Interest rate will increase the plan liability; however, in case of gratuity plan this will be partially offset by an increase in the return on the plan's assets.

Longevity Risk

The present value of Gratuity plan liability is calculated by reference to the best estimate of the mortality of plan participants. An increase in the life expectancy of the plan participants will increase the plan's liability.

Salary Risk

The present value of the Gratuity plan liability is calculated by reference to the future salaries of plan participants. As such, an increase in the salary of the plan participants will increase the plan's liability.

Investment Risk

For funded plans that rely on Insurers for managing the assets, the value of assets certified by the Insurer may not be the fair value of Instruments backing the liability. In such cases, the present value of the assets is independent of the future discount rate. This can result in wide fluctuations in the net liability or the funded status if there are significant changes in the discount rate during the inter-valuation period.

NOTE 35 | FINANCE COSTS

(₹ in Lakhs)

Particulars	For the Year Ended March 31, 2025	For the Year Ended March 31, 2024
Interest Expenses		
On Loans	-	62.66
On Leases	26.84	24.29
Bank Charges and Commission	192.72	156.35
Total Finance Costs	219.56	243.30

NOTE 36 | DEPRECIATION & AMORTISATION EXPENSES

(₹ in Lakhs)

Particulars	For the Year Ended March 31, 2025	For the Year Ended March 31, 2024
Depreciation on Property, Plant and Equipment	4,886.82	5,355.52
Amortisation on Intangible Assets	152.06	168.71
Depreciation on Right of Use of assets	190.74	135.84
Total Depreciation & Amortisation Expenses	5,229.62	5,660.07

**Notes Forming an Integral Part of Consolidated Financial Statements
For the Year Ended March 31, 2025 (Contd.)**

NOTE 37 | OTHER EXPENSES

(₹ in Lakhs)

Particulars	For the Year Ended March 31, 2025	For the Year Ended March 31, 2024
Advertisement & Publicity Expenses	182.54	196.98
Auditors Remuneration:		
(i) Statutory Audit	102.74	33.50
(ii) Taxation Matters	19.40	11.50
(iii) Limited Review	12.75	12.00
(iv) Others	4.00	7.82
Remuneration to Cost Auditor	3.50	3.50
Consumption of Stores and Spares	72.46	79.64
Corporate Social Responsibility Expenses {refer to note no. 37.1}	1,080.80	837.21
Corporate Environmental Responsibility	-	25.40
Director Sitting fees	31.60	35.15
Electricity Charges	99.87	67.93
Expected Credit Loss Provisions	60.58	76.98
Freight and Forwarding charges	6,857.71	4,315.84
Insurance Charges	632.34	571.77
Laboratory Expenses	171.88	167.41
Legal and Professional fees	1,145.46	2,287.84
Other Administrative Expenses	583.91	368.55
Postage, Telephone and Telegram	339.37	159.36
Power, Fuel and Water Charges	10,278.82	8,900.85
Printing and Stationery Expenses	45.11	43.65
Product Registration fees	23.52	28.38
Bad Debts	-	63.43
Rent, Rates and Taxes	1,678.68	2,217.22
Repairs and Maintenance to:		
(i) Factory Building	126.13	111.97
(ii) Machinery	1,431.01	1,428.82
(iii) Others	445.44	380.02
Sales Promotion Expenses	130.41	269.40
Sales Commission	1,496.37	857.56
Security Charges	418.95	327.28
Seminar & Trade Fair Expenses	583.97	410.65
Subscription, Membership, Books & Periodicals	315.95	148.86
Travelling and Conveyance Expenses	762.34	605.63
Vehicle Expenses	117.68	124.00
Total Other Expenses	29,255.29	25,189.08

**Notes Forming an Integral Part of Consolidated Financial Statements
For the Year Ended March 31, 2025 (Contd.)**

NOTE 37.1 | CORPORATE SOCIAL RESPONSIBILITY EXPENSES:

The Company has spent an amount of ₹ 365.44 Lakhs pertaining to F.Y. 2024-25 and ₹ 363.16 Lakhs pertaining to F.Y. 2023-24 towards various CSR projects for the purpose other than construction/ acquisition of any asset. The Company has transferred ₹ 715.36 Lakhs (i.e. unspent amount for the ongoing CSR projects of the Company for the F.Y. 2024-25) and ₹ 474.05 in FY 2023-24 to a separate bank account specially opened by the Company for the CSR.

(₹ in Lakhs)

Particulars	For the Year Ended March 31, 2025	For the Year Ended March 31, 2024
A) Gross amount required to be spent by the Company during the year	1,080.80	837.21
B) Amount spent during the year		
(i) Construction/acquisition of any asset	NIL	NIL
(ii) On purposes other than (i) above	365.44	363.16
C) Details related to spent / unspent obligations:		
(i) Amount spent in relation to Ongoing Project	155.10	319.50
(ii) Amount spent in relation to other than Ongoing Project	202.40	38.66
(iii) Amount spent in administrative Overheads	7.94	5.00
(iv) Amount transferred to Unspent CSR Account for Ongoing Projects	715.36	474.05
D) Amounts available for set-off in succeeding financial year	-	-

NOTE 38 | RECONCILIATION OF REPORTED PROFIT TO TOTAL TAX EXPENSE

(₹ in Lakhs)

Particulars	For the Year Ended March 31, 2025	For the Year Ended March 31, 2024
Profit before Tax	55,515.70	54,412.15
Applicable Income Tax rate	19.07%	19.07%
Expected income tax expense	10,586.84	10,376.40
Tax effect of adjustments to reconcile expected income tax expense to reported income tax expense:		
Effect of Expenses / Provisions not deductible in determining taxable profit and	3673.06	2,817.77
Other Permanent Differences	329.84	260.82
Other Temporary Differences	(123.68)	(232.25)
Reported Income Tax Expense	14,466.06	13,222.74

Notes Forming an Integral Part of Consolidated Financial Statements For the Year Ended March 31, 2025 (Contd.)

NOTE 39 DEFERRED TAX EXPENSES / (INCOME)

(₹ in Lakhs)

Particulars	For the Year Ended March 31, 2025	For the Year Ended March 31, 2024
Tax effect of items constituting deferred tax liabilities		
Others	(107.91)	(26.90)
Sub Total (A)	(107.91)	(26.90)
Tax effect of items constituting deferred tax assets		
Property, Plant and Equipments & Intangible Assets	79.28	236.94
Others	15.24	(4.66)
Sub Total (B)	94.52	232.28
Deferred tax Expenses / (Income) [A-B]	(202.43)	(259.18)

NOTE 40 EARNINGS PER EQUITY SHARE

(₹ in Lakhs)

Particulars	For the Year Ended March 31, 2025	For the Year Ended March 31, 2024
(a) Computation of Profit (numerator)		
Net profit attributable to shareholders (₹ in Lakhs)	41,049.64	41,189.41
(b) Weighted average number of shares (denominator)		
Weighted Average number of Equity Shares used as denominator for calculating Basic & Diluted EPS	3,06,59,976	3,06,59,976
EPS (Basic & Diluted) (In ₹)	133.89	134.34

NOTE 41 CONTINGENT LIABILITIES AND COMMITMENTS

(₹ in Lakhs)

Particulars	For the Year Ended March 31, 2025	For the Year Ended March 31, 2024
Contingent Liabilities		
Income tax liability that may arise in respect of matters in appeal	889.35	826.35
Indirect taxes liability that may arise in respect of matters in appeal	27.16	27.16
Commitments		
Estimated contracts remaining to be executed on capital account not provided	2,201.43	9,672.04
Bank Guarantee	1,234.04	1,430.55

The Financial Statements of the Company for the year ended March 31, 2025 has been approved by the Board of Directors in its meeting held on May 8, 2025. For the year ended March 31, 2025, dividend of ₹ 11/- per share (Total dividend of ₹ 3372.60 Lakhs) has been recommended by the Board of Directors at its meeting held on May 8, 2025. The same is subject to the approval of shareholders in the ensuing Annual General Meeting of the Company and therefore proposed dividend has not been recognised as liability as at the Balance Sheet Date in line with Ind AS - 10 "Events after the Reporting Period."


It is not practicable for the Company to estimate the timings of the cash outflows, if any, in respect of the above contingent liabilities pending resolution of the respective proceedings. The Company does not expect any reimbursement in respect of the above contingent liabilities.

**Notes Forming an Integral Part of Consolidated Financial Statements
For the Year Ended March 31, 2025 (Contd.)**

NOTE 42 | RELATED PARTY TRANSACTIONS DISCLOSURE:

The Disclosure pertaining to the related parties as required by Indian Accounting Standard 24 issued by Ministry of Corporate Affairs (MCA), as prescribed in section 133 read with companies (Indian accounting Standards) Rule,2015 as amended are indicated below

(a) List of Related Parties and Relationships

Sr. No	Name of the Related Party	Nature of Relationship
	Key Management Personnel (KMP)	
1	Mukesh Maganlal Shah	Chairman & Executive Director (Chairman & Managing Director till March 31, 2024)
2	Jayen Ramesh Shah	Managing Director (Executive Director & CEO till March 31, 2024)
3	Tushar Ramesh Shah	Executive Director & CEO (Executive Director & CFO till March 31, 2024)
4	Bimal Mukesh Shah	Executive Director
5	Nikhil Dattatraya Kamat	Executive Director (w.e.f. June 27, 2022)
6	Thiruvengadam Parthasarathi	Non-Executive Independent Director
7	Mahesh Pansukhlal Sarda	Non-Executive Independent Director
8	Kaushik Dwarkadas Shah	Non-Executive Independent Director
9	Prakash Krishnaji Apte	Non-Executive Independent Director
10	Pratima Madhukar Umarji	Non-Executive Independent Director
11	Rashi Mehta	Non-Executive Independent Director (w.e.f. February 2, 2024)
	Relatives of KMP	
13	Late Jyotsna Ramesh Shah ^	 Relatives of KMP
14	Jayshree Mukesh Shah	
15	Neeta Jayen Shah	
16	Bina Tushar Shah	
17	Akruti Bimal Shah	
18	Manali Vishal Doshi	
19	Shaili Nirav Doshi	
20	Rhea Tushar Shah	
21	Esha Tushar Shah	
22	Ramesh M. Shah - HUF	
23	Jayen R. Shah - HUF	
24	Tushar R. Shah - HUF	
25	Neeta Warty (w.e.f. June 27, 2022)	
26	Nisha Rege (w.e.f. June 27, 2022)	
27	Suneet Nikhil Kamat (w.e.f. June 27, 2022)	

**Notes Forming an Integral Part of Consolidated Financial Statements
For the Year Ended March 31, 2025 (Contd.)**

Sr. No	Name of the Related Party	Nature of Relationship
	Significant influence by KMP	
29	Smoothex Chemicals Private Limited	} Significant influence by KMP
30	Fine Organics	
31	Olefine Organics	
32	Oleofine Organics SDN. BHD.	
33	Fine Organic Industries	
34	Universal Legal (w.e.f. February 2, 2024)	
	Joint Ventures	
35	Fine Zeelandia Private Limited	} Joint Venture Entities
36	Fine Organic Industries (Thailand) Co., Ltd.	

^ Deceased on December 7, 2023

(b) Transactions (in aggregate) with Related Parties during the period and their closing balances at the period end

(₹ in Lakhs)

Sr. No.	Particulars	Transactions during the period		Closing Balance	
		April 2024 to March 2025	April 2023 to March 2024	As At March 31, 2025	As At March 31, 2024
1	Director's Remuneration				
	Mukesh Maganlal Shah	579.00	495.00	45.75	45.75
	Jayen Ramesh Shah	579.00	495.00	45.75	45.75
	Tushar Ramesh Shah	579.00	495.00	45.75	45.75
	Bimal Mukesh Shah	579.00	495.00	45.75	45.75
	Nikhil Dattatraya Kamat	194.00	165.00	12.82	12.82
	Thiruvengadam Parthasarathi	15.00	15.00	13.50	13.50
	Mahesh Pansukhlal Sarda	15.00	15.00	13.50	13.50
	Kaushik Dwarkadas Shah	15.00	15.00	13.50	13.50
	Prakash Krishnaji Apte	15.00	15.00	13.50	13.50
	Pratima Madhukar Umarji	15.00	15.00	13.50	13.50
2	Director's Sitting Fees				
	Thiruvengadam Parthasarathi	4.85	8.70	-	-
	Mahesh Pansukhlal Sarda	6.05	7.25	-	-
	Kaushik Dwarkadas Shah	6.80	6.70	-	-
	Prakash Krishnaji Apte	7.90	9.55	-	-
	Pratima Madhukar Umarji	3.00	2.95	-	-
	Rashi Mehta	3.00	-	-	-
3	Sale of Goods {#}				
	Oleofine Organics SDN BHD	1,530.78	1,841.92	38.23	133.73
	Fine Organic Industries (Thailand) Co., Ltd.	39.76	-	39.85	-
	Fine Zeelandia Private Limited	2,237.26	1,800.70	189.46	254.91

**Notes Forming an Integral Part of Consolidated Financial Statements
For the Year Ended March 31, 2025 (Contd.)**

(₹ in Lakhs)

Sr. No.	Particulars	Transactions during the period		Closing Balance	
		April 2024 to March 2025	April 2023 to March 2024	As At March 31, 2025	As At March 31, 2024
4	Sale of Services				
	Fine Zeelandia Private Limited	-	4.69	-	-
5	Sale of Components				
	Oleofine Organics SDN BHD	1.51	13.20	-	13.38
	Fine Zeelandia Private Limited	-	11.39	-	-
	Fine Organic Industries (Thailand) Co.Ltd.	-	143.39	-	-
6	Purchase of Goods				
	Fine Organic Industries (Thailand) Co. Ltd.	998.95	-	(419.97)	-
7	Dividend paid				
	Late Jyotsna Ramesh Shah	-	389.33	-	-
	Tushar Ramesh Shah	508.97	332.93	-	-
	Jayen Ramesh Shah	481.42	308.13	-	-
	Bimal Mukesh Shah	320.08	162.92	-	-
	Mukesh Maganlal Shah	191.83	158.76	-	-
	Neeta Jayen Shah	65.99	59.39	-	-
	Bina Tushar Shah	57.44	51.69	-	-
	Jayshree Mukesh Shah	56.86	51.17	-	-
	Akruti Bimal Shah	44.72	40.25	-	-
	Ramesh M. Shah HUF	30.85	27.77	-	-
	Jayen R. Shah HUF	30.70	27.63	-	-
	Shaili Nirav Doshi	12.29	11.06	-	-
	Rhea Tushar Shah	10.66	9.60	-	-
	Esha Tushar Shah	10.66	9.60	-	-
	Manali Vishal Doshi	7.66	6.90	-	-
	Tushar R. Shah HUF	10.32	9.29	-	-
	Neeta Rajeev Warty	0.50	0.45	-	-
	Archana Yatin Sankholkar	222.64	-	-	-
	Anjali Kunal Patil	222.64	-	-	-
8	Salary to Relatives				
	Manali Vishal Doshi	50.74	40.30	-	-
	Rhea Tushar Shah	25.19	13.50	-	-
	Suneet Nikhil Kamat	33.24	27.08	-	-
9	Export Commission				
	Oleofine Organics SDN BHD	2.63	1.68	2.57	1.67
10	Security Deposit - Rent (*)				
	Fine Organic Industries	-	-	16.49	15.41
	Olefine Organics	-	-	2.62	3.00

**Notes Forming an Integral Part of Consolidated Financial Statements
For the Year Ended March 31, 2025 (Contd.)**

(₹ in Lakhs)

Sr. No.	Particulars	Transactions during the period		Closing Balance	
		April 2024 to March 2025	April 2023 to March 2024	As At March 31, 2025	As At March 31, 2024
11	Rent Expenses {#}				
	Fine Organics	4.98	4.74	-	-
	Fine Organic Industries	157.25	151.23	-	-
	Olefine Organics	72.04	68.69	-	-
	Smoothex Chemicals Pvt Ltd	4.98	4.74	-	-
	Late Jyotsna Ramesh Shah	-	34.14	-	-
	Jayen Ramesh Shah	29.56	-	-	-
	Tushar Ramesh Shah	29.56	-	-	-
	Jayshree Mukesh Shah	9.26	8.82	-	-
	Bina Tushar Shah	10.93	10.41	-	-
	Archana Yatin Sankholkar	12.19	-	-	-
	Anjali Kunal Patil	14.39	-	-	-
	Fine Zeelandia Private Limited	16.64	17.45	-	-
12	Professional Services				
	Universal Legal	-	2.48	-	-
13	Prepaid Rent Balance as at March 31, 2023 (*)				
	Fine Organic Industries	-	-	1.51	2.59
	Olefine Organics	-	-	0.38	-
14	Reimbursement of Expenses				
	Mukesh Maganlal Shah	0.28	0.24	-	-
	Jayen Ramesh Shah	0.09	-	-	-
	Bimal Mukesh Shah	0.02	0.42	-	-
	Prakash Krishnaji Apte	1.05	1.85	0.61	-
	Mahesh Pansukhlal Sarda	0.63	-	-	-
	Suneet Nikhil Kamat	0.68	-	-	-
15	Investments in equity instruments				
	Fine Zeelandia Private Limited	-	-	2,701.45	2,714.16
	Fine Organic Industries (Thailand) Co.Ltd.	-	-	825.70	897.03
16	Interest Income on Advances/Security deposit (*)				
	Fine Organic Industries	1.08	0.71	-	-
	Olefine Organics	0.17	-	-	-

* Includes Ind AS adjustments

Includes expenses including GST component

Outstanding balances at the year-end are unsecured and interest free and settlement occurs in cash. There have been no guarantees provided or received for any related party receivables or payables. For the year ended March 31, 2025, the Company has not recorded any impairment of receivables relating to amounts owed by related parties (March 31, 2024: Nil). This assessment is undertaken each financial year through examining the financial position of the related party and the market in which the related party operates. (Disclosure of compensation paid to Key Managerial person)

Notes Forming an Integral Part of Consolidated Financial Statements For the Year Ended March 31, 2025 (Contd.)

NOTE 43 | OPERATING SEGMENT DISCLOSURE

The Group has identified its reportable segment as “Specialty chemicals” since the Chief Operating Decision Maker (CODM) evaluates the Group’s performance as a single segment in terms of Indian Accounting Standard 108 issued by Ministry of Corporate Affairs (MCA), as prescribed in section 133 read with companies (Indian accounting Standards) Rule, 2015 as amended are indicated below

NOTE 43.1 | DISCLOSURE FOR ASSETS OUTSIDE INDIA

The Group does not have any non current non financial assets outside India

NOTE 43.2 | DISCLOSURE FOR MAJOR CUSTOMERS MORE THAN 10%

There are no transactions with single external customer which amounts to 10% or more of the Group’s revenue.

NOTE 43.3 | GEOGRAPHIC INFORMATION

The geographic information analyses the Group’s revenue and non-current assets by the Group’s country of domicile and other countries. In presenting the geographical information, segment revenue has been based on the geographic location of customers and segments assets were based on the geographic location of the respective non-current assets.

The product offerings which are part of the specialty chemicals portfolio of the Group are managed on a worldwide basis from India.

The Group has disaggregated its revenue from contract with customers and trade receivables on a geographical basis as under:

(₹ in Lakhs)		
Particulars	For the Year Ended March 31, 2025	For the Year Ended March 31, 2024
- In India	92,456.73	91,237.45
- Outside India	1,33,503.66	1,21,017.14
Total Revenue from operations	2,25,960.39	2,12,254.59

(₹ in Lakhs)		
Particulars	As at March 31, 2025	As at March 31, 2024
Trade Receivables		
- In India	9,765.77	9,904.13
- Outside India	23,735.66	21,514.46
Less : Expected Credit Loss on Trade Receivables	(347.96)	(287.38)
Total	33,153.47	31,131.21

NOTE 44 | INTERNAL FINANCIAL CONTROL SYSTEM

The Group implements and manages efficient internal control systems to ensure that all assets are safeguarded and protected against loss from unauthorised use or disposition, by maintaining proper records and reports in a timely manner. This is supplemented by an extensive programme of internal audit, reviewed by the Management and relevant policies, guidelines and procedures. The internal control is designed to ensure the reliability of financial and other records for preparing precise financial statements, maintaining accountability of assets and more. The Management is committed to regularly reviewing and making relevant amendments to the internal control system, as and when required.

The Group’s process framework provides well-documented standard operating procedures and authorities with adequate built-in controls. The internal control is further enhanced by an extensive programme of internal, external audits and periodic reviews by the Management.

Notes Forming an Integral Part of Consolidated Financial Statements For the Year Ended March 31, 2025 (Contd.)

The Group adopts and follows a risk mitigation strategy and reviews risk occurrence to find probable mitigation strategies. the Group's Risk Management Committee reviews risks and mitigation measures at regular intervals, and accordingly initiates corrective steps at times of need.

NOTE 45 | DISCLOSURE PURSUANT TO SECTION 186 (4) OF THE COMPANIES ACT, 2013

(a) Investment Made in Joint Venture companies (At Amortised Cost)

(₹ in Lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
Fine Zeelandia Private Limited	2,701.45	2,714.16
Fine Organic Industries (Thailand) Co., Ltd	825.70	897.04

NOTE 46 | FAIR VALUES

(₹ in Lakhs)

Particulars	Carrying Value		Fair Value	
	As At March 31, 2025	As At March 31, 2024	As At March 31, 2025	As At March 31, 2024
FINANCIAL ASSETS				
A] Financial assets at fair value through statement of profit & loss	-	-	-	-
B] Financial assets at fair value through OCI				
Non Current Financial Assets: Investments	-	4.88	-	4.88
C] Financial assets at amortised cost				
Non Current Financial Assets : Investments	3,527.15	3,611.20	3,527.15	3,611.20
Non Current Financial Assets : Loans	89.97	121.28	89.97	121.28
Non Current Financial Assets : Others	21,902.08	1,239.41	21,902.08	1,239.41
Current Financial Assets : Trade Receivables	33,153.47	31,131.21	33,153.47	31,131.21
Current Financial Assets : Cash and Cash Equivalents	18,915.46	69,505.34	18,915.46	69,505.34
Current Financial Assets : Bank Balances	76,079.42	35,346.11	76,079.42	35,346.11
Current Financial Assets : Loans	62.87	65.29	62.87	65.29
Current Financial Assets : Others	154.04	73.73	154.04	73.73
FINANCIAL LIABILITIES				
A] Financial liabilities at fair value through statement of profit & loss	-	-	-	-
B] Financial liabilities at amortised cost:				
Non Current Financial Liabilities : Lease Liability	102.12	246.96	102.12	246.96
Current Financial Liabilities : Lease Liability	177.41	176.22	177.41	176.22
Current Financial Liabilities : Trade Payables	15,545.27	13,540.94	15,545.27	13,540.94
Current Financial Liabilities : Others	231.04	264.00	231.04	264.00

In all cases, the management has assessed that the fair value of all financial assets and liabilities at Amortised Cost approximate their carrying amounts as stated above.

**Notes Forming an Integral Part of Consolidated Financial Statements
For the Year Ended March 31, 2025 (Contd.)**

NOTE 47 | FAIR VALUES HIERARCHY

The following table provides the fair value measurement hierarchy of the Company's assets and liabilities.

Note 47.1 - Quantitative disclosures fair value measurement hierarchy for assets and liabilities as at March 31, 2025 :

(₹ in Lakhs)

Particulars	Carrying Value		Fair value measurement using		
	Date of Valuation	Total	Level 1*	Level 2*	Level 3*
FINANCIAL ASSETS					
A] Financial assets at fair value through statement of profit & loss		-	-	-	-
B] Financial assets at fair value through OCI					
Non Current Financial Assets: Investments	March 31, 2025 {Refer Note No. 47.3}	-	-	-	-
C] Financial assets at amortised cost					
Non Current Financial Assets : Investments	March 31, 2025	3,527.15	-	-	3,527.15
Non Current Financial Assets : Loans	March 31, 2025	89.97	-	-	89.97
Non Current Financial Assets : Others	March 31, 2025	21,902.08	-	-	21,902.08
Current Financial Assets : Trade Receivables	March 31, 2025	33,153.47	-	-	33,153.47
Current Financial Assets : Cash and Cash Equivalents	March 31, 2025	18,915.46	-	-	18,915.46
Current Financial Assets : Bank Balances	March 31, 2025	76,079.42	-	-	76,079.42
Current Financial Assets : Loans	March 31, 2025	62.87	-	-	62.87
Current Financial Assets : Others	March 31, 2025	154.04	-	-	154.04
FINANCIAL LIABILITIES					
A] Financial liabilities at fair value through statement of profit & loss		-	-	-	-
B] Financial liabilities at amortised cost:					
Non Current Financial Liabilities : Lease Liability	March 31, 2025	102.12	-	-	102.12
Current Financial Liabilities : Lease Liability	March 31, 2025	177.41	-	-	177.41
Current Financial Liabilities : Trade Payables	March 31, 2025	15,545.27	-	-	15,545.27
Current Financial Liabilities : Others	March 31, 2025	231.04	-	-	231.04

In all cases, the management has assessed that the fair value of all financial assets and liabilities at Amortised Cost approximate their carrying amounts as stated above.

**Notes Forming an Integral Part of Consolidated Financial Statements
For the Year Ended March 31, 2025 (Contd.)**

Note 47.2 - Quantitative disclosures fair value measurement hierarchy for assets and liabilities as at March 31, 2024 :



(₹ in Lakhs)

Particulars	Carrying Value		Fair value measurement using		
	Date of Valuation	Total	Level 1*	Level 2*	Level 3*
FINANCIAL ASSETS					
A] Financial assets at fair value through statement of profit & loss		-	-	-	-
B] Financial assets at fair value through OCI					
Non Current Financial Assets: Investments	March 31, 2024 {Refer Note No. 47.3}	4.88	-	4.88	-
C] Financial assets at amortised cost					
Non Current Financial Assets : Investments	March 31, 2024	3,611.20	-	-	3,611.20
Non Current Financial Assets : Loans	March 31, 2024	121.28	-	-	121.28
Non Current Financial Assets : Others	March 31, 2024	1,239.41	-	-	1,239.41
Current Financial Assets : Trade Receivables	March 31, 2024	31,131.21	-	-	31,131.21
Current Financial Assets : Cash and Cash Equivalents	March 31, 2024	69,505.34	-	-	69,505.34
Current Financial Assets : Bank Balances	March 31, 2024	35,346.11	-	-	35,346.11
Current Financial Assets : Loans	March 31, 2024	65.29	-	-	65.29
Current Financial Assets : Others	March 31, 2024	73.73	-	-	73.73
FINANCIAL LIABILITIES					
A] Financial liabilities at fair value through statement of profit & loss		-	-	-	-
B] Financial liabilities at amortised cost:					
Non Current Financial Liabilities : Lease Liability	March 31, 2024	246.96	-	-	246.96
Current Financial Liabilities : Lease Liability	March 31, 2024	176.22	-	-	176.22
Current Financial Liabilities : Trade Payables	March 31, 2024	13,540.94	-	-	13,540.94
Current Financial Liabilities : Others	March 31, 2024	264.00	-	-	264.00

Note 47.3 - Quantitative disclosures & Valuation Technique

Particulars	Valuation Technique
FINANCIAL ASSETS	
A] Financial assets at fair value through statement of profit & loss	Not Applicable
B] Financial assets at fair value through OCI	
Non Current Financial Assets: Investments	Level - 2: The fair value is determined as on the reporting date based on value per share derived from net worth of the Company as per the latest available annual report, since there is no other publicly available market based information for similar entities.

**Notes Forming an Integral Part of Consolidated Financial Statements
For the Year Ended March 31, 2025 (Contd.)**

Particulars	Valuation Technique
C] Financial assets at amortised cost	
Non Current Financial Assets : Investments	 <p>Level - 3: The fair value is determined as on the reporting date based on amortised cost method by considering the discount rates based on yields of comparable investments or the transaction values where these are short term in nature.</p>
Non Current Financial Assets : Loans	
Non Current Financial Assets : Others	
Current Financial Assets : Trade Receivables	
Current Financial Assets : Cash and Cash Equivalents	
Current Financial Assets : Bank Balances	
Current Financial Assets : Loans	
Current Financial Assets : Others	
FINANCIAL LIABILITIES	
A] Financial liabilities at fair value through statement of profit & loss	Not Applicable
B] Financial liabilities at amortised cost:	
Non Current Financial Liabilities : Borrowings (Including Current Maturity on Long Term Borrowing)	 <p>Level - 3: The fair value is determined as on the reporting date based on amortised cost method.</p>
Non Current Financial Liabilities : Lease Liability	
Non Current Financial Liabilities : Others	
Current Financial Liabilities : Lease Liability	
Current Financial Liabilities : Trade Payables	
Current Financial Liabilities : Others	

NOTE 48 | CAPITAL MANAGEMENT

For the purposes of the Group's capital management, capital includes issued equity share capital, all other reserves and borrowed capital less reported cash and cash equivalents.

The primary objective of the Group's capital management is to maintain an efficient capital structure to reduce the cost of capital, support the corporate strategy and to maximise shareholder's value.

The Group's policy is to borrow primarily through banks to maintain sufficient liquidity. The Group also maintains certain undrawn committed credit facilities to provide additional liquidity. These borrowings, together with cash generated from operations are utilised for operations of the Group.

The Group monitors capital on the basis of cost of capital. The Group is not subject to any externally imposed capital requirements.

Notes Forming an Integral Part of Consolidated Financial Statements For the Year Ended March 31, 2025 (Contd.)

The following table summaries the capital of the Group:

(₹ in Lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
Long Term Borrowing (including current maturities of long term borrowings)	-	-
Less: Cash and cash equivalents	18,915.46	69,505.34
TOTAL BORROWING (NET DEBT)	(18,915.46)	(69,505.34)
Equity Share Capital	1,533.00	1,533.00
Other Equity	2,27,990.04	1,90,571.91
TOTAL EQUITY	2,29,523.04	1,92,104.91
Gearing ratio (Net Debt/ Total Equity)	(0.08)	(0.36)

No changes were made to the objectives, policies or processes for managing capital during the years ended March 31, 2025 and March 31, 2024.

NOTE 49 | FINANCIAL RISK MANAGEMENT FRAMEWORK

A] Financial Risk Management

The Group monitors capital on the basis of cost of capital. The Group is not subject to any externally imposed capital requirements.

1) Market Risk

Market Risks arise due to changes in Interest rates, Foreign Exchange rates and changes in Market prices.

(i) Interest Rate Risks

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market rates. The Group's exposure to the risk of changes in market rates relates primarily to the Group's long-term debt obligations with floating interest rates.

The Group's policy is generally to undertake long-term borrowings using facilities that carry floating-interest rate. The Group manages its interest rate risk by entering into interest rate swaps, in which it agrees to exchange, at specified intervals, the difference between fixed and variable rate interest amounts calculated by reference to an agreed-upon notional principal amount.

Moreover, the short-term borrowings of the Group do not have a significant fair value or cash flow interest rate risk due to their short tenure.

As the Group does not have exposure to any floating-interest bearing assets its interest income and related cash inflows are not materially affected by changes in market interest rates.

As at the end of reporting period, the Group had following long term variable interest rate borrowings and derivatives to hedge the interest rate risk as follows:

(₹ in Lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
Notional value of liability	-	-
Less: Interest Rate Swap on above Liability	-	-
Net exposure	-	-

**Notes Forming an Integral Part of Consolidated Financial Statements
For the Year Ended March 31, 2025 (Contd.)**

Disclosure of Effects of Interest Rate Swaps Hedge accounting on Financial Position as at March 31, 2025

(₹ in Lakhs)

Particulars	Nominal value of liability	Carrying amount of hedging instrument	Maturity date	Hedge ratio
Interest Rate Risk				
- Interest Rate Swaps	-	-	December 2023	1:1

Disclosure for gain / (loss) recognised in cashflow hedging reserve and recycled during the year

For FY 2024-25

(₹ in Lakhs)

Particulars	Opening Balance	Net amount recognised	Recycled			Closing Balance
			Net amount to P & L	Net amount added to non financial assets	Total amount recycled	
Forex - Interest Rate Swaps	-	-	-	-	-	-

For FY 2023-24

(₹ in Lakhs)

Particulars	Opening Balance	Net amount recognised	Recycled			Closing Balance
			Net amount to P & L	Net amount added to non financial assets	Total amount recycled	
Forex - Interest Rate Swaps	(22.44)	-	-	(22.44)	(22.44)	-

Interest rate sensitivity

No sensitivity analysis is prepared as the Group does not expect any material effect on the Group's results arising from the effects of reasonably possible changes to interest rates on interest bearing financial instruments at the end of the reporting period.

(ii) Foreign Currency Risks

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate due to changes in foreign exchange rates. The Group enters into forward exchange contracts to hedge its foreign currency exposures in US\$ and Euro.

a) Exposure in foreign currency - Hedged

The Group enters into forward exchange contracts to hedge against its foreign currency exposures relating to the underlying transactions and firm commitments. The Group does not enter into any Derivative Instruments for trading and Speculation purposes.

The Forward Exchange Contracts used for hedging foreign exchange currency exposure and outstanding as at reporting date as at under:

(₹ in Lakhs)

Particulars	As At March 31, 2025			As At March 31, 2024		
	No. of Contracts	Amount in Foreign Currency	Indian Rupee Equivalent	No. of Contracts	Amount in Foreign Currency	Indian Rupee Equivalent
Forward Contract to Sell	227	\$404.50	34,617.68	67	\$157.50	15,006.74
Forward Contract to Purchase	118	\$173.20	14,822.30	11	\$26.00	477.50
Forward Contract to Sell	99	€ 157.50	14,541.12	32	€ 74.00	9,948.87

**Notes Forming an Integral Part of Consolidated Financial Statements
For the Year Ended March 31, 2025 (Contd.)**

b) The unhedged exposures as at the end of the reporting date are as follows

(₹ in Lakhs)

Particulars	As At March 31, 2025		As At March 31, 2024	
	Indian Rupees	Foreign Currency	Indian Rupees	Foreign Currency
Financial Assets				
Trade Receivables (US\$)	19,920.89	\$ 232.77	4,269.58	\$51.21
Trade Receivables (EUR)	4,040.99	€ 43.77	-	-
Financial Liabilities				
Trade Payables (US\$)	1,356.20	\$ 15.85	-	-
Trade Payables (EUR)	177.39	€ 1.92	120.89	€ 1.34
Trade Payables (GBP)	45.93	£ 0.41	1.04	£ 0.01
Trade Payables (CHF)	23.38	F 0.24	-	-
Net Exposure - US\$	18,564.69	216.92	4,269.58	51.21
Net Exposure - EUR	3,863.60	41.85	(120.89)	(1.34)
Net Exposure - GBP	(45.93)	(0.41)	(1.04)	(0.01)
Net Exposure - CHF	(23.38)	(0.24)	-	-

In case of change in the currencies by 1%, the change in the profit would be as under :

(₹ in Lakhs)

Particulars	As At March 31, 2025			As At March 31, 2024		
	Change	US\$	EURO €	Change	US\$	EURO €
1% Depreciation in ₹	1%	185.65	38.64	1%	42.70	(1.21)
1% Appreciation in ₹	1%	(185.65)	(38.64)	1%	(42.70)	1.21

Particulars	As At March 31, 2025			As At March 31, 2024		
	Change	GBP	CHF	Change	GBP	CHF
1% Depreciation in ₹	1%	(0.46)	(0.23)	1%	(0.01)	-
1% Appreciation in ₹	1%	0.46	0.23	1%	0.01	-

(iii) Market Price Risks

The Group is exposed to the price risk associated with purchasing of the raw materials. The Group typically does not enter into formal long-term arrangements with our vendors. Therefore, fluctuations in the price and availability of raw materials may affect the Group's business and results of operations. To mitigate this the Group has a risk management strategy in place wherein the senior management reviews the supply chain scenarios, commodity prices and supplier contracts periodically to avoid material impact on profitability of the Group.

**Notes Forming an Integral Part of Consolidated Financial Statements
For the Year Ended March 31, 2025 (Contd.)**

2) Credit Risk

Credit Risk is the risk that a counterparty will default on its contractual obligations resulting in a financial loss to the Group. It arises from credit exposure to customers, financial instruments vis., Investments in Equity Shares and Balances with Banks.

The Group holds cash and cash equivalents with banks which are having highest safety rankings and hence has a low credit risk.

The Group's exposure to credit risk is influenced mainly by the individual characteristics of each customer. The demographics of the customer, including the default risk of the industry and country in which the customer operates, also has an influence on credit risk assessment. Credit risk is managed through credit approvals, establishing credit limits (generally between 30 to 90 days) and continuously monitoring the creditworthiness of customers to which the Group grants credit terms in the normal course of business. The outstanding trade receivables due for a period exceeding 180 days as at the year ended March 31, 2025 is 0.75% (P.Y. 0.58%) of the total trade receivables. The Group uses Expected Credit Loss (ECL) Model to assess the impairment loss or gain.

3) Liquidity Risk

The Group manages liquidity risk by maintaining adequate surplus, banking facilities and reserve borrowings facilities by continuously monitoring forecasts and actual cash flows.

The Group has obtained fund based borrowings from banks. The Group invests its surplus funds in bank fixed deposit which carry low credit risks.

All payments are made on due dates and requests for early payments are entertained after due approval and availing early payment discounts.

The Group has a system of forecasting rolling one month cash inflow and outflow and all liquidity requirements are planned.

Maturity Profile of Financial Liabilities:

The following are the remaining contractual maturities of financial liabilities at the reporting date. The amounts are gross and undiscounted, and include contractual interest payments.

As At March 31, 2025

(₹ in Lakhs)					
Particulars	Balance As At March 31, 2025	Less than 1 year	1-3 years	3-5 years	More than 5 years
Long term Borrowings (including Current maturity on Long Term Borrowings)	-	-	-	-	-
Lease Liability	279.53	177.41	88.09	14.03	-
Trade Payable	15,545.27	15,545.27	-	-	-
Deposits from customer	227.87	227.87	-	-	-
Dividend Payable	3.17	3.17	-	-	-

Notes Forming an Integral Part of Consolidated Financial Statements For the Year Ended March 31, 2025 (Contd.)

NOTE 50 | PURSUANT TO IND AS 31, FINANCIAL REPORTING OF INTERESTS IN JOINT VENTURE, THE DISCLOSURE RELATING TO THE JOINT VENTURE ARE AS FOLLOWS :

Interest in other Entities

The Group has invested in following Joint ventures and are consolidated as per equity method of accounting. These entities are in nature of closely held entities and are not listed on equity public exchange. The following table illustrates the summarised financial information of the Group's investment in joint ventures.

Name of the Joint Ventures	Percentage of Ownership	
	As at March 31, 2025	As at March 31, 2024
Fine Zeelandia Private Limited (Incorporated in India)	50%	50%
Fine Organic Industries (Thailand) Co., Ltd (Incorporated in Thailand)	45%	45%

Note 50.1 - Summarised Financial Position of the Group's Investment in Joint Venture - Fine Zeelandia Private Limited

(₹ in Lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
Non current assets (A)	3,922.86	4,276.94
Current assets (B)	2,189.08	1,939.52
Total assets (A+B)	6,111.95	6,216.46
Non current liabilities (C)	15.95	59.42
Current liabilities (D)	596.55	644.86
Total liabilities (C+D)	612.50	704.28
Total equity (net assets) [(A+B)-(C+D)]	5,499.44	5,512.18

Note 50.2 - Summarised Financial Position of the Group's Investment in Joint Venture - Fine Organic Industries (Thailand) Co., Ltd

(₹ in Lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
Non current assets (A)	2,011.42	1,915.82
Current assets (B)	1,622.18	123.17
Total assets (A+B)	3,633.70	2,038.99
Non current liabilities (C)	-	-
Current liabilities (D)	1625.49	77.44
Total liabilities (C+D)	1,625.49	77.44
Total equity (net assets) [(A+B)-(C+D)]	2,008.21	1,961.55

**Notes Forming an Integral Part of Consolidated Financial Statements
For the Year Ended March 31, 2025 (Contd.)**

**NOTE 51 | ADDITIONAL INFORMATION, AS REQUIRED UNDER SCHEDULE III TO THE COMPANIES ACT, 2013 FOR
COMPANY PREPARING CONSOLIDATED FINANCIAL STATEMENTS:**

For March 31, 2025

(₹ in Lakhs)

Sr. No	Name of the entity	Net Assets i.e Total Assets (minus) Total Liabilities		Share in Profit or Loss		Share in other Comprehensive Income		Share In Total Comprehensive Income	
		As % of consolidated net assets	Amount	As % of consolidated profit or loss	Amount	As % of Consolidated Other Comprehensive Income	Amount	As % of Consolidated Other Comprehensive Income	Amount
A	Parent								
A.1	Fine Organic Industries Limited	96.63%	2,21,794.97	94.92%	38,966.25	100.00%	(235.39)	94.90%	38,730.86
B	Subsidiaries- Foreign								
B.1	Fine Organics (USA) Inc	4.03%	9,251.95	7.20%	2,953.96	0.00%	-	7.24%	2,953.96
B.2	Fine Organics Europe BV	2.88%	6,615.02	2.35%	964.92	0.00%	-	2.36%	964.92
B.3	Fine Organic Industries (SEZ) Pvt Ltd	2.80%	6,416.58	(1.83%)	(749.63)	0.00%	-	(1.83%)	(749.63)
C	Joint Ventures (Investment as per equity method)								
C.1	Fine Zeelandia Private Limited	(0.58%)	(1,326.98)	(0.03%)	(11.52)	0.00%	-	(0.03%)	(11.52)
C.2	Fine Organic Industries (Thailand) Co., Ltd	(0.10%)	(224.64)	(0.17%)	(71.33)	0.00%	-	(0.17%)	(71.33)
C.3	FineADD Ingredients GmbH	0.00%	-	0.00%	-	0.00%	-	0.00%	-
D	Adjustments arising out of consolidation	(5.67%)	(13,003.86)	(2.44%)	(1,003.01)	0.00%	-	(2.46%)	(1,003.01)
	Total	100.00%	2,29,523.04	100.00%	41,049.64	100.00%	(235.39)	100.00%	40,814.25

For March 31, 2024

(₹ in Lakhs)

Sr. No	Name of the entity	Net Assets i.e Total Assets (minus) Total Liabilities		Share in Profit or Loss		Share in other Comprehensive Income		Share In Total Comprehensive Income	
		As % of consolidated net assets	Amount	As % of consolidated profit or loss	Amount	As % of Consolidated Other Comprehensive Income	Amount	As % of Consolidated Other Comprehensive Income	Amount
A	Parent								
1	Fine Organic Industries Limited	96.89%	1,86,128.90	89.23%	36,755.15	100.00%	(80.05)	89.21%	36,675.10
B	Subsidiaries- Foreign								
1	Fine Organics (USA) Inc	3.43%	6,593.61	3.94%	1,623.39	0.00%	-	3.95%	1,623.39
2	Fine Organics Europe BV	2.96%	5,684.65	(1.21%)	(497.12)	0.00%	-	(1.21%)	(497.12)
3	Fine Organic Industries (SEZ) Pvt Ltd	0.00%	-	(0.14%)	(57.05)	0.00%	-	(0.14%)	(57.05)
C	Joint Ventures (Investment as per equity method)								
C.1	Fine Zeelandia Private Limited	(0.68%)	(1,314.26)	(0.31%)	(128.22)	0.00%	-	(0.31%)	(128.22)
C.2	Fine Organic Industries (Thailand) Co., Ltd	(0.08%)	(153.31)	(0.33%)	(135.72)	0.00%	-	(0.33%)	(135.72)
C.3	FineADD Ingredients GmbH	0.00%	-	0.00%	-	0.00%	-	0.00%	-
D	Adjustments arising out of consolidation	(2.50%)	(4,811.30)	8.81%	3,628.98	0.00%	-	8.83%	3,628.98
	Total	100.00%	1,92,104.91	100.00%	41,189.41	100.00%	(80.05)	100.00%	41,109.36

Notes Forming an Integral Part of Consolidated Financial Statements For the Year Ended March 31, 2025 (Contd.)

NOTE 52 | EXCEPTIONAL ITEM

- (i) On January 18, 2024 early morning, a fire incident occurred in a plant adjacent to the small manufacturing plant of Parent Company at Plot No. W-124-A, Khervai MIDC, Badlapur (E) – 421503, Maharashtra. The fire was spread to our above-mentioned plant and its operations were impacted. The fire was successfully contained within a minimal timeframe, but operations of the said plant are temporarily disrupted. Fortunately, there has been no loss to human life at our plant. This incident led to damage of Property, Plant & Equipment and inventories.

There is adequate insurance coverage for the said plant. The intimation to Insurance Company has already been made on same day and necessary surveys has been done. The primary assessment of loss for book value of assets is INR 56.32 Lakhs, which is disclosed as an exceptional item in profit & loss account of FY 2023-24. The Parent Company is in process of lodging final claim and has received INR 180 Lakhs (March 31, 2025 INR 30 Lakhs) as on account payment.

NOTE 53 | OTHER INFORMATION

- (i) As per the Ministry of Corporate Affairs (MCA) notification, proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014, for the financial year commencing April 1, 2023, every company which uses accounting software for maintaining its books of account, shall use only such accounting software which has a feature of recording audit trail of each and every transaction, creating an edit log of each change made in the books of account along with the date when such changes were made and ensuring that the audit trail cannot be disabled. The interpretation and guidance on what level edit log and audit trail needs to be maintained; evolved during the year and continues to evolve.

The Group uses an accounting software for maintaining its books of account which has an inbuilt feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the accounting software except for audit trail feature is not enabled at the database level to log any direct or indirect data changes. However, the Group has process and proper mechanism to ensure that any direct access to the data base is granted only through approved person by management of the group.

In case of One Subsidiary which is incorporated in India, Company has opted for customised accounting software namely “Oracle” to be designed and developed according to the requirements of the Company’s nature of business. Accordingly, the Accounting team successfully tested accounting entires in the Accounting Software and has using the software for passing all accounting entries in live w.e.f 24th July 2024. Accordingly, since the Company is maintaining its books of accounts in Accounting Software, Audit Trail (edit log) features in accounting software as per Proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 and Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 is applicable.

Further no instance of audit trail feature being tampered with was noted in respect of the accounting software. The Group is committed to preserve the audit trail as per the statutory requirements for record retention.

FORM AOC-1

Statement pursuant to first proviso to sub-section (3) of section 129 of the Companies Act 2013, read with rule 5 of Companies (Accounts) Rules, 2014 in the prescribed Form AOC-1 relating to subsidiary and joint ventures and associate companies.

PART A SUBSIDIARIES

(₹ in Lakhs)

Sr. No.	Name of Subsidiary Company	Fine Organics (USA) Inc.	Fine Organics Europe BV	Fine Organic Industries (SEZ) Private Limited
1	The date since when subsidiary was acquired	July 29, 2013	February 10, 2016	October 10, 2023
2	Reporting period for the subsidiary concerned, if different from the holding company's reporting period. (Financial Year ended on)	December 31, 2024	December 31, 2024	March 31, 2025
3	Reporting currency and exchange rate as on the last date of the relevant financial year in the case of foreign subsidiaries.	Reporting currency: USD Exchange rate: 85.58	Reporting currency: Euro Exchange Rate: 92.32	Reporting currency: INR
4	Equity Share Capital	0.63	14.31	250.00
5	Other Equity / Reserves and Surplus (as applicable)	9,251.32	6,600.71	6,166.58
6	Total Assets	18,588.50	8,414.86	12,443.10
7	Total Liabilities	18,588.50	8,414.86	12,443.10
8	Investments	0.00	0.00	0.00
9	Turnover	27,116.85	9,397.27	0.00
10	Profit Before Taxation	3,606.42	1,249.65	(756.00)
11	Provision for Taxation	652.46	284.73	(6.37)
12	Profit After Taxation	2,953.96	964.92	(749.63)
13	Proposed Dividend	0.00	0.00	0.00
14	Extent of Shareholding (in Percentage)	100%	100%	100%

Notes:

- Names of Subsidiaries which are yet to commence operations: Fine Organic Industries (SEZ) Private Limited
- Names of Subsidiaries which have been liquidated or sold during the Year: Not Applicable

PART B ASSOCIATES AND JOINT VENTURES

(₹ in Lakhs)

Sr. No.	Name of Associates or Joint Ventures	Fine Zeelandia Private Limited	Fine Organic Industries (Thailand) Co., Ltd
1.	Latest Audited Balance Sheet date	March 31, 2025	December 31, 2024
2.	Date on which the associate or joint venture was associated or acquired	December 1, 2014	May 31, 2021
3.	No. shares of associate or joint ventures held by the company on the year end	40,284,250	449,970.75
i. I.	Amount of investment in associates or joint venture	4,028.43	1,050.34
ii. II.	Extent of holding (in percentage)	50.00%	45.00%

(₹ in Lakhs)

Sr. No.	Name of Associates or Joint Ventures	Fine Zeelandia Private Limited	Fine Organic Industries (Thailand) Co., Ltd
4.	Description of how there is significant influence	Joint Venture	Joint Venture
5.	Reason why the associate/joint venture is not consolidated	Consolidated	Consolidated
6.	Net worth attributable to shareholding as per latest audited balance sheet	2,749.72	886.66
7.	Profit or (Loss) for the year	(12.73)	(136.76)
I.	Considered in consolidation	(6.37)	(61.54)
II.	Not considered in consolidation	(6.37)	(75.22)

- Names of Associates or Joint Ventures which are yet to commence operations: Not Applicable
- Names of Associates or Joint Ventures which have been liquidated or sold during the year: Not Applicable

For and on behalf of Board of Directors
Fine Organic Industries Limited

Jayen Shah

Managing Director
DIN: 00106919

Tushar Shah

CEO and Executive Director
DIN: 0017144

Sonali Bhadani

CFO

Pooja Lohor

Company Secretary
Membership No.: A28397



FINE ORGANICS

FINE ORGANIC INDUSTRIES LIMITED

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Notice of Annual General Meeting

NOTICE is hereby given that the **Twenty-Third (23rd) Annual General Meeting (“AGM”)** of **FINE ORGANIC INDUSTRIES LIMITED** (“the Company”) will be held on Thursday, August 21, 2025, at 11:00 a.m. (IST) through Video Conferencing (“VC”) / Other Audio-Visual Means (“OAVM”) to transact the following businesses:

ORDINARY BUSINESS:

1. Adoption of Standalone Financial Statements

To receive, consider and adopt the audited standalone financial statements of the Company for the financial year ended March 31, 2025 and the reports of the Board of Directors and Auditors thereon.

2. Adoption of Consolidated Financial Statements

To receive, consider and adopt the audited consolidated financial statements of the Company for the financial year ended March 31, 2025 and the report of the Auditors thereon.

3. Declaration of Final Dividend

To declare a Final Dividend of ₹ 11 /- (Rupees Eleven only) per Equity Share of face value of ₹ 5/- each for the financial year 2024-25;

4. Appointment of Mr. Bimal Shah (DIN: 03424880) as a Director, liable to retire by rotation

To appoint Mr. Bimal Shah (DIN: 03424880), who retires by rotation and being eligible, has offered himself for re-appointment.

SPECIAL BUSINESS:

5. Ratification of the remuneration payable to the Cost Auditors for financial year 2025-26.

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

“RESOLVED THAT pursuant to the provisions of Section 148(3) and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 and the Companies (Cost Records and Audit) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the remuneration of ₹ 4,00,000/- (Rupees Four Lakh Only) excluding all taxes and reimbursement of out-of-pocket expenses payable to M/s. Y. R. Doshi & Associates, Cost Accountants, having Firm Registration No. 000286, appointed by the Board of Directors on

the recommendation of the Audit Committee as Cost Auditors to conduct the audit of the cost records of the Company for the Financial Year ending March 31, 2026, be and is hereby ratified.”

6. Appointment of M/s. CNK & Associates LLP, Chartered Accountants as Statutory Auditors and fix their remuneration.

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

“RESOLVED THAT pursuant to the provisions of Section 139 and 142 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit & Auditors) Rules, 2014, (including any statutory modification(s) or re-enactment thereof) and pursuant to the recommendations of the Audit Committee and the Board of Directors, M/s. CNK & Associates LLP, Chartered Accountants, Mumbai (Firm Registration No. 101961W) be and are hereby appointed as Statutory Auditors of the Company, to hold office for a term of five (5) consecutive years commencing from the conclusion of 23rd Annual General Meeting till the conclusion of 28th Annual General Meeting, subject to their eligibility under Section 141 of the Companies Act, 2013 during the tenure of said appointment at a remuneration as may be mutually agreed between the Board of Directors of the Company and the Statutory Auditors.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do all such acts, deeds, matters and things as it may consider necessary, expedient, usual or proper to give full effect to the above resolution.”

7. Appointment of M/s. NKS & Co, Company Secretaries as Secretarial Auditors for the term of 5 (Five) consecutive years.

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

“RESOLVED THAT Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with the provisions of Section 204(1) of the Companies Act, 2013 and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and other applicable provisions, if any, of the Companies Act, 2013, (including any statutory modification(s) or re-enactment thereof) and pursuant to the recommendations of the Audit

Notice of Annual General Meeting (Contd.)

Committee and the Board of Directors, M/s. NKS & Co, Practicing and Peer Reviewed Company Secretaries, Firm Registration No. P2025MH105200 and Peer Review Certification No. 6708/2025) be and are hereby appointed as Secretarial Auditors of the Company, to hold office for a term of five (5) consecutive years commencing from the conclusion of ensuing 23rd Annual General Meeting till the conclusion of 28th Annual General Meeting, subject to their eligibility under Section 141 of the Companies Act, 2013 and circulars issued by Securities Exchange Board of India from time to time during the tenure of said appointment at a remuneration as may be mutually agreed between the Board of Directors of the Company and Secretarial Auditors.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do all such acts, deeds, matters and things as it may consider necessary, expedient, usual or proper to give full effect to the above resolution.”

8. Continuation of Mr. Mukesh Maganlal Shah (DIN: 00106799) as Chairman and Whole Time Director of the Company on attaining the age of seventy years.

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

“RESOLVED THAT pursuant to Section 196(3), 197 and other applicable provisions read with Schedule V of Companies Act 2013 and the Rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force including SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, and as approved by the Board of Directors of the Company at its meeting held on May

08, 2025, the approval of members of the Company be and is hereby accorded, for the continuation of tenure of Mr. Mukesh Maganlal Shah (DIN: 00106799), who will attain the age of 70 years, as Whole Time Director of the Company, till the end of his current tenure i.e. November 05, 2027 on such terms and conditions as approved by the members at 20th Annual General Meeting dated August 23, 2022.

RESOLVED FURTHER THAT that the Board of Directors of the Company be and is hereby authorised to do all such acts, deeds and things as may be necessary for the purpose of giving effect to the aforesaid resolution.”

**By Order of the Board of Directors
For Fine Organic Industries Limited**

Pooja Lohor
Company Secretary and Compliance Officer
Membership No: A28397

Date: May 08, 2025
Place: Mumbai

Registered Office:
FINE ORGANIC INDUSTRIES LIMITED

CIN: L24119MH2002PLC136003
Fine House, Anandji Street,
Off M.G. Road, Ghatkopar East,
Mumbai - 400 077, Maharashtra, India
Tel: +91-22-21025000, Fax: +91-22-21028899
E-mail: investors@fineorganics.com
Website: www.fineorganics.com

Notice of Annual General Meeting (Contd.)

Notes:

1. The Ministry of Corporate Affairs ('MCA') has vide its General Circular No. 09/2024 dated September 19, 2024 read with General Circular No. 14/2020 dated April 08, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No. 20/2020 dated May 5, 2020 and General Circular No. 09/2023 dated September 25, 2023, (collectively referred to as 'MCA Circulars') permitted the holding of the Annual General Meeting ('AGM') through VC/OAVM without physical presence of the Members at a common venue. Further, the Securities and Exchange Board of India ('SEBI') vide its Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 3, 2024 read with para 5.1 and 5.2 of section VI-J of chapter VI of the SEBI Master Circular dated July 11, 2023 (collectively referred to as 'SEBI Circulars') has also granted relaxation from compliance with certain provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and have permitted the holding of AGM through VC/OAVM without physical presence of the Members at a common venue. In compliance with the provisions of the Companies Act, 2013 ('the Act'), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('the Listing Regulations') and the MCA Circulars, the 23rd AGM of the Company is being held through VC/ OAVM.
2. In terms of the MCA Circulars, the physical attendance of Members has been dispensed with and there is no requirement of appointment of proxies. Accordingly, the facility for appointment of proxies by the Members will not be available for the Annual General Meeting and hence the Proxy Form and Attendance Slip are not annexed to this Notice. As per the MCA Circulars, Members attending the AGM through VC/OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act. Since the AGM will be held through VC/OAVM, the Route Map does not form part of the Notice.
3. Institutional / Corporate Shareholders (i.e. other than individuals / HUF, NRI, etc.) are required to send a scanned copy (PDF/JPG Format) of its Board or governing body Resolution/Authorisation etc. authorising its representative to attend the AGM through VC / OAVM on its behalf and to vote either through remote e-voting or during AGM together with attested specimen signature(s) of the duly authorised representative(s). The said Resolution / Authorisation shall be sent electronically through registered email address to the Scrutiniser at co.secretaries@gmail.com with a copy marked to evoting@kfintech.com
4. The Explanatory Statements pursuant to Section 102 of the Act setting out material facts concerning the business under Item No. 5 to 8 of the Notice, is annexed hereto. The relevant details, pursuant to Regulation 36(3) of the Listing Regulations and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, in respect of Director seeking re-appointment at this AGM are also annexed. The relevant details, pursuant to Regulation 36(5) of the Listing Regulations in respect of appointment / re-appointment of Statutory Auditors and Secretarial Auditors at this AGM are also annexed.
5. In compliance with the aforesaid MCA Circulars and SEBI Circular No SEBI/HO/CFD/CFD-PoD- 2/P/ CIR/2023/167 dated October 07, 2023, and SEBI Circular No SEBI/HO/CFD/CFD-PoD-2/P/ CIR/2024/133 dated October 03, 2024, Notice of the AGM along with the Annual Report FY 2024-25 is being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company/KFin Technologies Limited /Depositories. Members may note that the Notice and Annual Report has been disclosed on the website of the Company at www.fineorganics.com and also available on the websites of the Stock Exchanges at www.bseindia.com and www.nseindia.com and on the website of KFin Technologies Limited (Kfintech) at <https://evoting.kfintech.com> The physical copy of the Annual Report 2024-25 will be sent to the Shareholders based on the specific request received.

As per Regulation 36(1)(b) of Listing Regulations, as amended, a letter containing the web-link, including the exact path, where complete details of the Annual Report are available, is being sent to all the Shareholders who have not registered their Email IDs with the Company or Depository Participants or Registrar & Transfer Agent (RTA), Kfintech of the Company.
6. The final dividend for the financial year 2024-25, if declared at the AGM, will be paid on and from 6th day from the conclusion of AGM to those members, whose names appear in the Register of Members and Register of Beneficial Owners maintained by NSDL and CDSL in accordance with the book closure schedule. The record date for the same will be July 26, 2025.

Notice of Annual General Meeting (Contd.)

7. Members holding shares in dematerialised form are requested to intimate all changes pertaining to their bank details such as bank account number, name of the bank and branch details, MICR code and IFSC code, mandates, nominations, power of attorney, change of address, change of name, e-mail address, contact numbers, PAN etc., to their Depository Participant (DP). Changes intimated to the DP will then be automatically reflected in the Company records which will help the Company and the Company's Registrar and Transfer Agent, KFintech to provide efficient and better services.

SEBI vide its Circular No. SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2023/37 dated March 16, 2023 has made it mandatory for shareholders holding shares in physical form to furnish PAN, KYC (i.e., postal address with pin code, email address, mobile number, bank account details, specimen signature, Demat account details) and their nominee details to the KFintech. Further details and relevant forms to update the above-mentioned are available on the Company's website at <https://www.fineorganics.com/investor-kyc-updation/>

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; 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 of which is available on the Company's website under the weblink at <https://www.fineorganics.com/investor-kyc-updation/>

8. As per Regulation 40 of the Listing Regulations, as amended, securities of listed companies can be transferred, transmitted and transposed only in dematerialised form. In view of this and to eliminate all risks associated with physical shares, members are requested to hold the shares in dematerialised form.
9. 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 who

have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. Members are requested to submit the said form to their Depository Participant (DP) in case the shares are held in electronic form and to KFintech in case the shares are held in physical form.

10. In terms of the provisions of Section 124 and other applicable provisions of the Companies Act, 2013, the amount of dividend not encashed or claimed within 7 (Seven) years from the date of its transfer to the unpaid dividend account, is required to be transferred to the Investor Education and Protection Fund ('IEPF') established by the Central Government. Members who have not yet encashed their dividend warrant(s) pertaining to the dividend for the Financial Year 2017-18 onwards, are requested to lodge their claims with the Company or with the Registrar and Share Transfer Agent ('RTA') of the Company at the earliest.
11. In case the Company is unable to pay the dividend to any Member directly in their bank account through the electronic mode, due to non-availability of their latest bank account details, the Company shall dispatch the dividend warrant/demand draft to such Members.
12. Attention of Members is invited to the provisions of Section 124(6) of the Companies Act, 2013 read with Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 amended from time to time ('IEPF Rules'), which inter alia requires the Company to transfer the Equity Shares, on which the dividend has remained unpaid or unclaimed for a continuous period of 7 (Seven) years, to IEPF. The said shares, once transferred to IEPF, can be claimed after following due procedure prescribed under the IEPF Rules.
13. Pursuant to Section 101 and Section 136 of the Act read with the relevant Rules made thereunder, to support the 'Green Initiative' announced by the Government of India; read with applicable circulars, the Company is sending the Annual Report, Notice of the AGM and e-voting instructions only in electronic form to the registered email addresses of the Members. Therefore, those Members who have not yet registered their email addresses or who have become Members post sending this Notice of AGM are requested to get their email

Notice of Annual General Meeting (Contd.)

addresses registered by following the procedure given below:

- i. Those Members who have not registered their email address, mobile numbers, address and bank details (including any changes thereof) may please contact and validate/update their details with their respective Depository Participant(s) for shares held in electronic form.
- ii. Member may send an email request at the email id einward.ris@kfintech.com along with scanned copy of the signed request letter providing the email address, mobile number, self-attested PAN copy and Client Master copy for electronic folios for sending the Annual report, Notice of AGM and the e-voting instructions by email.
- iii. Members only desiring to download the Annual Report and Notice of the AGM, may visit the website of the Company www.fineorganics.com or the websites of the Stock Exchanges i.e. National Stock Exchange of India Limited and BSE Limited at www.nseindia.com and www.bseindia.com respectively, or the website of the RTA viz. <https://evoting.kfintech.com/> for the same.

14. Pursuant to Finance Act, 2020, dividend income is taxable in the hands of the Members and the Company is required to deduct tax at source from dividend paid to the Members at the prescribed rates. For the prescribed rates for various categories, the Members are requested to refer to the Finance Act, 2020 and amendments thereof. The Members are requested to update their PAN with the Company / Registrar and Transfer Agent (in case of shares held in physical mode) and with the Depository Participants (in case of shares held in demat mode). However, no tax shall be deducted on the dividend payable to a resident individual Member if the total dividend to be received during FY 2025-26 does not exceed ₹ 5,000/-. The withholding tax rate (TDS rate) would vary depending on the residential status of the Member and the documents submitted by them and accepted by the Company.

A Resident individual Member 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 sending an email to investors@fineorganics.com latest by 11:59 p.m. (IST) on August 2, 2025. Members are requested to note that in case their PAN is not registered, the tax will be deducted at a higher rate of 20%.

In respect of resident Members, the TDS rate is subject to section 206AB of the Income-tax Act (effective from July 01, 2021) which specifies higher rate of TDS for specified persons who have not furnished their PAN / Not filed ITR for preceding two years. In such cases tax has to be deducted at higher of the following rates in case of payments to the specified persons:

- at twice the rate specified in the relevant provision of the Act; or
- at twice the rate or rates in force; or
- at the rate of 5%.

In cases where Sections 206AA and 206AB are applicable i.e. the Member has not submitted the PAN as well as not filed the return; tax will be deducted at higher of the two rates prescribed in these sections.

Non-resident Members 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 an email to investors@fineorganics.com. The aforesaid declarations and documents need to be submitted by the Members latest by 11:59 p.m. (IST) on August 02, 2025.

15. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013, the Register of Contracts or Arrangements in which the directors are interested, maintained under Section 189 of the Act, and the relevant documents referred to in the Notice will be available electronically for inspection by the Members from the date of circulation of this Notice upto the date of AGM i.e. August 21, 2025. Members seeking to inspect such documents can send an email to investors@fineorganics.com

Notice of Annual General Meeting (Contd.)

16. Voting through electronic means

Pursuant to the provisions of section 108 of the Companies Act, 2013 read with, Rule 20 of Companies (Management and Administration) Rules, 2014 (amended from time to time) and sub-regulation (1) & (2) of Regulation 44 of Listing Regulations, the Company is pleased to provide Members, the facility to exercise their right to vote on resolutions proposed to be considered at the 23rd AGM by electronic means and has engaged the services of KFintech to provide the facility of casting the votes by the Members using an electronic voting system from a place other than venue of the AGM ('remote e-voting') as well as e-voting at the AGM through VC/OAVM ('e-voting at the AGM').

Remote E-voting: The remote e-voting period commences on Sunday, August 17, 2025 from 9:00 a.m. and ends on Wednesday, August 20, 2025 at 5:00 p.m. During this period, the Members of the Company holding shares in physical form or in dematerialised form, as on the cut-off date, being Thursday, August 14, 2025, may cast their vote by electronic means in the manner and process set out herein below. The e-voting module shall be disabled for voting thereafter. Once the vote on a resolution is cast by the Member, the Member shall not be allowed to change it subsequently.

The instructions and other information relating to remote e-voting are as under:

I. Login method for e-Voting: Applicable only for Individual Members holding securities in Demat

As per the SEBI circular dated December 09, 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 their respective Depositories and Depository Participants as detailed below. Members are advised to update their mobile number and email id in their demat accounts in order to access e-Voting facility.





Option 1 – Login through Depositories

NSDL	CDSL
1. For OTP based login i) Click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp . ii) enter 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. iii) After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. iv) Click on the 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.	1. Members who have already registered and opted for Easi / Easiest to follow below steps: i) Go to URL: https://web.cdslindia.com/myeasitoken/home/login or URL: www.cdslindia.com and then go to Login and select New System Myeasi. ii) Login with user id and password. iii) The option will be made available to reach e-Voting page without any further authentication. iv) Click on Company name or e-Voting service provider name to cast your vote during the remote e-Voting period.

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NSDL	CDSL
2. Members who have already registered and opted for IDeAS facility to follow below steps: <ol style="list-style-type: none"> Go to URL: https://eservices.nsdl.com Click on the “Beneficial Owner” icon under ‘IDeAS’ section. On the new page, enter the existing User ID and Password. Post successful authentication, click on “Access to e-Voting” Click on the Company name or e-Voting service provider and you will be re-directed to e-Voting service provider website (i.e. KFintech) for casting the vote during the remote e-Voting period. 	2. User not registered for Easi/Easiest <ol style="list-style-type: none"> Option to register is available at: https://web.cdslindia.com/myeasitoken/home/login Proceed with completing the required fields.
3. User not registered for IDeAS e-Services <ol style="list-style-type: none"> To register click on the link: https://eservices.nsdl.com (Select “Register Online for IDeAS”); or https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp Proceed with completing the required fields. 	3. First-time users can visit the e-Voting website directly and follow the process below: <ol style="list-style-type: none"> Go to URL: www.cdslindia.com Click on the icon “E-Voting” Provide demat Account Number and PAN No. System will authenticate user by sending OTP on registered Mobile & Email as recorded in the demat Account. After successful authentication, the user will be provided links for the respective ESP where the e-Voting is in progress. Click on the Company name and you will be redirected to e-Voting service provider website (i.e. KFintech) for casting your vote during the remote e-Voting period.
4. First-time users can visit the e-Voting website directly and follow the process below: <ol style="list-style-type: none"> Go to URL: https://www.evoting.nsdl.com/ Click on the icon “Login” which is available under ‘Shareholder/Member’ section. Enter User ID (i.e. 16-digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen. Post successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on the Company name or e-Voting service provider name and you will be redirected to e-Voting service provider website (i.e. KFintech) for casting your vote during the remote e-Voting period. 	

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NSDL	CDSL
<p>5. Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for a seamless voting experience</p> <p>NSDL Mobile App is available on</p> <p>  App Store  Google Play </p> <div style="display: flex; justify-content: space-around;">   </div>	

Option 2 - Login through Depository Participants.

You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. Once logged in, you will be able to see e-Voting option. Click on e-Voting option and you will be redirected to NSDL/CDSL Depository site after successful authentication. Click on the Company name or e-Voting service provider name and you will be redirected to e-Voting service provider website of KFintech for casting your vote during the remote e-Voting period.

Important note:

Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at the abovementioned website. For any technical issues, Members may contact as below:

NSDL	CDSL
NSDL helpdesk by email to: evoting@nsdl.co.in or call at toll-free no.: 1800 1020 990 or 1800 22 44 30 or call at 022 – 48867000 and 022-24997000	CDSL helpdesk by email to: helpdesk.evoting@cdslindia.com or contact at 022- 23058738, 23058542-43

II. Login method for e-Voting: Applicable only for Members holding shares in physical form and for Non- Individual Members (holding shares either in physical or demat):

A. Members whose email IDs are registered with the Company / Depository Participant(s):

- (i) Launch internet browser by typing the URL: <https://evoting.kfintech.com/>.

- (ii) Members whose email IDs are registered with the Company/ Depository Participants, will receive an email from KFintech which will include details of E-Voting Event Number (EVEN) i.e., 8985, USER ID and password. Members are requested to use these credentials at the Remote Voting Login at the abovementioned URL.
- (iii) Enter the login credentials (i.e. User ID and password). In case of physical folio, User ID will be EVEN (E-Voting Event Number) followed by folio number. In case of Demat account, User ID will be your DP ID and Client ID. However, if you are already registered with KFintech for e-voting, you can use your existing User ID and password for casting your vote.
- (iv) After entering these details appropriately, click on “LOGIN”.
- (v) You will now reach the password change menu wherein you are required to mandatorily change your password. The new password shall comprise of minimum 8 characters with at least one upper case (A-Z), one lower case (a-z), one numeric value (0-9) and a special character (@, #, \$, etc.) The system will prompt you to change your password and update your contact details like mobile number, email id etc., on first login. It is strongly recommended that you do not share your password with any other person and that you take utmost care to keep your password confidential.
- (vi) You need to login again with the new credentials.
- (vii) On successful login, the system will prompt you to select the “EVENT” i.e., Fine Organic Industries Limited.

Notice of Annual General Meeting (Contd.)

B. Members whose Email IDs are not registered with the Company / DPs and consequently have not received the Notice of the AGM and e-voting instructions will have to follow the following process:

- (i) In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), Aadhar (self-attested scanned copy of Aadhar Card) by email to Registrar & Transfer Agent i.e. einward.ris@kfintech.com
- (ii) Members may send an e-mail request at einward.ris@kfintech.com along with scanned copy of the signed request letter providing the email address, mobile number, self-attested copy of PAN and copy of Client Master for sending the Notice of the AGM and the e-voting instructions.
- (iii) After receiving the e-voting instructions, please follow all the steps mentioned below to cast your vote by electronic means.

Once the Members have logged in by using either of Option 1 or Option 2, as applicable, they are required to follow the instructions given below:

- (i) On the voting page, enter the number of shares (which represents the number of votes) as on the Cut Off Date under “FOR/AGAINST” or alternatively, you may partially enter any number “FOR” and partially “AGAINST” but the total number in “FOR/AGAINST” taken together shall not exceed your total shareholding as mentioned herein above. You may also choose the option ABSTAIN. If the Member does not indicate either “FOR” or “AGAINST”, it will be treated as “ABSTAIN” and the shares held will not be counted under either head.
- (ii) Members holding multiple folios/demat accounts shall choose the voting process separately for each folio/demat account.
- (iii) Voting has to be done for each resolution of the Notice of the AGM separately. In case you do not desire to cast your vote on any specific resolution it will be treated as abstained.
- (iv) You may then cast your vote by selecting an appropriate option and click on “Submit”.

- (v) A confirmation box will be displayed. Click “OK” to confirm else “CANCEL” to modify. Once you have voted on the resolution(s), you will not be allowed to modify your vote. During the voting period, Members can login any number of times till they have voted on all the resolutions by clicking “SUBMIT”.

I. Voting at the AGM: Those Members who are present in the Meeting through VC / OAVM and have not cast their vote on resolutions through remote e-voting, can vote through e-voting at the Meeting. Members who have already cast their votes by remote e-voting are eligible to attend the Meeting. However, those Members are not entitled to cast their vote again at the Meeting.

II. A Member can opt for only single mode of voting i.e. through remote e-voting or voting at the AGM. If a Member cast votes by both modes i.e. voting at AGM and remote e-voting, voting done through remote e-voting shall prevail and vote at the AGM shall be treated as invalid.

Other Instructions:

- a. Members holding shares either in physical form or in dematerialised form, as on the close of business hours on Thursday, August 14, 2025, are entitled to vote on the Resolutions set forth in this Notice. The voting rights of Members shall be in proportion to their shares in the paid-up equity share capital of the Company. as on the cut-off date.
- b. Any person, who acquires shares of the Company and becomes Member of the Company after dispatch of the notice and holding shares as on Thursday, August 14, 2025, may obtain the login ID and password in the manner as mentioned below:
 - i. If the mobile number of the member is registered against Folio No./ DP ID Client ID, the member may send SMS: MYEPWD <space> E-Voting Event Number + Folio No. or DP ID Client ID to +91 9212993399
 1. Example for NSDL:
MYEPWD <SPACE> IN12345612345678

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2. Example for CDSL:
MYEPWD <SPACE> 1402345612345678
3. Example for Physical:
MYEPWD <SPACE> XXXX1234567890
(XXXX being E-Voting Event Number)
- ii. If e-mail address or mobile number of the member is registered against Folio No. / DP ID Client ID, then on the home page of <https://evoting.kfintech.com/> the member may click “Forgot Password” and enter Folio No. or DP ID Client ID and PAN to generate a password.
- iii. In case of any queries, you may refer Help or ‘FAQs’ and ‘User Manual’ for Members available at the ‘Download’ section on the website (bottom corner) of Kfintech at <https://evoting.kfintech.com/> or call Kfintech on Toll-Free No. 1-800-3094-001.

Member may send an e-mail request to einward.ris@kfintech.com. However, Kfintech shall endeavour to send User ID and Password to those new Members whose e-mail IDs are available.
- c. The Board of Directors has appointed Mr. Kartik Shah, Proprietor of M/s. KS & Associates, Company Secretaries (FCS No. 5732 and CP No. 5163) as a Scrutiniser to scrutinise the e-voting process in a fair and transparent manner.
- d. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon 3 unsuccessful attempts to key in the correct password. In such an event, you will need to go through the ‘Forgot User Details/Password’ option available on https://evoting.kfintech.com to reset the password.
- e. The Scrutiniser shall, immediately after the conclusion of voting at the AGM, first count the votes cast during the AGM, thereafter unblock the votes cast through remote e-voting and make within two working days from the conclusion of AGM, a consolidated Scrutiniser’s Report of the

total votes cast in favour or against, if any, to the Chairman or a person authorised by him in writing, who shall countersign the same.

- f. The Results declared along with the Scrutiniser’s Report(s) will be available on the website of the Company www.fineorganics.com and on e-voting at <https://evoting.kfintech.com> and will be communicated to the BSE Ltd. and the National Stock Exchange of India Limited within two working days from the conclusion of the AGM.

17. Instructions for Members attending the AGM through VC/OAVM and E-voting at the AGM

- a. Members may access the platform to attend the AGM through VC at <https://emeetings.kfintech.com/> by clicking on the tab ‘video conference’ and using their e-voting login credentials provided in the email received from the Company / Kfintech. After logging in, click on the Video Conference tab and select the EVENT and name of the Company. Click on the video symbol and accept the meeting etiquettes to join the meeting. Please note that the Members who have not registered their e-mail address or do not have the User ID and Password for e-voting or have forgotten the User ID and Password may retrieve the same by following the remote e-voting instructions mentioned in this Notice.
- b. Facility of joining the AGM through VC/OAVM shall open 15 minutes before the scheduled time for commencement of the AGM and shall be closed after the expiry of 15 minutes after such scheduled time.
- c. The e-Voting window shall be activated upon instructions of the Chairman during the AGM proceedings. Upon the declaration by the Chairperson about the commencement of e-voting at AGM, Members shall click on the “Vote” sign on the left-hand bottom corner of their video screen for voting at the AGM, which will take them to the ‘Instapoll’ page. Members would need to click on the “Instapoll” icon and follow the instructions to vote on the resolutions. Only those shareholders, who are present in the AGM and have not casted

Notice of Annual General Meeting (Contd.)

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 e-AGM.

- d. Members are encouraged to join the Meeting through Laptops/ Desktops with Google Chrome (preferred browser), Microsoft Edge, Mozilla Firefox 22.
- e. Members will be required to grant access to the webcam to enable VC / OAVM. Further, Members 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.
- f. Members who would like to express their views or ask questions during the AGM may register themselves as a speaker by visiting <https://emeetings.kfintech.com> and clicking on the tab 'Speaker Registration' and mentioning their registered email id, mobile number and city during the period starting from Sunday, August 17, 2025, 9.00 a.m. to Wednesday, August 19, 2025, 5.00 p.m. Those Members who

have registered themselves as a speaker will only be allowed to express their views/ask questions during the AGM. The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM.

- g. Post your Question: Members who may want to express their views or post questions with regard to the accounts or any matter to be placed at the AGM, may do so by visiting <https://emeetings.kfintech.com> On successful login select "Post Your Question" option to post their queries in the window provided. The window shall remain active from Sunday, August 17, 2025, at 9:00 a.m. up to Wednesday, August 19, 2025, at 5:00 p.m. The members may alternatively express their views or post questions on investors@fineorganics.com within the aforesaid time period.
- h. A video guide assisting the members attending AGM either as a speaker or participant is available for quick reference at URL: <https://cruat04.kfintech.com/emeetings/video/howitworks.aspx>
- i. Members who may require any technical assistance or support before or during the AGM are requested to contact KFinTech at toll free number 1-800-309-4001 or write to them at einward.ris@kfintech.com

Summarised information at glance:

Particulars	Details
Time and Date of AGM	Thursday, August 21, 2025 at 11:00 a.m. (IST)
Venue/Mode	Through video conference at below link: https://emeetings.kfintech.com/
Final dividend recommended for FY 2024-25	₹ 11/- per equity share
Cut-off date for e-voting	Thursday, August 14, 2025
E-voting Start time and date	Sunday, August 17, 2025, 9.00 a.m.
E-voting end time and date	Wednesday, August 20, 2025, 5.00 p.m.
E-voting website links (Please use as applicable to you)	https://evoting.kfintech.com https://eservices.nsdl.com https://web.cdslindia.com/myeasitoken/home/login
E-voting Event Number (EVEN)	8985

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Particulars	Details
Contact details of RTA	Mr. Umesh Pandey, Senior Manager KFin Technologies Limited Selenium Building, Tower B, Plot 31 and 32, Financial District, Nanakramguda, Serilingampally, Hyderabad – 500 032, Telangana, India Email ids : einward.ris@kfintech.com umesh.pandey@kfintech.com Website: https://www.kfintech.com Toll free number 1-800-309-4001.

By Order of the Board of Directors
For Fine Organic Industries Limited

Pooja Lohor
Company Secretary and Compliance Officer
Membership No: A28397

Date: May 08, 2025
Place: Mumbai

Registered Office:
FINE ORGANIC INDUSTRIES LIMITED
CIN: L24119MH2002PLC136003
Off M.G. Road, Ghatkopar East,
Fine House, Anandji Street,
Off M.G. Road, Ghatkopar East,
Mumbai - 400 077, Maharashtra, India
Tel: +91-22-21025000, Fax: +91-22-21028899
E-mail: investors@fineorganics.com
Website: www.fineorganics.com

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

As required under Section 102 of the Companies Act, 2013 ("the Act"), the following statements set out material facts about the Special Business at Item Nos. 5 to 8 of the Notice.

Item No. 5: Ratification of the remuneration payable to the Cost Auditors for financial year 2025-26.

Upon recommendation of the Audit Committee, the Board of Directors of the Company in its meeting held on May 08, 2025, has, based upon the eligibility and consent to act as such, re-appointed M/s. Y. R. Doshi & Associates, Cost Accountants as the Cost Auditors of the Company for conducting the audit of the cost records of the Company for the financial year ending March 31, 2026.

The Audit Committee and the Board of Directors of the Company have approved a remuneration of ₹ 4,00,000/- (Rupees Four Lakhs Only) to M/s Y. R. Doshi & Associates, Cost Accountants excluding all taxes and reimbursement of out-of-pocket expenses for the F.Y. 2025-26.

Pursuant to Section 148 of the Companies Act, 2013 read with the Rule 14 of Companies (Audit and Auditors) Rules, 2014, Members of the Company are required to ratify the remuneration to be paid to the Cost Auditors of the Company.

Accordingly, the consent of the Members is sought by way of an Ordinary Resolution as set out in Item No. 5 of the Notice for ratification of the remuneration payable to the Cost Auditors for conducting the audit of the cost records of the Company for the financial year ending March 31, 2026.

None of the Directors, Key Managerial Personnel, Manager of the Company and their Relatives are, in any way, concerned or interested, financially or otherwise, in the Resolution set out in Item No. 5 of the Notice.

The Board recommends the Resolution under Item No. 5 of the Notice for approval of the Members as an Ordinary Resolution.

Item No. 6: To appoint M/s. C N K & Associates LLP, Chartered Accountants, as Statutory Auditors of the Company for the term of 5 (Five) consecutive years.

The Board of Directors, at its meeting held on May 08, 2025, has recommended the appointment of M/s. C N K & Associates LLP, Chartered Accountants (Firm Registration No.- 101961W) issued by the Institute of Chartered Accountants of India as the Statutory Auditors of the Company for a term of 5 (Five) consecutive years starting from the conclusion of this Annual General Meeting till the conclusion of the 28th Annual General Meeting to be held for the financial year ended March 31, 2030, subject to approval by the Members at this Annual General Meeting.

The details required to be disclosed under provisions of Regulation 36(5) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 are as under:

Sl. No.	Particulars	Details
1.	Proposed Statutory Auditors	The Board recommended the appointment of M/s. C N K & Associates LLP, Chartered Accountants
2.	Basis of Recommendation	<p>M/s. CNK & Associates LLP, Chartered Accountants (Firm Registration No. 101961W), is a multi-disciplinary chartered accountancy firm headquartered in Mumbai, India, with branches across the country. CNK offers a wide spectrum of professional services across diverse industries including manufacturing, banking, IT & ITeS, oil & gas, healthcare, education, media and entertainment, travel and hospitality, among others.</p> <p>The firm's in-house expertise spans across key domains such as Audit and Assurance, Governance, Risk and Compliance (GRC), Direct and Indirect Taxation, Business Advisory, IT Support, Finance, Accounting and Tax Compliance, Services in IFSC (GIFT City), Corporate Social Responsibility (CSR), and Environmental, Social and Governance (ESG) advisory.</p>

Notice of Annual General Meeting (Contd.)

Sl. No.	Particulars	Details
3.	Credentials of Proposed Statutory Auditor	M/s. C N K & Associates LLP, Chartered Accountants (Firm Registration No.- 101961W issued by the Institute of Chartered Accountants of India)
4.	Term of Appointment	Five (5) consecutive years from the conclusion of this Annual General Meeting till the conclusion of the 28 th Annual General Meeting of the Company to be held for the Financial Year ending March 31, 2030; to conduct Statutory Audit from the Financial Year ending 31, 2026 to Financial Year ending March 31, 2030.
5.	Proposed Fees	₹ 30,00,000/- (Rupees Thirty Lakhs only) per annum plus applicable taxes and reimbursement of other out-of-pocket expenses actually incurred in connection with the Statutory Audit of the Company for FY 2025-26, and for subsequent year(s) of their term, such fees as may be mutually agreed between the Board of Directors and M/s. C N K & Associates LLP.

Accordingly, the consent of the Members is sought by way of an Ordinary Resolution as set out at Item No. 6 of the Notice for appointment of M/s. C N K & Associates LLP, Chartered Accountants, as Statutory Auditors of the Company for the term of 5 (Five) consecutive years.

None of the Directors, Key Managerial Personnel, Manager of the Company and their Relatives are, in any way, concerned or interested, financially or otherwise, in the Resolution set out in Item No. 6 of the Notice.

The Board recommends the Resolution under Item No. 6 of the Notice for approval of the Members as an Ordinary Resolution.

Item No. 7: To appoint M/s. NKS & Co., Company Secretaries, as the Secretarial Auditors of the Company for the term of 5 (Five) consecutive years.

The Board of Directors, at its meeting held on May 08, 2025, has recommended the appointment of M/s NKS & Co., Company Secretaries (Firm Registration No.- P2025MH105200 and Peer review No. - 1225/2021), as the Secretarial Auditors of the Company, in accordance with the provisions of Section 204 of the Companies Act, 2013, and Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, for a term of 5 (Five) consecutive years starting from the conclusion of this Annual General Meeting till the conclusion of the 28th Annual General Meeting to be held for the financial year ending March 31, 2030, subject to approval by the Members at this Annual General Meeting.

The details required to be disclosed under provisions of Regulation 36(5) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 are as under:

Sl. No.	Particulars	Details
1.	Proposed Secretarial Auditors	M/s NKS & Co., Company Secretaries
2.	Basis of Recommendation	<p>M/s NKS & Co., Company Secretaries (Firm Registration No. P2025MH105200) is a partnership firm based in Mumbai, established by two qualified professionals in accordance with the regulations prescribed by the Institute of Company Secretaries of India (ICSI). The firm specialises in providing consultancy, advisory, and compliance services primarily applicable to corporates under the Companies Act, SEBI Regulations, and FEMA Regulations, as applicable.</p> <p>The partners of NKS & Co. possesses expertise in Corporate Secretarial Services, SEBI and Listing Compliances, FEMA Compliances, Corporate Restructuring through Mergers and Demergers, and client representation before statutory and regulatory authorities such as the Regional Director (RD), Registrar of Companies (RoC), and the National Company Law Tribunal (NCLT). Partners of the firm also offers advisory services related to IPOs and SME listings.</p>

Notice of Annual General Meeting (Contd.)

Sl. No.	Particulars	Details
3.	Credentials of Proposed Secretarial Auditor	M/s NKS & Co., Company Secretaries (Firm Registration No.- P2025MH105200 and Peer review certificate no. - 6708/2025)
4.	Term of Appointment	Five (5) consecutive years from the conclusion of this Annual General Meeting till the conclusion of the 28 th Annual General Meeting of the Company to be held for the Financial Year ending March 31, 2030; to conduct Secretarial Audit from the Financial Year ending March 31, 2026 to Financial Year ending March 31, 2030.
5.	Proposed Fees	₹ 4,50,000/- (Rupees Four Lakh Fifty Thousand only) per annum plus applicable taxes and reimbursement of other out-of-pocket expenses actually incurred in connection with the Secretarial Audit of the Company for FY 2025-26, and for subsequent year(s) of their term, such fees as may be mutually agreed between the Board of Directors and M/s NKS & Co.

Accordingly, the consent of the Members is sought by way of an Ordinary Resolution as set out at Item No. 7 of the Notice for appointment of M/s. NKS & Co., Company Secretaries, as the Secretarial Auditors of the Company for the term of 5 (Five) consecutive years.

None of the Directors, Key Managerial Personnel, Manager of the Company and their relatives are concerned or interested, financially or otherwise in the resolution set out at item No. 7 of the Notice.

The Board recommends the resolution set forth in item No. 7 of the Notice for approval of the Members as an Ordinary Resolution.

Item No. 8: Continuation of Mr. Mukesh Shah (DIN: 00106799) as the Chairman and Whole Time Director of the Company on attaining age of seventy years.

Mr. Mukesh Shah (DIN: 00106799) was re-appointed as the Managing Director of the Company for a term of five (5) years with effect from November 06, 2022. Subsequently, the Board approved his re-designation as Chairman and Whole Time Director at its meeting held on June 27, 2022.

During the continuation of his tenure as Chairman and Whole Time Director, Mr. Mukesh Shah will attain the age of 70 years.

In order to be compliant with the provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Companies Act, 2013 including

amendments, if any, the Company hereby proposes to retain him as Chairman and Whole Time Director of the Company on attaining age of 70 years in light of his vast immense knowledge and experience which he has been contributing immensely in the growth of the Company and as approved by Board of Directors of the Company at its meeting held on May 08, 2025. Hence, approval of the members is sought for the continuation of Mr. Mukesh Shah as Chairman of the Company on attaining the age of 70 years. All other terms and conditions of his appointment including perquisites and benefits, etc. shall remain same to the extent approved by the members of the Company at 20th Annual General Meeting dated August 23, 2022. The additional information required under Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and applicable Secretarial Standards is annexed as Annexure-I.

Accordingly, the consent of the Members is sought by way of a Special Resolution as set out at Item No. 8 of the Notice for Continuation of Mr. Mukesh Maganlal Shah (DIN: 00106799) as the Chairman and Whole Time Director of the Company on attaining age of seventy years.

Except Mr. Mukesh Shah and Mr. Bimal Shah none of the Directors or Key Managerial Personnels or their relatives are, in any way, concerned or interested, financially or otherwise, in the said resolution.

The Board recommends the passing of the Resolution at Item No. 8 as a Special Resolution.

Annexure I

Profile of Director

[Pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard – 2 on General Meetings]

Name of Director	Mukesh Shah	Bimal Shah
Date of Birth	September 14, 1955	January 17, 1981
Age	69 years	44 years
Director Identification Number	00106799	03424880
Date of First Appointment	May 24, 2002	April 1, 2011
Qualification, Experience in specific functional areas and brief resume	Mr. Mukesh Shah, aged 69 years, holds a bachelor's degree in science from the University of Mumbai. He joined the Fine Organics in 1973 and has been associated with the Company since inception. He has played a key role in establishing quality control and Global sales and Marketing. He holds an expertise in Oleochemical based additives. He formed and guided a team of sales and marketing professionals that helped the organisation's products reach customers across India and find applications beyond the food industry.	Mr. Bimal Shah, aged 44 years, holds a bachelor's degree in science from Purdue University and a master's degree in management from Boston College. He joined the Fine Organics in 2009. Under the mentorship of Late. Mr. Prakash Kamat, former Chairman and Director of the Company Mr. Bimal Shah has transitioned into a position to lead several initiatives for upcoming projects, processes and additional capacities. He has experience in engineering, R&D, operations, instrumentation and projects.
Directorship in other Companies*	1. Smoothex Chemicals Private Limited 2. Fine Organic Industries (SEZ) Private Limited	1. Fine Organic Industries (SEZ) Private Limited
Chairperson / Member of the Committees of the Board of Directors of the Company	Nomination and Remuneration Committee – Member Stakeholders Relationship Committee – Member Corporate Social Responsibility Committee – Member Executive Committee - Chairman Strategic Growth Committee - Chairman	Executive Committee - Member
Chairperson / Member of the Committees of the Board of Directors of the other Companies in which he is a Director**	Nil	Nil
Terms and conditions of Reappointment / Appointment	As per the terms and conditions of his appointment as approved by the shareholders at the 20 th Annual General Meeting dated August 23, 2022	As per the terms and conditions of his appointment as approved by the shareholders at the 20 th Annual General Meeting dated August 23, 2022
Last Drawn Remuneration (FY 2024-25)	Salary – Rs. 5.04 Crores per annum Commission – Rs. 82 Lakhs	Salary – Rs. 5.04 Crores per annum Commission – Rs. 82 Lakhs

Annexure I (Contd.)

Name of Director	Mukesh Shah	Bimal Shah
Remuneration sought to be paid	As per the terms and conditions of his appointment as approved by the shareholders at the 20 th Annual General Meeting dated August 23, 2022	As per the terms and conditions of his appointment as approved by the shareholders at the 20 th Annual General Meeting dated August 23, 2022
No. of shares held in the Company	19,18,314 equity shares (face value of Rs. 5/- per share)	32,00,766 equity shares (face value of Rs. 5/- per share)
Inter se Relationship between Directors	Father of Mr. Bimal Shah, Whole Time Director of the Company	Son of Mr. Mukesh Shah - Chairman and Whole Time Director of the Company
No. of Board meetings attended during the Financial Year (2024-25)	4	4
Listed Companies from which he resigned in the past three years	Nil	Nil

*Includes Directorships in Indian Companies only.

**Includes the Chairpersonship/ Membership in the Audit Committee and Stakeholders Relationship Committee only of the Indian Companies.