

Date: August 26, 2025

To,
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai- 400001

Scrip Code: 530825

Sub: Notice of 33rd Annual General Meeting and Annual Report for the Financial Year 2024-25.

Dear Sir/Madam,

Pursuant to Regulation 34(1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith Notice of the 33rd AGM and Annual Report of the Company for the Financial Year (FY) 2024-25.

The 33rd Annual General Meeting ("AGM") of the Members of the Company will be held Tuesday, September 23, 2025 at 03:00 P.M. (IST) through Video Conferencing ("VC")/ Other Audio-Visual Means ("OAVM"), in accordance with the applicable circulars issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India to transact the business as set out in the notice convening AGM.

The Notice of the AGM and the Annual Report for the financial year 2024-25 are also available on the Company's website at www.daikaffil.com and are being sent by email to all the eligible members, whose email IDs are registered with the Company/ Depositories.

The Company has provided the e-voting facility to its members to exercise their right to vote on the resolutions proposed to be passed at the AGM.

The Company has fixed Tuesday, September 16, 2025 as a "Cut-off Date" for the purpose of determining the members eligible to vote on the resolutions set out in the Notice of the AGM.

The remote e-voting period commences on Friday, September 19, 2025 at 9.00 A.M. (IST) and ends on Monday, September 22, 2025 at 5.00 P.M. (IST).

Kindly take the same on your record.

Thanking you,

Yours Faithfully,

For **Daikaffil Chemicals India Limited**

Jay Patel
Company Secretary and Compliance Officer

Place: Mumbai

Enclosed: As stated above



Daikaffil Chemicals India Limited



33rd Annual Report 2024-25

Index

Corporate Information	01
Notice	02
Board's Report	18
Independent Auditor Report	36
Balance Sheet	45
Statement of Profit & Loss	46
Statement of Cash Flow	47
Statement of Changes in Equity	49
Notes Forming Part of the Financial Statements	50

Corporate Information

CIN	L24114MH1992PLC067309
REGISTERED OFFICE	E/4, M.I.D.C., Tarapur Boisar-401506 Dist-Palghar, Maharashtra
CORPORATE OFFICE	2 nd Floor, A Wing, Fortune Avirahi, Jain Derasar Lane, Borivali (West), Mumbai-400092
	Telephone: +91-22-2898 7912/5070 5050

PLANT	LOCATION
Unit-I	Plot No. E-4, M.I.D.C. Tarapur, Boisar, Dist: Palghar - 401 506.
WEBSITE	www.daikaffil.com
E-MAIL	cs@daikaffil.com

NAME OF THE STOCK EXCHANGES	STOCK CODE NO.
BSE Limited ("BSE")	530825
ISIN NO	INE789B01018

BOARD OF DIRECTORS

Chairman

Mr. Sadashiv K Shetty

Managing Director

Mr. Raghuram K Shetty

Independent Directors

Mr. Omprakash Singh

Mrs. Bhagavati Kalpesh Donga

KMP OTHER THAN DIRECTORS

Mr. Raunak R Shetty - Chief Financial Officer

Mr. Jay Chandu Patel - Company Secretary

BANKERS

HDFC Bank Limited

REGISTRAR & SHARE TRANSFER AGENT

M/s. MUFG Intime India Private Limited

C-101, 1st Floor, C Tower,

247 Park, L.B.S Marg,

Vikhroli (West) Mumbai- 400 083.

Tel: 8108116767

Toll-free number: 1800 1020 878

STATUTORY AUDITORS

NVC & Associates LLP,

Chartered Accountants

SECRETARIAL AUDITORS

M/s. GMJ & Associates

Practicing Company Secretaries

INTERNAL AUDITORS

SPSJ & Associates LLP

Chartered Accountants

Notice

NOTICE is hereby given that the **33rd (Thirty Third)** Annual General Meeting of the members of M/s. Daikaffil Chemicals India Limited ("**Company**") will be held on **Tuesday, September 23, 2025 at 03:00 P.M.** through Video Conferencing (VC)/Other Audio Visual Means (OAVM) facility to transact the following businesses:

ORDINARY BUSINESS:

1. Adoption of Audited Financial Statements along with Reports of Board and Auditors for the Financial Year ended on March 31, 2025:

To receive, consider and adopt The Audited Financial Statements for the financial year ended March 31, 2025 including the Audited Balance Sheet as at March 31, 2025 and Statement of Profit & Loss for the year ended on that date and the Reports of the Board of Directors and Auditors thereon.

2. Appointment of a director in place of Mr. Sadashiv Kanyana Shetty (DIN: 00038681):

To appoint a director in place of **Mr. Sadashiv Kanyana Shetty (DIN: 00038681)**, Director, who retires by rotation and being eligible for the re-appointment, has offered himself for re-appointment.

3. To appoint M/s. N V C & Associates LLP., Chartered Accountants as the Statutory Auditors of the Company:

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 Sections 139, 141, 142 and other applicable provisions, if any, of the Companies Act, 2013 ("**Act**") read with the Companies (Audit and Auditors) Rules, 2014 ("**the Rules**") [including any statutory modification(s) or amendment(s) or re-enactment(s) thereof for the time being in force] and pursuant to the recommendations of the Audit Committee and approval of the Board of Directors, **M/s. N V C & Associates LLP**, Chartered Accountants, (Firm Registration No. 106971W/W101085) be and are hereby appointed as the Statutory Auditors of the Company, to hold the office for a term of five consecutive years, commencing from the conclusion of this 33rd Annual General Meeting till the conclusion of the 38th Annual General Meeting (to be held for the Financial Year 2029-30) at such remuneration plus applicable taxes and reimbursement of out of pocket expenses incurred in connection with the audit, if any, 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 or any duly constituted Committee of the Board, be and are hereby authorized to settle any question, difficulty or doubt, that may arise and to do all such acts, deeds and things as may be necessary, proper or expedient for the purpose of giving effect to this resolution".

SPECIAL BUSINESS:

4. Appointment of the Secretarial Auditor of the Company:

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

"RESOLVED THAT in accordance with the provisions of Section 204(1) of the Companies Act, 2013 ("**Act**") read with the rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 ("**Rules**") and such other applicable provisions of the Act and Rules, (including any statutory modification(s) or re-enactment thereof for the time being in force), read with Regulation 24A of the SEBI (LODR) Regulations, 2015 (including any amendment(s), modification(s) or re-enactment thereof ("**Listing Regulations**") and subject to such approvals, consents, sanctions and permissions as may be required and necessary, **M/s. GMJ & Associates**, a firm of Company Secretaries in Practice bearing Peer Review No: 6140/2024 be and are hereby appointed as the Secretarial Auditors of the Company for a period of 5 (five) years from FY 2025-26 till FY 2029-30 at a remuneration more particularly described in the explanatory statement annexed to this notice, to conduct the secretarial audit of the Company as per the Acts, Rules and Listing Regulations;

RESOLVED FURTHER THAT the Board of Directors of the Company or any duly constituted Committee of the Board, be and are hereby authorized to settle any question, difficulty or doubt, that may arise and to do all such acts, deeds and things as may be necessary, proper or expedient for the purpose of giving effect to this resolution".

5. Appointment of Mr. Roshan R Shetty (DIN: 08006518) as a Director vis a vis Whole Time Director designated as Executive Director of the Company:

To consider and, if thought fit, to pass the following resolution with or without modifications, as a **Special Resolution**:

"RESOLVED THAT pursuant to the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors of the Company and in accordance with sections 196, 197, 198, 203 and all other applicable provisions of the Companies Act 2013 ("**the Act**") and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification or re-enactment thereof for the time being in force) read with Schedule V to the Act, as amended from time to time, and pursuant to Regulation 17(6)(e) of SEBI (LODR) Regulations,

2015, approval of the members of the Company be and is hereby accorded to the appointment of **Mr. Roshan R Shetty (DIN: 08006518)** as a Director of the Company and as a Whole Time Director designated as Executive Director of the Company, whose office will be liable to determination by retirement by rotation, for a period of five (05) years with effect from August 12, 2025 on the terms and conditions including the remuneration as

set out in the Explanatory Statement annexed to the Notice convening this Meeting;

“RESOLVED FURTHER THAT the Board of Directors of the Company (including its Committee thereof), be and are hereby authorised to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this resolution.”

By order of the Board
For **Daikaffil Chemicals India Limited**

Date: August 12, 2025
Place: Mumbai

Mr. Jay Patel
Company Secretary,
ACS: 73587

REGISTERED OFFICE:
E/4, M.I.D.C., Tarapur Boisar-401506
Dist-Palghar, Maharashtra

Notes:

1. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 ("the Act") read with SEBI (LODR) Regulations, 2015 and Secretarial Standard on General Meeting issued by Institute of Company Secretaries of India is annexed hereto.
2. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies(Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI Listing Regulation (as amended), and MCA Circulars dated April 08, 2020, April 13, 2020, May 05, 2020, January 13, 2021, December 08, 2021, December 14, 2021, May 05, 2022, December 28, 2022, September 25, 2023 and September 19, 2024 respectively ("**MCA Circulars**") has allowed conducting of Annual General Meeting ("AGM") by companies through Video Conferencing/Other Audio-Visual Means ("VC/OAVM") facility upto September 30, 2025, in accordance with the requirements provided in paragraph 3 and 4 of the MCA General Circular No. 20/2020. The Securities and Exchange Board of India ("SEBI") vide its Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022, Circular No. SEBI/HO/CFD/PoD/P/CIR/2023/4 dated January 5, 2023, Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 7, 2023 and Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 3, 2024 ("SEBI Circulars") has provided certain relaxations from compliance with certain provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 has allowed companies:
 - (i) To send the annual reports to shareholders who have registered their email ID with the Company/Depositories only on email; and
 - (ii) To hold Annual General Meeting ("AGM") through VC or OAVM without the physical presence of members at a common venue.

Hence, in accordance with these Circulars, the 33rd AGM of the Members of the Company is being held through VC/OAVM. The venue of the Meeting shall be deemed to be the registered office of the Company. The detailed procedure for participating in the meeting through VC/OAVM is given below herewith and available at the Company's website <https://www.daikaffil.com/>.

3. **Since this AGM is being held through VC/OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.**

However, in pursuance of Section 112 and 113 of the Act, representatives of the members such as the President of India or the Governor of a State or body

corporate can attend the AGM through VC/OAVM and cast their votes through e-Voting.

4. In case of joint holders attending the Meeting, the member whose name appears as the first holder in the order of names as per Register of Members will be entitled to vote.
5. 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 through remote e-Voting. The said resolution/authorisation shall be sent to the Scrutiniser by email through its registered email address to cs@gmj.co.in at least 48 hours before the commencement of AGM.
6. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Act and the Register of Contracts or Arrangements in which the directors are interested, maintained under Section 189 of the Act, will be available electronically for inspection by the members during the AGM. All documents referred to in the Notice will also be available for electronic inspection without any fee by the members from the date of circulation of this Notice up to the date of AGM, i.e. **September 23, 2025** on the website of the Company at <https://www.daikaffil.com/>. Members seeking to inspect such documents can send an email to cs@daikaffil.com.
7. Pursuant to Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and Secretarial Standard on General Meetings issued by The Institute of Company Secretaries of India, details of Director seeking re-appointment and proposal for continuation of directorship of **Mr. Sadashiv K. Shetty (DIN: 00038681)** forms part of this notice and is appended to the notice.
8. Members are requested to address all correspondence in connection with shares held by them, to the Company's Registrar & Transfer Agent ("RTA") at viz., M/s. MUFG Intime India Private Limited, C-101, 1st Floor, C Tower, 247 Park, L.B.S Marg, Vikhroli (West), Mumbai- 400 083, Tel: 8108116767, Toll-free number: 1800 1020 878, Email id- rant.helpdesk@in.mpms.mufg.com by quoting their Folio number or their DPID and Client ID number, as the case may be.
9. In accordance with the provisions of the Income Tax Act, 1961 as amended from time to time, dividend declared and paid by the Company is taxable in the hands of its member and the Company is required to deduct Tax at Source (TDS) from dividend paid to the members at the applicable rates. As such, whenever dividend is declared an email will be sent to the registered email ID of the members intimating about detailed process to

be followed for submission of documents/declarations. Sufficient time will be provided for submitting the documents/declarations by the members who would desire to claim beneficial tax treatment.

10. Members are requested to do following, if not done yet:

- (i) Provide/update details of their bank accounts indicating the name of the bank, branch, account number and the nine-digit MICR code and IFSC code (as appearing on the cheque) along with photocopy of the cheque/ cancelled cheque, self- attested identity proof and address proof, for remittance of dividend through ECS/NEFT and prevent fraudulent encashment of dividend warrants.
- (ii) Dematerialise the shares held by them in physical form.
- (iii) Update Permanent Account Number (PAN) against folio/demat account as also for deletion of name of deceased holder, transmission/ transposition of shares.
- (iv) Members holding shares in dematerialised form are requested to intimate/update all particulars of bank mandates, PAN, nominations, power of attorney, change of address, e-mail address, contact numbers etc. to their Depository Participants (DPs).

11. NRI Members are requested to inform the RTA immediately:

- (i) Particulars of their bank account maintained in India with complete name, branch, account type, account number and address of the bank with pin code number, if not furnished earlier and
- (ii) Change in their residential status and address in India on their return to India for permanent settlement.

12. In terms of Sections 124 of the Act, any dividend remaining unpaid for a period of seven years from the due date of payment and underlying shares thereon are required to be transferred to the Investor Education and Protection Fund (IEPF). Shareholders can visit the Company's website www.daikaffil.com to get the details of unclaimed dividend under the Investors' section and claim the same timely to avoid transfer of the same and underlying shares thereon to IEPF account- if any.

13. Pursuant to provisions of section 124 of the Act read with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, all the underlying shares on which dividend has not been paid or claimed for seven consecutive years or more shall also be transferred to IEPF authority as notified by the Ministry of Corporate Affairs.

14. To support the green initiative and as per relaxation given by the Government, only electronic copy of the Annual report for the year ended March 31, 2025 and notice of the 33rd AGM are being sent to the members whose mail IDs are available with your Company/DP(s).

Physical copy of the report is not sent to anyone. Annual Report and the notice of the 33rd Annual General Meeting are also posted on the website www.daikaffil.com for download. The Notice can also be accessed from the websites of the Stock Exchange i.e. BSE Limited at www.bseindia.com. The AGM Notice is also disseminated on the website of MUFG Intime India Pvt. Ltd. (agency for providing the remote e-Voting facility and e-Voting system during the AGM) i.e. www.in.mpms.mufig.com.

15. To disseminate all the communications promptly, members who have not registered their email IDs so far, are requested to register the same with DP/RTA for receiving all the communications including Annual Reports, Notices etc. electronically: (i) Registration of email ID for shareholders holding physical shares: Members holding Equity Shares of the Company in physical form and who have not registered their email addresses may get their email addresses registered with RTA, MUFG Intime India Private Limited, by clicking the link: https://web.in.mpms.mufig.com/EmailReg/Email_Register.html on their website <https://in.mpms.mufig.com/> at the Investor Services tab by choosing the email/bank registration heading and follow the registration process as guided therein. Members are requested to provide details such as Name, folio number, certificate number, PAN, mobile number and email ID and also upload the image of share certificate in PDF or JPEG format (upto 1 MB). On submission of the shareholders details a OTP will be received by the shareholder which needs to be entered in the link for verification. (ii) For temporary registration for Demat shareholders: Members of the Company holding Equity Shares of the Company in demat form and who have not registered their email addresses may temporarily get their email addresses registered with MUFG Intime India Private Limited, by clicking the link: https://web.in.mpms.mufig.com/EmailReg/Email_Register.html on their website <https://in.mpms.mufig.com/> at the Investor Services tab by choosing the email registration heading and follow the registration process as guided therein. The members are requested to provide details such as Name, DPID/Client ID, PAN, mobile number and email ID. This email ID will be used for sending annual report, notices for general meetings and other corporate communications as permitted.

16. Since the AGM will be held through VC/OAVM in accordance with the Circulars, the route map is not attached to this Notice.

17. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI Listing Regulation (as amended), and aforesaid MCA Circulars the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with MUFG Intime India Pvt. Ltd. for facilitating voting through electronic means, as the authorised e-Voting agency. The facility of casting votes by a member using remote e-Voting as well as the e-Voting system on the date of the AGM will be provided by MUFG Intime India Pvt. Ltd.

18. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available to at least 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
19. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.
20. The Registrar of Members and Share Transfer Books of the Company will remain closed from **September 17, 2025 to September 23, 2025** (both days inclusive) for the purpose of 33rd Annual General Meeting of the Company.
21. The Company has fixed **September 16, 2025** as the Cut-off date for the purpose of Remote E-voting for ascertaining the name of the Shareholders holding shares both in physical form or dematerialization form who will be entitled to cast their votes electronically in respect of the business to be transacted at the 33rd AGM of the Company.
22. The voting period begins on **September 19, 2025**, 09:00 A.M. and ends on **September 22, 2025**, 5:00 P.M. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date September 16, 2025 may cast their vote electronically. The e-Voting module shall be disabled by MUFG Intime India Pvt. Ltd for voting thereafter.
23. Instructions for Shareholders for Remote e-Voting and for Shareholders joining the AGM through VC/OAVM & e-Voting during Meeting are given as **Annexure-I**.
24. M/s. GMJ & Associates, Practicing Company Secretaries, Mumbai has been appointed as the Scrutinizer's to scrutinize the voting and remote e-Voting process in a fair and transparent manner.
25. The Scrutinizer's will submit their report to the Chairman of the Company or to any other person authorised by the Chairman after the completion of the scrutiny of the e-Voting (votes casted during the AGM and votes casted through remote e-Voting), not later than two working days from the conclusion of the AGM. The result declared along with the Scrutinizer's report shall be communicated to the Stock Exchanges, and RTA and will also be displayed on your Company's website, <https://www.daikaffil.com>

By order of the Board
For **Daikaffil Chemicals India Limited**

Date: August 12, 2025

Place: Mumbai

REGISTERED OFFICE:

E/4, M.I.D.C., Tarapur Boisar-401506
Dist-Palghar, Maharashtra

Mr. Jay Patel

Company Secretary,
ACS: 73587

Annexure - I

REMOTE EVOTING INSTRUCTIONS:

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

The voting period begins on September 19, 2025, 09:00 A.M. and ends on September 22, 2025, 5:00 P.M. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of September 16, 2025 may cast their vote electronically.

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

Login method for Individual shareholders holding securities in demat mode:

Individual Shareholders holding securities in demat mode with NSDL

METHOD 1 - NSDL IDeAS facility

Shareholders registered for IDeAS facility:

- Visit URL: <https://eservices.nsdl.com> and click on "Beneficial Owner" icon under "IDeAS Login Section".
- Click on "Beneficial Owner" icon under "IDeAS Login Section".
- Post successful authentication, you will be able to see e-Voting services under Value added services section. Click on "Access to e-Voting" under e-Voting services.
- Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-Voting period.

Shareholders not registered for IDeAS facility:

- To register, visit URL: <https://eservices.nsdl.com> and select "Register Online for IDeAS Portal" or click on <https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp>
- Enter 8-character DP ID, 8-digit Client ID, Mobile no, Verification code & click on "Submit".
- Enter the last 4 digits of your bank account/generate 'OTP'
- Post successful registration, user will be provided with Login ID and password. Follow steps given above in points (a-d).

METHOD 2 - NSDL e-Voting website

- Visit URL: <https://www.evoting.nsdl.com>
- Click on the "Login" tab available under 'Shareholder/Member' section.
- Enter User ID (i.e., your 16-digit demat account no. held with NSDL), Password/OTP and a Verification Code as shown on the screen.
- Post successful authentication, you will be re-directed to NSDL depository website wherein you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services.
- Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-Voting period.

METHOD 3 - NSDL OTP based login

- Visit URL: <https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp>
- Enter your 8 - character DP ID, 8 - digit Client Id, PAN, Verification code and generate OTP.
- Enter the OTP received on your registered email ID/mobile number and click on login.
- Post successful authentication, you will be re-directed to NSDL depository website wherein you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services.
- Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-Voting period.

Individual Shareholders registered with CDSL Easi/Easiest facility

METHOD 1 - CDSL Easi/Easiest facility:

Shareholders registered for Easi/Easiest facility:

- Visit URL: <https://web.cdslindia.com/myeasitoken/Home/Login> or www.cdslindia.com & click on New System Myeasi Tab.
- Enter existing username, Password & click on "Login".
- Post successful authentication, user will be able to see e-Voting option. The evoting option will have links of e-Voting service providers i.e., MUFG InTime. Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-Voting period.

Shareholders not registered for Easi/Easiest facility:

- To register, visit URL: <https://web.cdslindia.com/myeasitoken/Registration/EasiRegistration/> <https://web.cdslindia.com/myeasitoken/Registration/EasiestRegistration>
- Proceed with updating the required fields for registration.
- Post successful registration, user will be provided username and password. Follow steps given above in points (a-c).

METHOD 2 - CDSL e-Voting page

- Visit URL: <https://www.cdslindia.com>
- Go to e-Voting tab.
- Enter 16-digit Demat Account Number (BO ID) and PAN No. and click on "Submit".
- System will authenticate the user by sending OTP on registered Mobile and Email as recorded in Demat Account
- Post successful authentication, user will be able to see e-Voting option. The evoting option will have links of e-Voting service providers i.e., MUFG InTime. Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-Voting period.

Individual Shareholders holding securities in demat mode with Depository Participant

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

- Login to DP website
- After Successful login, user shall navigate through "e-Voting" option.
- Click on e-Voting option, user will be redirected to NSDL/CDSL Depository website after successful authentication, wherein user can see e-Voting feature.
- Post successful authentication, click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-Voting period.

Login method for shareholders holding securities in physical mode/Non-Individual Shareholders holding securities in demat mode.

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

STEP 1: LOGIN/SIGNUP to InstaVote

Shareholders registered for INSTAVOTE facility:

- Visit URL: <https://instavote.linkintime.co.in> & click on "Login" under 'SHARE HOLDER' tab.
- Enter details as under:
 - User ID: Enter User ID
 - Password: Enter existing Password
 - Enter Image Verification (CAPTCHA) Code
 - Click "Submit".

(Home page of e-Voting will open. Follow the process given under "Steps to cast vote for Resolutions")

Shareholders not registered for INSTAVOTE facility:

- Visit URL: <https://instavote.linkintime.co.in> & click on "Sign Up" under 'SHARE HOLDER' tab & register with details as under:
 - User ID: Enter User ID
 - PAN: Enter your 10-digit Permanent Account Number (PAN) (Shareholders who have not updated their PAN with the Depository Participant (DP)/Company shall use the sequence number provided to you, if applicable.
 - DOB/DOI: Enter the Date of Birth (DOB)/Date of Incorporation (DOI) (As recorded with your DP/Company - in DD/MM/YYYY format)
 - Bank Account Number: Enter your Bank Account Number (last four digits), as recorded with your DP/Company.
 - Shareholders holding shares in **NSDL form**, shall provide 'D' above
 - Shareholders holding shares in **physical form** but have not recorded 'C' and 'D', shall provide their Folio number in 'D' above
 - Set the password of your choice.

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

- Enter Image Verification (CAPTCHA) Code.
- Click "Submit" (You have now registered on InstaVote).

Post successful registration, click on "Login" under 'SHARE HOLDER' tab & follow steps given above in points (a-b).

STEP 2: Steps to cast vote for Resolutions through InstaVote

- A. Post successful authentication and redirection to InstaVote inbox page, you will be able to see the "Notification for e-Voting".
- B. Select 'View' icon. E-voting page will appear.
- C. Refer the Resolution description and cast your vote by selecting your desired option 'Favour/Against' (If you wish to view the entire Resolution details, click on the 'View Resolution' file link).
- D. After selecting the desired option i.e. Favour/Against, click on 'Submit'.
- E. A confirmation box will be displayed. If you wish to confirm your vote, click on 'Yes', else to change your vote, click on 'No' and accordingly modify your vote.

NOTE: Shareholders may click on "Vote as per Proxy Advisor's Recommendation" option and view proxy advisor recommendations for each resolution before casting vote. "Vote as per Proxy Advisor's Recommendation" option provides access to expert insights during the e-Voting process. Shareholders may modify their vote before final submission.

Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently.

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

STEP 1: Custodian/Corporate Body/Mutual Fund Registration

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

STEP 2 – Investor Mapping

- A. Visit URL: <https://instavote.linkintime.co.in> and login with InstaVote Login credentials.
- B. Click on "Investor Mapping" tab under the Menu Section
- C. Map the Investor with the following details:
 - 1) 'Investor ID' – Investor ID for NSDL demat account is 8 Character DP ID followed by 8 Digit Client ID i.e., IN00000012345678; Investor ID for CDSL demat account is 16 Digit Beneficiary ID.

- 2) 'Investor's Name' – Enter Investor's Name as updated with DP.
- 3) 'Investor PAN' – Enter your 10-digit PAN.
- 4) 'Power of Attorney' – Attach Board resolution or Power of Attorney.

NOTE: File Name for the Board resolution/Power of Attorney shall be – DP ID and Client ID or 16 Digit Beneficiary ID.

Further, Custodians and Mutual Funds shall also upload specimen signatures.

- D. Click on Submit button. (The investor is now mapped with the Custodian/Corporate Body/Mutual Fund Entity). The same can be viewed under the "Report Section".

STEP 3 – Steps to cast vote for Resolutions through InstaVote

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

METHOD 1 - Votes Entry

- a) Visit URL: <https://instavote.linkintime.co.in> and login with InstaVote Login credentials.
- b) Click on "Votes Entry" tab under the Menu section.
- c) Enter the "Event No." for which you want to cast vote.
Event No. can be viewed on the home page of InstaVote under "On-going Events".
- d) Enter "16-digit Demat Account No.".
- e) Refer the Resolution description and cast your vote by selecting your desired option 'Favour/Against' (If you wish to view the entire Resolution details, click on the 'View Resolution' file link). After selecting the desired option i.e. Favour/Against, click on 'Submit'.
- f) A confirmation box will be displayed. If you wish to confirm your vote, click on 'Yes', else to change your vote, click on 'No' and accordingly modify your vote.

(Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).

METHOD 2 - Votes Upload

- a) Visit URL: <https://instavote.linkintime.co.in> and login with InstaVote Login credentials.
- b) After successful login, you will see "Notification for e-Voting".
- c) Select "View" icon for "Company's Name/Event number".
- d) E-voting page will appear.
- e) Download sample vote file from "Download Sample Vote File" tab.

- f) Cast your vote by selecting your desired option 'Favour/Against' in the sample vote file and upload the same under "Upload Vote File" option.
- g) Click on 'Submit'. 'Data uploaded successfully' message will be displayed.

(Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).

Helpdesk:

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

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

Individual Shareholders holding securities in demat mode:

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

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

Forgot Password:

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

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

- Click on "Login" under 'SHARE HOLDER' tab.
- Click "forgot password?"
- Enter User ID, select Mode and Enter Image Verification code (CAPTCHA).
- Click on "SUBMIT".

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

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

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

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

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

General Instructions - Shareholders

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

INSTAMEET VC INSTRUCTIONS:

In terms of Ministry of Corporate Affairs (MCA) General Circular No. 09/2024 dated 19.09.2024, the Companies can conduct their AGMs/EGMs on or before 30 September 2025 by means of Video Conference (VC) or other audio-visual means (OAVM).

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

Login method for shareholders to attend the General Meeting through InstaMeet:

- a) Visit URL: <https://instameet.in.mpms.mufg.com> & click on "Login".
- b) Select the "Company Name" and register with your following details:
- c) Select Check Box - **Demat Account No./Folio No./PAN**
 - Shareholders holding shares in NSDL/CDSL demat account shall select check box - Demat Account No. and enter the 16-digit demat account number.
 - Shareholders holding shares in physical form shall select check box – Folio No. and enter the Folio Number registered with the Company.
 - Shareholders shall select check box – PAN and enter 10-digit Permanent Account Number (PAN). Shareholders who have not updated their PAN with the Depository Participant (DP)/Company shall use the sequence number provided by MUFG Intime, if applicable.
 - Mobile No: Mobile No. as updated with DP is displayed automatically. Shareholders who have not updated their Mobile No with the DP shall enter the mobile no.
 - Email ID: Email Id as updated with DP is displayed automatically. Shareholders who have not updated their Mobile No with the DP shall enter the mobile no.
- d) Click "Go to Meeting"

You are now registered for InstaMeet, and your attendance is marked for the meeting.

Instructions for shareholders to Speak during the General Meeting through InstaMeet:

- a) Shareholders who would like to speak during the meeting must register their request with the Company.
- b) Shareholders will get confirmation on first cum first basis depending upon the provision made by the Company.
- c) Shareholders will receive "speaking serial number" once they mark attendance for the meeting. Please remember speaking serial number and start your conversation with panellist by switching on video mode and audio of your device.

- d) Other shareholder who has not registered as "Speaker Shareholder" may still ask questions to the panellist via active chat-board during the meeting.

*Shareholders are requested to speak only when moderator of the meeting/management will announce the name and serial number for speaking.

Instructions for Shareholders to Vote during the General Meeting through InstaMeet:

Once the electronic voting is activated during the meeting, shareholders who have not exercised their vote through the remote e-Voting can cast the vote as under:

- a) On the Shareholders VC page, click on the link for e-Voting "Cast your vote"
- b) Enter your 16-digit Demat Account No./Folio No. and OTP (received on the registered mobile number/ registered email Id) received during registration for InstaMEET
- c) Click on 'Submit'.
- d) After successful login, you will see "Resolution Description" and against the same the option "Favour/ Against" for voting.
- e) Cast your vote by selecting appropriate option i.e. "Favour/Against" as desired. Enter the number of shares (which represents no. of votes) as on the cut-off date under 'Favour/Against'.
- f) After selecting the appropriate option i.e. Favour/ Against as desired and you have decided to vote, click on "Save". A confirmation box will be displayed. If you wish to confirm your vote, click on "Confirm", else to change your vote, click on "Back" and accordingly modify your vote. Once you confirm your vote on the resolution, you will not be allowed to modify or change your vote subsequently.

Note:

Shareholders/Members, who will be present in the General Meeting through InstaMeet facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting facility during the meeting.

Shareholders/Members who have voted through Remote e-Voting prior to the General Meeting will be eligible to attend/participate in the General Meeting through InstaMeet. However, they will not be eligible to vote again during the meeting.

Shareholders/Members are encouraged to join the Meeting through Tablets/Laptops connected through broadband for better experience.

Shareholders/Members are required to use Internet with a good speed (preferably 2 MBPS download stream) to avoid any disturbance during the meeting.

Please note that Shareholders/Members connecting from Mobile Devices or Tablets or through Laptops connecting via Mobile Hotspot may experience Audio/Visual loss due to fluctuation in their network. It is therefore recommended to use stable Wi-Fi or LAN connection to mitigate any kind of aforesaid glitches.

Helpdesk:

Shareholders facing any technical issue in login may contact INSTAMEET helpdesk by sending a request at instameet@in.mpms.mufg.com or contact on: - Tel: 022 – 4918 6000/4918 6175.

Team InstaVote

MUFG Intime India Private Limited
(Formerly Link Intime India Private Limited)

EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) AND SECTION 110 OF COMPANIES ACT, 2013 READ WITH RULE 22 OF THE COMPANIES (MANAGEMENT AND ADMINISTRATION) RULES, 2014.

Annexed to the Notice convening the **33rd (Thirty Third)** Annual General Meeting.

Item No. 03

Appointment of M/S. N V C & Associates LLP, Chartered Accountants as the Statutory Auditors of the Company:

This Explanatory Statement is in terms of Regulation 36(5) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), though statutorily not required in terms of Section 102 of the Act.

M/s. NGST & Associates, Chartered Accountants (Firm Registration No.: 135159W) was appointed as the Statutory Auditors of the Company by the members at the Annual General Meeting (AGM) held on 19th August, 2022 for a period of 5 years, to hold office from the conclusion of 30th AGM until the conclusion of 35th AGM of the Company.

During the year under review M/s. NGST & Associates, Chartered Accountants (Firm Registration No.: 135159W), has resigned from the office of Statutory Auditor, vide their letter dated November 12, 2024, before completion of their term.

Following a casual vacancy, the Board of Directors, based on the recommendation of the Audit Committee, appointed M/s. Natvarlal Vepari & Co., Chartered Accountants (Firm Registration No. 106971W/W101085), as the Statutory Auditors of the Company at its meeting held on November 25, 2024 to hold office until the conclusion of the next Annual General Meeting of the Company.

Subsequent to the appointment of M/s. Natvarlal Vepari & Co. as the Statutory Auditors of the Company, the firm informed the Company that it had been converted into a Limited Liability Partnership (LLP) and that its name had been changed from 'Natvarlal Vepari & Co.' to 'Natvarlal Vepari & Co. LLP', in accordance with the provisions of the Limited Liability Partnership Act, 2008. Further, the Company was informed by the Auditors that the name of the firm had been changed again from 'Natvarlal Vepari & Co. LLP' to 'N V C & Associates LLP', in compliance with applicable regulatory requirements. The Company accordingly intimated the Bombay Stock Exchange of these changes on April 19, 2025, and June 12, 2025, respectively.

Furthermore, the Board of the Directors has, on the recommendation of the Audit Committee, recommended for the approval of the Shareholders by way of the Ordinary Resolution to appoint 'N V C & Associates LLP', Chartered Accountants (Firm Registration No. 106971W/W101085), for another term of 5 Years w.e.f. F.Y.2025-26 to F.Y. 2029-30 and the consent of them has been received by the Company. N V C & Associates LLP have consented to their appointment as the Statutory Auditors and have confirmed that the appointment, if made, would be within the limits

specified under Section 141(3)(g) of the Act and that they are not disqualified to be appointed as the Statutory Auditors in terms of the provisions of Section 139 and 141 of the Act and the Rules framed thereunder.

The proposed remuneration to be paid to N V C & Associates LLP, for Statutory audit services for the financial year ending March 31, 2026, is Rs.4 lakh (Rupees Four lakh only) plus applicable taxes and out-of-pocket expenses on actuals. Any revision in the audit fee shall be mutually agreed upon between the Board of Directors and the Auditors, in line with the existing remuneration structure, and will be commensurate with the scope of services to be rendered during the period.

The Board of Directors and the Audit Committee shall approve revisions to the remuneration of N V C & Associates LLP for the remaining part of the tenure.

The Board of Directors, in consultation with the Audit Committee, may alter and vary the terms and conditions of appointment, including remuneration, in such manner and to such extent as may be mutually agreed with N V C & Associates LLP.

M/s. N V C & Associates LLP. are eligible and have expressed their consent to act as the Statutory Auditors of the Company and have confirmed that their appointment, if approved by the Members, will be within the limits prescribed under the Companies Act, 2013.

The firm is registered with the Institute of Chartered Accountants of India ('ICAI') with Registration No. 106971W/W101085. The Office of the firm is at 903/904, Raheja Chambers, Free Press Journal Marg, Nariman Point, Mumbai 400 021. The firm has seven partners. The firm was formed in 1959 and has been engaged in statutory audits of financial statements of different industry for more than six decades.

The Committee considered various parameters like capability to serve a diverse and complex business landscape as that of the Company, audit experience in the Company's operating segments, market standing of the firm, clientele served, technical knowledge etc., and found **N V C & Associates LLP** to be best suited to handle the scale, diversity and complexity associated with the audit of the Company.

None of the Directors and/or Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise, in the resolution set out at Item No. 03.

The Board recommends the Ordinary Resolution at Item No. 03 of the accompanying Notice for approval of the Members of the Company.

Item No. 04

Appointment of the Secretarial Auditors of the Company.

The member may please note that pursuant to the provisions of section 204(1) of the Companies Act, 2013 read with rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 read with Regulation 24A of the SEBI (LODR) Regulations, 2015 as amended, with effect from April 01, 2025, the Company is required to appoint a Secretarial Auditor of the Company for a period of five years with the approval of the Shareholders of the Company.

The Board of Directors of the Company ('the Board'), on the recommendation of the Audit Committee ('the Committee'), recommended and sought the approval of the Members for the appointment of **M/s. GMJ & Associates**, a firm of Company Secretaries in Practice bearing Peer Review No:- 6140/2024 as Secretarial Auditors of the Company for a period of 5(Five) years from F.Y. 2025-26 till F.Y. 2029-30.

The proposed remuneration to be paid to GMJ for secretarial audit services for the financial year ending March 31, 2026, is Rs.4 lakh (Rupees Four lakh only) plus applicable taxes and out-of-pocket expenses. Besides the secretarial audit services, the Company may also obtain certifications from GMJ under various statutory regulations and certifications required by banks, statutory authorities, audit related services and other permissible non-secretarial audit services as required from time to time, for which they will be remunerated separately on mutually agreed terms, as approved by the Board of Directors in consultation with the Audit Committee. The above fee excludes the proposed remuneration to be paid for the purpose of secretarial audit of subsidiaries, if any.

The Board of Directors and the Audit Committee shall approve revisions to the remuneration of GMJ for the remaining part of the tenure.

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

The Committee considered various parameters like capability to serve a diverse and complex business landscape as that of the Company, audit experience in the Company's operating segments, market standing of the firm, clientele served, technical knowledge etc., and found **M/s. GMJ & Associates** to be best suited to handle the scale, diversity and complexity associated with the secretarial audit of the Company.

M/s. GMJ & Associates, have also given their consent and eligibility certificate for appointment as Secretarial Auditors.

M/s. GMJ & Associates offers consulting and advisory services in corporate law, which specialization in various areas viz., Corporate Secretarial Services, Secretarial Audit, SEBI compliances, IPO, FDI & ODI under FEMA, Merger & Amalgamations, Business Set up, Compliance relating to Fund Raise etc. **M/s. GMJ & Associates** has clients spread across Listed corporates including Multinational Companies, Start-ups and many others. **M/s. GMJ & Associates** is well supported by its team size of 30 individuals including partners.

None of the Directors and/or Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise, in the resolution set out at Item No. 04.

The Board recommends the Ordinary Resolution at Item No. 04 of the accompanying Notice for approval of the Members of the Company.

Item No. 05

Appointment of Mr. Roshan R Shetty (DIN: 08006518) as Director and Whole Time Director designated as Executive Director of the Company

Mr. Roshan R Shetty (DIN: 08006518) was appointed by the Board, on the recommendation of the Nomination & Compensation Committee ('the Committee'), as an Additional Director with effect from August 12, 2025.

The Board has further appointed **Mr. Roshan R Shetty (DIN: 08006518)** as a Whole Time Director to be designated as the Executive Director for a period of five years from August 12, 2025 upon the terms & conditions hereinafter indicated.

The aforesaid appointment is subject to approval of the members of the Company at this AGM.

Mr. Roshan R Shetty is associated with the Company since 2024 as a Head of Project, Research & Development of the Parent Company. The Nomination & Remuneration Committee and the Board of Directors are of the opinion that Mr. Roshan R Shetty's vast knowledge and varied experience will be of great value to the Company and has recommended the Resolution at Item No. 5 of this Notice relating to his appointment as a Director and also as a Whole Time Director to be designated as Executive Director of the Company for a period of five years w.e.f. August 12, 2025 as a Special Resolution for your approval.

In terms of provisions contained under Section 160 of the Companies Act, 2013 and the rules made thereunder, the Company has received a notice from a member proposing candidature of **Mr. Roshan R Shetty (DIN: 08006518)** along with requisite deposit, for the office of Director in terms of Section 160 of the Companies Act, 2013.

Brief resume of Mr. Roshan R Shetty (DIN: 08006518), nature of his expertise in specific functional areas, names of companies in which he holds directorships and memberships/chairmanships of Board Committees and shareholding etc. as stipulated under the SEBI (LODR) Regulations, are provided herein below:

Name of Director	Mr. Roshan R. Shetty
Date of Birth	November 10, 1997
DIN No.	08006518
Date of Appointment	August 12, 2025
Qualifications:	Bachelor in Chemical Engineering from Institute of Chemical Technology (ICT, formerly known as University Department of Chemical Technology, UDCT Mumbai) Master's degree in Chemical Engineering from Georgia Institute of Technology.
Experience in functional area	More than 6 (Six) Years in the field of Agro Chemicals*
No. of equity shares held in your Company	Nil
No. of Board meetings attended during F.Y. 2024-25	0 (0%)
Relationship with other Directors and Key Managerial Personnel:	1. Son of Mr. Raguram K. Shetty (Managing Director) 2. Brother of Mr. Raunak R Shetty (Chief Financial Officer)
Terms and conditions of appointment	5 (Five) Years w.e.f 12/08/2025 Liable to retire by rotation
Other Directorships in Companies:	1. Sams Industries Private Limited 2. Heranba Agro Science Limited
Details of remuneration paid during Financial Year	Nil

The details of remuneration including salary, allowances, perquisites and bonus paid/payable to Mr. Roshan R. Shetty are as follows.

1. Basic salary will be ₹ 60,000/- (Rupees Sixty Thousand Only). The following are the allowances payable to Mr. Roshan R Shetty with effect from August 12, 2025:

Allowances	Amount (per month)	Amount (P.A.)
House Rent Allowance	20,000.00	
Education Allowance	500.00	
Washing Allowance	500.00	
Fuel Allowance Reimbursement	5000.00	
Telephone & Internet Reimbursement	2500.00	
Books & Periodicals	1200.00	
Special Allowance	10300.00	
Total Monthly	100,000.00	
+PF contribution from employer	1,800.00	
+Bonus	8,333.00	
Total CTC (Annual)	1,10,133.00	13,21,600.00

2. Subject to above Total CTC, The Board has the power to revise the Structure of Basic and allowance in accordance with Companies Act, Income tax Act, and as per the terms and conditions mutually agreed.
3. The Annual Salary shall stand increased by upto 15 % every financial year (effective from 1st April of each year) based on the annual performance and policy of the Company.
4. Mr. Roshan R Shetty shall, along with the other employees of the Company, be entitled to the Bonus as per the Policy of the Company and will be in addition to the aforesaid Remuneration.
5. Increment in salary, perquisites and allowances and remuneration by way of incentive/bonus/performance linked incentive, payable to **Mr. Roshan R Shetty** may be determined by the Board and/or the Nomination & Remuneration Committee of the Board.
6. Employees' stock options if granted to **Mr. Roshan R Shetty** any time, shall be in addition to the aforesaid remuneration.
7. Expenses incurred for travelling, board and lodging including for spouse and attendant(s) during business trips and provision of car(s) for use on Company's business and communication expenses at residence shall be reimbursed at actuals and/or borne by the Company at actuals and will be in addition to the aforesaid Remuneration.
8. The overall remuneration payable every year to **Mr. Roshan R Shetty** by way of salary, perquisites and allowances, incentive/bonus/performance linked incentive, remuneration based on net profits, etc., as the case may be, shall be in accordance with the provision of the Section 197 of the Companies Act read with Schedule V of the Act.
9. All payments to be made or to be credited to **Mr. Roshan R Shetty** shall be subject to such deduction and withholdings of tax or otherwise as the Company may be mandated or required to do so whether by any applicable laws, regulations or guidelines or pursuant to any contract to such effect.
10. The Executive Director shall be entitled to participate, along with the other employees of the Company, in any of the employee benefit and compensation plans,

whether statutory or otherwise, as may be generally available to employees of the Company including car, leave travel allowance, gratuity, medical and health insurance plans etc.

11. All other terms and conditions are mentioned in the Agreement entered into with Mr. Roshan R Shetty.

Minimum remuneration: As the Proposed Resolution in Item No-5 is the Special Resolution hence if the Special Resolution is passed then in the event of loss or inadequacy of profits in any financial year during the currency of tenure of service of **Mr. Roshan R Shetty**, the Company will make the payment of aforesaid remuneration to **Mr. Roshan R Shetty**, even the proposed remuneration exceed the limits prescribed under Section II of Part II of Schedule V of the Companies Act, 2013 as may for the time being be in force.

Income-Tax in respect of the above remuneration will be deducted at source as per the applicable Income Tax Laws/ Rules.

If at any time the Executive Director ceases to be a Director of the Company, for any reason whatsoever, he shall cease to be the Executive Director and his Agreement with the Company shall stand terminated forthwith.

The above may be treated as a written memorandum setting out the terms & conditions of appointment of Mr. Roshan R Shetty under Section 190 of the Act.

In compliance with the provisions of Sections 196, 197, 203 and other applicable provisions of the Act, read with Schedule V to the Act and SEBI (LODR) Regulations, 2015, the terms of remuneration specified above are now being placed before the Members for their approval.

Relevant documents in respect of the said item are open for inspection on all working days up to the date of the Meeting.

Except, Mr. Sadashiv K. Shetty, Chairman, Mr. Raghuram K Shetty, Managing Director and Mr. Raunak R. Shetty, chief Financial Officer, none of the other Directors, Key Managerial Personnel or the relatives of Directors and Key Managerial Persons are, in any way, concerned or interested, financially or otherwise, in the Resolution at Item No. 5 of the Notice.

The Board of Directors recommends the resolution in relation to the appointment of Mr. Roshan R Shetty as Executive Director of the Company as set out in Item No. 5 for approval of the Members by way of a Special Resolution.

By order of the Board
For **Daikaffil Chemicals India Limited**

Date: August 12, 2025
Place: Mumbai

Mr. Jay Patel
Company Secretary,
ACS: 73587

REGISTERED OFFICE:
E/4, M.I.D.C., Tarapur Boisar-401506
Dist-Palghar, Maharashtra

Annexure to the Notice

Details of the Director seeking appointment/re-appointment at this Annual General Meeting (pursuant to Regulation 36 of the Listing Regulations and Clause 1.2.5 of Secretarial Standard on General Meetings).

Name of Director	Mr. Sadashiv Kanyana Shetty	Mr. Roshan R. Shetty
Date of Birth	June 13, 1954	November 10, 1997
DIN No.	00038681	08006518
Date of Appointment	March 26, 2024	August 12, 2025
Qualifications:	Bachelor's (physics and chemistry) and Master's (chemistry) degree in science from University of Mysore.	Bachelor in Chemical Engineering from Institute of Chemical Technology (ICT, formerly known as University Department of Chemical Technology, UDCT Mumbai) Master's degree in Chemical Engineering from Georgia Institute of Technology.
Experience in years	More than three (3) decades in agrochemicals industry	More than 6 (Six) Years in the field of Agro Chemicals*
No. of equity shares held in your Company	Nil	Nil
No. of Board meetings attended during F.Y. 2024-25	8 (100%)	0 (0.00%)
Relationship with other Directors and Key Managerial Personnel:	1. Brother of Mr.Raghuram K Shetty (Managing Director)	1. Son of Mr. Raguram K. Shetty (Managing Director) 2. Brother of Mr. Raunak R Shetty (Chief Financial Officer)
Terms and conditions of appointment	5 (Five) Years as Managing Director w.e.f. April 01, 2024 Liable to retire by rotation	5 (Five) Years as Executive Director w.e.f August 12, 2025 Liable to retire by rotation
Other Directorships In Companies:	1. Heranba Industries Limited 2. Mikusu India Private Limited 3. Heranba Organics Private Limited 4. Heranba Crop Care Limited 5. Chemino Pharma Limited	1. Sams Industries Private Limited 2. Heranba Agro Science Limited
Details of remuneration paid	NIL	NIL

Board's Report

To,

The Members,

Your Directors have pleasure in submitting their **33rd** Annual Report of the Company together with the Audited Statements of Accounts for the year ended March 31, 2025.

1. FINANCIAL RESULTS:

The summarized standalone results of your Company are given in the table below:

(₹ in Lakhs except per share)

Particulars	Financial Year Ended	
	31/03/2025	31/03/2024
Revenue from Business Operations	749.75	0.00
Other Income	46.85	71.11
Total Income	796.60	71.11
Total Expenses	956.87	260.39
Profit/(loss) before Tax	(160.29)	(189.28)
Less: Tax Expenses (including for earlier years)	(1.31)	0.94
Net Profit/(Loss) After Tax	(158.98)	(190.22)
Paid Up Equity Share Capital (Face Value ₹ 10 each fully paid up)	600.00	600.00
Other Equity	285.22	453.72
Earning Per Share		
(Basic/Diluted)	(2.65)	(3.17)

2. DIVIDEND:

As the Company is incurring the losses during the year under review, your Directors do not recommend a dividend for the financial year 2024-25.

3. FINANCIAL PERFORMANCE AND OPERATIONAL REVIEW:

During the year under review, the Company earned total revenue of ₹ 796.60 Lakh in FY25 as compared to ₹ 71.11 Lakh in FY24. Loss After Tax stood at ₹ 158.98 Lakh in FY25 as compared to ₹ 190.22 Lakh in FY24.

4. SHARE CAPITAL:

As on March 31, 2025, the Authorized share capital of the Company stood at ₹ **6,50,00,000/- (Rupees Six Crore Fifty Lakh Only)** divided into 65,00,000 (Sixty Five Lakh) equity shares of ₹ 10/- (₹ Ten) Each. However, the Authorized Share Capital of the Company has been increased to ₹ **10,00,00,000/- (Rupees Ten Crore Only)** divided into 1,00,00,000 (One Crore) equity shares of ₹ 10/- (₹ Ten) Each on May 29, 2025.

As on March 31, 2025, the issued, subscribed and paid up Equity share capital of your Company stood at ₹ **6,00,00,000/- (Rupees Six Crore Only)** divided into 60,00,000 (Sixty Lakh) Equity shares of ₹ 10/- (₹ Ten) each.

During the financial year 2024-25, there has been no change in the Authorized Share Capital or the Issued, Subscribed, and Paid-up Share Capital of the Company.

5. TRANSFER TO GENERAL RESERVES:

The Company doesn't propose to transfer any amount to General Reserve.

6. INTERNAL FINANCIAL CONTROLS:

The internal financial controls with reference to the Financial Statements commensurate with the size and nature of business of the Company. Further Directors have personally overviewed the adequacy of internal controls and also appointed M/s SPSJ & Associates LLP. as the Internal Auditor to manage the internal controls of the Company.

In addition to Internal Audit, the Company has implemented well established internal financial practices, tool for mitigating risk in order to ensure adequate internal financial control commensurate with the size of the Company.

7. FINANCIAL LIQUIDITY:

Cash and Cash Equivalent as at March 31, 2025 was ₹ **66.01 Lakh**. The Company's working capital management is based on a well-organized process of continuous monitoring and control on Receivables, Inventories and other parameters.

8. RELATED PARTY TRANSACTIONS:

All contracts/arrangements/transactions entered into with Related Parties during the Financial Year were in the ordinary course of business and on an arm's length basis.

The Company has obtained the Shareholder approval by way of Postal ballot on March 06, 2025 for entering into contracts/arrangement/transactions with Related Parties. The Company has not entered into any transaction with its Promoters, Directors, Key Managerial Personnel or other designated person which may have potential conflict with the interest of the Company at large.

All Related Party Transaction are placed on a half yearly basis before the Audit Committee for approval/ratification/ noting etc.

The Audit Committee has reviewed the related party transactions as mandatorily required under relevant provisions of the Listing Regulations.

The said transactions are in the ordinary course of business and at arm's length basis. The Company had taken omnibus approvals for indicative transactions proposed during the financial year ended March 31, 2025.

The policy on Related Party Transactions as approved by the Board is uploaded on the Company's website may be accessed on the Company's website.

All The Particulars of contract or arrangements entered into by the Company with related parties referred to in sub-section (1) of Section 188 of the Companies Act, 2013 are attached herewith in **Annexure – A in Form No. AOC -2**.

Further Suitable Disclosure as required by the Accounting Standards (AS18) has been made in the notes to the Financial Statements in the Annual Report.

9. VIGIL MECHANISM/WHISTLE BLOWER POLICY:

The Company has a Vigil Mechanism/Whistle Policy under which it established a Whistle Blower Policy/Vigil Mechanism.

This policy seeks the support of employees, channel partners and vendors to report Significant deviations from key management policies and report any non- compliance and wrong practices, e.g., unethical behavior, fraud, violation of law, inappropriate behavior/conduct etc.

The Vigil Mechanism/Whistle Blower policy cover serious concerns that could have grave impact on the operations and performance of the business of Daikaffil Chemicals India Limited. A Vigil (Whistle Blower) mechanism provides a channel to the employees and directors to report to the management concerns ethical behavior, actual or suspected fraud or violation of the code of conduct mechanism provides for adequate safeguards against victimization of employees and Directors to avail of the mechanism and provide for direct access to the Chairman of the Audit Committee in exceptional cases.

The policy neither releases employees from their duty of confidentiality in the course of their work nor can it be used as a route for raising malicious or unfounded allegations against people in authority and/or colleagues in general.

The detailed Vigil Mechanism/Whistle Blower Policy of the Company is uploaded on the Company's website.

10. CODE OF CONDUCT:

All the Board Members and the Senior Management personnel have confirmed compliance with the Code.

11. POLICY ON DIRECTORS' APPOINTMENT AND REMUNERATION:

The Nomination and Remuneration Committee of the Board formulated a Policy relating to the remuneration of Directors, Key Managerial Personnel and other Employees which, inter alia, prescribes the criteria for determining qualifications, positive attributes and independence of Directors. The Policy is available on the website of the Company www.daikaffil.com.

12. PREVENTION OF INSIDER TRADING:

Pursuant to the SEBI (Prohibition of insider trading) Regulations, 2015, the Company has formulated and adopted a Code for Prevention of Insider Trading.

The Company has adopted a Code of Conduct for Prevention of Insider Trading with a view to regulate trading in securities by the Directors and designated employees of the Company. The Code requires pre-clearance for dealing in the Company's shares and prohibits the purchase or sale of Company shares by the Directors and the designated employees while in possession of unpublished price sensitive information in relation to the Company and during the period when the Trading Window is closed. The Board is responsible for implementation of the Code.

All Board Directors and the designated employees have confirmed compliance with the Code.

13. CORPORATE GOVERNANCE REPORT:

The paid-up capital of the Company is ₹ 6,00,00,000/- (Rupees Six Crores) i.e. less than ₹ 10 Crores and the Net-worth of the Company is less than 25 Crores as on the last day of the previous financial year.

Pursuant to regulation 15(2) of SEBI (LODR) Regulations, 2015 the compliance with the corporate governance provisions as specified in regulations 17, 18, 19, 20, 21, 22, 23, 24, 24A, 25, 26, 27 and clauses (b) to (i) of sub-regulation (2) of regulation 46 and para C, D and E of Schedule V SHALL NOT apply, in respect of those listed entities whose paid up equity share capital does not exceed rupees ten crore and net worth does not exceed rupees twenty five crore, as on the last day of the previous financial year. Accordingly, your Company is **exempt** from attaching Corporate Governance report

14. RISK MANAGEMENT POLICY:

The Board has been vested with specific responsibilities in assessing of risk management policy, process and system. The Board has evaluated the risks which may arise from the external factors such as economic conditions, regulatory framework, competition etc. The Executive management has embedded risk management and critical support functions and the necessary steps are taken to reduce the impact of risks. The Independent Directors expressed their satisfaction that the systems of risk management are defensible.

15. INDUSTRIAL RELATIONS:

During the year under review, your Company enjoyed cordial relationship with workers and employees at all levels.

16. CORPORATE SOCIAL RESPONSIBILITY:

The provisions of Section 135 of the Companies Act, 2013 read with the Companies (Corporate Social Responsibility Policy) Rules 2014, were not applicable to the Company for the financial year ended 31st March, 2025.

17. SUBSIDIARIES, JOINT VENTURES AND ASSOCIATE COMPANIES:

The Company does not have any direct subsidiary or associate companies. However, Mikusu India Private Limited is a wholly owned (100%) subsidiary of Heranba Industries Limited. Mikusu, in turn, exercises de facto control over Daikaffil Chemicals India Limited by virtue of being its single largest shareholder and holding controlling voting rights at the Annual General Meeting of the Company. Accordingly, Daikaffil Chemicals India Limited is considered a subsidiary of Mikusu India Private Limited and, therefore, a **step-down subsidiary** of Heranba Industries Limited.

18. DIRECTORS & KMP:

a. Appointment/Re-appointment/Resignation of Directors:

At the ensuring Annual General Meeting, **Shri Sadashiv Kanyana Shetty (DIN: 00038681)**, would retire by rotation and being eligible for the re-appointment, offers himself for re-appointment.

During the year under review following appointments and resignations took place:

Sr. No.	Name	Designation	Nature of Change	Effective Date
1	Mr. Amit Jayant Patel (DIN:00005232)	Director	Resignation	April 12, 2024

During the year under review, the non-executive directors of the Company had no material pecuniary relationship or transactions with the Company, other than sitting fees and reimbursement of expenses incurred by them for the purpose of attending meetings of the Board/Committee of the Company.

Details of the Directors seeking appointment/reappointment including a profile of these Directors, are given in the Notice convening the 33rd Annual General Meeting of the Company.

Based on the confirmations received, none of the Directors are disqualified for appointment under Section 164(2) of Companies Act, 2013.

b. Key Managerial Personnel (KMP):

Pursuant to Section 2(51) read with Section 203 of the Companies Act, 2013 read with Rules made thereunder, the following persons has been designated as Key Managerial Personnel of the Company under the Companies Act, 2013

- (a) Mr. Sadashiv K Shetty, Non-Executive Chairman
- (b) Mr. Raghuram K Shetty, Managing Director
- (c) Mr. Raunak R Shetty, Chief Financial Officer
- (d) Mr. Jay Patel, Company Secretary

During the year under review following appointments and resignations took place:

Sr. No.	Name	Designation	Nature of Change	Effective Date
1	Mrs. Sunil Bhaurao Shedge	Chief Financial Officer	Resignation	May 31, 2024
2	Ms. Alesha Khan	Company Secretary	Resignation	July 06, 2024
3	Mr. Raunak R Shetty	Chief Financial Officer	Appointment	August 08, 2024
4	Mr. Jay Patel	Company Secretary	Appointment	August 08, 2024

c. Declaration by Independent Directors:

The Company has received necessary declaration from each independent director under Section 149(7) of the Companies Act, 2013, that he/she meets the criteria of independence laid down in Section 149(6) of the Companies Act, 2013 read with rules framed thereunder and SEBI (LODR) Regulation.

In the opinion of the Board, the independent directors are, individually, person of integrity and possess relevant expertise and experience.

In terms of regulation 25(8) of the Listing Regulations, they have confirmed that they are not aware of any circumstances or situation which exist or may be reasonably anticipated that could impair or impact their ability to discharge their duties. Based on the declarations received from the independent directors, the Board has confirmed that they meet the criteria of independence as mentioned under regulation 16(1)(b) of the Listing Regulations and that they are independent of the management.

d. Annual Evaluation:

Pursuant to the provisions of the Companies Act, 2013 the Board has carried out the annual performance evaluation of its own performance, its committees and that of its individual Directors. The evaluation was done based on set questionnaires which were given to them at the time of evaluation.

e. Personnel:

Industrial relations at the Company's factory and other establishments remained cordial during the year. We appreciate the contribution made by the employees.

f. Remuneration Policy for the Directors, Key Managerial Personnel and other Employees:

In terms of the provisions of Section 178 (3) of the Act, the Nomination & Remuneration Committee is responsible for formulating the criteria for determining qualification, positive attributes and independence of a Director. The Nomination & Remuneration Committee is also responsible for recommending to the Board a policy relating to the remuneration of the Directors, Key Managerial Personal and other employees. In line with this requirement, the Board has decided to form Remuneration Committee.

19. MEETING OF BOARD AND COMMITTEE:

During the financial year under review the Board met 9 times, Audit Committee met 7 times, Nomination and Remuneration Committee met 4 times and Stakeholders Relationship Committee met 1 time. The details are given below:

(a) Meetings of the Board and Attendance thereof:

The Board met **9 (Nine)** times during the financial year ended March 31, 2025 on the below mention date.

Sr. No.	Date of Board Meeting
1	April 15, 2024
2	May 25, 2024
3	August 08, 2024
4	November 09, 2024
5	November 25, 2024
6	January 25, 2025
7	February 11, 2025
8	March 18, 2025*
9	March 25, 2025

* Separate Board Meeting of Independent Director.

Directors Attendance Record:

Sr. No.	Name of Director	No. of Meetings entitled to attend	No. of Meetings attended	% of attendance
1	Mr. Sadashiv K Shetty	8	8	100%
2	Mr. Raghuram K Shetty	8	8	100%
3	Mr. Omprakash Singh	9	9	100%
4	Mrs. Bhagavati Kalpesh Donga	9	9	100%

(b) Meetings of the Audit Committee and Attendance thereof:

The committee met **7 (Seven)** times during the financial year ended March 31, 2025. These meetings were held on April 15, 2024, May 25, 2024, August 08, 2024, November 09, 2024, November 25, 2024, January 25, 2025 and February 11, 2025.

Sr. No.	Name of Director	No. of Meetings entitled to attend	No. of Meetings attended	% of attendance
1	Mr. Omprakash Singh	7	7	100%
3	Mr. Raghuram K Shetty	7	7	100%
2	Mrs. Bhagavati Kalpesh Donga	7	7	100%

(c) Meetings of the Nomination and Remuneration Committee and Attendance thereof:

The committee met **4 (Four)** times during the financial year ended April 15, 2024, August 08, 2024, November 09, 2024 and February 11, 2025.

Sr. No.	Name of Director	No. of Meetings entitled to attend	No. of Meetings attended	% of attendance
1	Mr. Omprakash Singh	4	4	100%
2	Mr. Sadashiv K Shetty	4	4	100%
3	Mrs. Bhagavati Kalpesh Donga	4	4	100%

(d) Meetings of the Stakeholders Relationship Committee and Attendance thereof:

The committee met **1 (One)** time during the financial year ended March 31, 2025 on March 25, 2025.

Sr. No.	Name of Director	No. of Meetings entitled to attend	No. of Meetings attended	% of attendance
1	Mr. Omprakash Singh	1	1	100%
2	Mr. Raghuram K Shetty	1	1	100%
3	Mrs. Bhagavati Kalpesh Donga	1	1	100%

20. AUDITORS:

(a) Statutory Auditor:

M/s. NGST & Associates, Chartered Accountants (Firm Registration No.: 135159W) was appointed as the Statutory Auditors of the Company by the members at the Annual General Meeting (AGM) held on 19th August, 2022 for a period of 5 years, to hold office from the conclusion of 30th AGM until the conclusion of 35th AGM of the Company.

During the year under review M/s. NGST & Associates, Chartered Accountants (Firm Registration No.: 135159W), had resigned from the office of Statutory Auditor, vide their letter dated November 12, 2024, before completion of their term.

Following a casual vacancy, the Board of Directors, based on the recommendation of the Audit Committee, appointed M/s. Natvarlal Vepari & Co., Chartered Accountants (Firm Registration No. 106971W), as the Statutory Auditors of the Company at its meeting held on November 25, 2024 to hold office until the conclusion of the next Annual General Meeting of the Company.

The Company has obtained the approval of the Shareholders on January 03, 2025 by way of Ordinary Resolution for the appointment of M/s. Natvarlal Vepari & Co., Chartered Accountants (Firm Registration No. 106971W), as Statutory Auditors of the company to fill the casual vacancy caused by the resignation of the erstwhile auditors M/s. NGST & Associates., Chartered Accountants (Firm Registration No.: 135159W).

Subsequent to the appointment of M/s. Natvarlal Vepari & Co. as the Statutory Auditors of the Company, the firm informed the Company that it has been converted into a Limited Liability Partnership (LLP) and the name of the firm has been changed from "Natvarlal Vepari & Co." to "Natvarlal Vepari & Co. LLP", in accordance with the provisions of the Limited Liability Partnership Act, 2008. The Company has made the necessary intimation regarding the said change

in the name of the Statutory Auditors to the Bombay Stock Exchange on April 19, 2025.

Further the Company has been informed by the Auditors that the name of the firm has again been changed from "Natvarlal Vepari & Co. LLP" to 'N V C & Associates LLP'. The change is in compliance with applicable regulatory requirements, and the Company has accordingly intimated the Bombay Stock Exchange on June 12, 2025.

Furthermore, The Board of the Directors has, on the recommendation of the Audit Committee, recommended for the approval of the Shareholders by way of the Ordinary Resolution to appoint 'N V C & Associates LLP', Chartered Accountants (Firm Registration No. 106971W), for another term of 5 Years w.e.f. F.Y.2025-26 to F.Y. 2029-30 and the consent of them has been received by the Company.

The Company has received consent from 'N V C & Associates LLP', Chartered Accountants, along with a confirmation that they satisfy the eligibility criteria prescribed under the Companies Act, 2013 and rules framed thereunder.

Explanations or Comments by the Board on every Qualification, Reservation or Adverse Remark or Disclaimer Made:

The Statutory Auditors Report for FY 2024-25 does not contain any qualification, reservation or adverse remarks.

The comments by the auditors in their report read along with information and explanation given in notes to accounts are self-explanatory and do not call for further explanation.

(b) Secretarial Auditors & Secretarial Audit Report:

Pursuant to the provisions of Section 204 of the Act, read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, every listed entity, along with certain other prescribed categories

of companies, is required to conduct a Secretarial Audit and annex the Secretarial Audit Report to its Annual Report.

Based on the recommendation of the Audit Committee, your Directors appointed M/s. GMJ & Associates, Practising Company Secretaries, as the Secretarial Auditors of your Company for the Financial Year ended March 31, 2025. The Secretarial Audit Report, as issued by the Secretarial Auditors, is annexed herewith as **Annexure – B** to this Report.

Further, in accordance with the recent amendment to Regulation 24A of the SEBI Listing Regulations, a listed entity is required to appoint a Secretarial Auditor for a period of five consecutive years, subject to approval by the shareholders at the AGM.

Accordingly, pursuant to the applicable provisions of the Act, and the SEBI Listing Regulations, and based on the recommendation of the Audit Committee, your Directors have approved the appointment of M/s. GMJ & Associates, Company Secretaries, as the Secretarial Auditors of your Company for a period of five years, commencing from April 01, 2025, until March 31, 2030. A resolution seeking shareholders' approval for the appointment of M/s. GMJ & Associates has been included in the Notice convening the AGM. Your Directors recommend the resolution for your approval.

Explanations or Comments by the Board on every Qualification, Reservation or Adverse Remark or Disclaimer Made:

The report of Secretarial Auditor is self-explanatory and does not contain any qualification, reservation, adverse remarks or disclaimer.

21. DETAILS OF FRAUD REPORTED BY AUDITORS:

During the year under review, the Auditors of the Company have not reported to the Audit Committee, under Section 143(12) of the Act, any instances of fraud committed against the Company by its officers or employees, therefore no detail is required to be disclosed under Section 134 (3) (ca) of the Act.

22. SECRETARIAL STANDARDS:

The Directors confirm that the Company is in compliance with applicable secretarial standards issued by Institute of Company Secretaries of India.

23. MANAGEMENT DISCUSSION AND ANALYSIS REPORT:

The Management Discussion and Analysis Report for the year under review, as stipulated under SEBI (LODR) Regulations is given separately and forms part of this 33rd Annual Report of the Company as **Annexure – C**.

24. INVESTOR EDUCATION AND PROTECTION FUND (IEPF):

Pursuant to provisions of Section 124(5) of the Companies Act, 2013, dividend for the financial year 2017-18 and thereafter, which remains unclaimed for a period of 7 years shall be transferred by the Company to Investor Education and Protection Fund established by the Central Govt.

Information in respect of such unclaimed dividend when due for transfer to the fund is given below:

Financial Year	Type of Dividend	Date of Declaration	Remained Unclaimed for 7 years (Due date shall be plus 30 days)	Amount lying in the Account as on 31.03.2025
2017-2018	Final Dividend	10-08-2018	17-09-2025	157,022.40
2019-2020	Interim Dividend	11-02-2020	18-03-2027	104,489.00

Those Members who have so far not encashed their dividend warrants from the final dividend from F.Y. 2017-2018 onwards, may approach the Registrar and Share Transfer Agents, M/s. MUFG India Pvt. Ltd, for making their claim without any further delay as the said unpaid dividends shall be transferred to the Investor Education and Protection Fund of the Central Government pursuant to the provisions of Companies Act.

In terms of Section 124(6) of Companies Act, 2013 and the Rules notified there under, including amendments thereof, the shares in respect of which dividend has not been paid or claimed for a period of seven consecutive years or more, are required to be transferred by the Company to the IEPF Suspense Account.

Accordingly, the Company has transferred shares to IEPF Suspense Account in respect of which dividend has not been paid or claimed since 2016-17. The summary for the same is given below:

Name of Depository	Demat Account Maintained with	Account details
CDSL SBICAP Securities Limited DP ID: 1204 7200	CDSL SBICAP Securities Limited DP ID: 1204 7200	CDSL SBICAP Securities Limited DP ID: 1204 7200

The break-up/details of total number of shares transferred to Investor Education and Protection Fund (IEPF) is provided below:

Shares held with	Number of records	Number of shares (Quantity)
CDSL	05	501
NSDL	04	900
Physical	42	5205
Total	51	6606

The details of unpaid/unclaimed dividend and number of shares transferred are available on our website: (www.daikaffil.com)

Shareholders are requested to note that no claim shall lie against the Company in respect of any amounts which were unclaimed and unpaid for a period of seven years and transferred to Investor Education and Protection Fund of the Central Government. However, Shareholders may claim from IEPF Authority both unclaimed dividend amount and the shares transferred to IEPF Suspense Account as per the applicable provisions of Companies Act, 2013 and rules made thereunder.

25. OTHER DISCLOSURE:

a. Cost Records:

The provisions of sub-section (1) of Section 148 of the Act are not applicable to the Company as Central Government has not specified the maintenance of cost records for any of the business activities of the Company.

b. Change in the nature of business:

There has been no change in the Nature of Business during the year under review. However the Company has resumed its Operation of manufacturing of Chemical business during the period under review. Further no material changes or commitments have occurred between the end of the financial year and the date of this report which affect the financial statements of the Company.

c. Material Changes and Commitments, If Any affecting the Financial Position of the Company:

No material changes and commitments 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 this report.

d. Deposits:

The Company has neither accepted nor renewed any deposits from public during the year nor has any outstanding Deposits in terms of Section 73 of the Companies Act, 2013. Further there were no Deposits which are not in compliance of the requirements of Chapter V of the Act.

e. Loans, Guarantees and Investments:

Details of Loans, Guarantees and Investments covered under the provision of Section 186 of the Companies Act, 2013 are given in the notes to the Financial Statements.

f. Annual Return:

Pursuant to Section 134(3)(a) of the Act, the Annual Report referred to in Section 92(3) of the Act read with Rule 12 of the Companies (Management and Administration) Rules, 2014, the Annual Return for the financial year ended March 31, 2025 is available on the Company's website at www.daikaffil.com.

g. Particulars of employees:

The Statement of Disclosure of Remuneration under Section 197 of the Companies Act, 2013 read Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is annexed as **Annexure – D**.

h. Status of Listing Fees:

The Shares of the Company are continued to be listed on the BSE Limited ("BSE"). Listing Fees till date have been duly paid to BSE, where Company's shares are Listed.

i. Registrar and Share Transfer Agent:

M/s. MUFG Intime India Private Limited, C 101, 247 Park, L.B.S. Marg, Vikhroli (West), Mumbai – 400 083 Tel No- 1800 1020 878 is the Registrar and Share Transfer Agent of the Company for the physical and Demat shares. The members are requested to contact directly for any requirements.

j. Complaints relating to Child Labour, Forced Labour, Involuntary Labour, Sexual Harassment:

The Company has adopted a policy on prevention, prohibition and Redressal of Sexual harassment at workplace and has duly constituted an Internal Complaints Committee in line with the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the Rules thereunder. No case of child labour, forced labour, involuntary labour, sexual harassment and discriminatory employment was reported during the FY 2024-25. The Company has a policy on sexual harassment under which employees can register their complaints against sexual harassment. The policy ensures a free and fair enquiry with clear timelines.

During the financial year under review, the Company has not received any complaints of work place complaints, including complaints on sexual harassment.

k. Maternity benefit provided by the Company under maternity benefit act 1961:

The Company confirms that it is fully aware of and remains committed to complying with the provisions of the Maternity

Benefit Act, 1961. While there are currently no women employees on its rolls, the Company has appropriate systems and policies in place to ensure that all statutory benefits under the Act, including paid maternity leave, continuity of salary and service during the leave period, nursing breaks, and flexible return-to-work arrangements will be extended to eligible women employees as and when applicable. The Company remains committed to fostering an inclusive and legally compliant work environment.

I. Material Orders passed by Regulators, Courts or Tribunal:

There were no significant or material orders passed by the Regulators, Courts or Tribunal which impact the going

concern status of the Company and the Company's operations in future.

m. Research and Development and Quality Control:

The activities of R & D consist of improvement in the process of existing products, decrease of effluent load and to develop new products and by-products.

The management is committed to maintain the quality control and it is the strength of the Company. All raw material and finished products and materials at various stages of process pass through stringent quality check for the better result and product.

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

As required under Section 134 (3) (m) of the Companies Act, 2013 read together with the Rule 8 of the Companies (Accounts) Rules, 2014 the relevant information is given below.

(A) Power and fuel Consumption

The Companies (Disclosure of Particulars in Report of Board of Directors) Rules 1988 require the disclosure of particulars regarding Conservation of Energy in Form-A and Technology Absorption in Form-B as prescribed by the Rules.

The details are as follows:

Particulars	31.03.2025	31.03.2024
(1) Electricity		
Purchased units	212385	-
Total Amount	3474632.73/-	-
Rate per Unit (in ₹)	16.36	-
(2) Own Generator		
Fuel (Diesel) units	640	-
Total Amount (in ₹)	59634/-	-
Rate per Liter (in ₹)	93.17/-	-

(B) Technology Absorption:

The technology required for the Company is available indigenously.

(C) Foreign Exchange Earnings and Outgo:

(₹ in Lakh)

Particulars	31.03.2025	31.03.2024
Earnings	2.77	-
Outgo	-	-

27. DIRECTORS RESPONSIBILITY STATEMENT:

In accordance with the provisions of Section 134(5) of the Companies Act, 2013 the Board hereby submits its responsibility Statement:

- in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- the directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit and loss of the Company for that period;

- (c) The directors had 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;
- (d) The directors had prepared the annual accounts on a going concern basis; and
- (e) The directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

28. DETAILS OF APPLICATION MADE OR PROCEEDING PENDING UNDER INSOLVENCY AND BANKRUPTCY CODE, 2016:

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

29. DETAILS OF DIFFERENCE BETWEEN VALUATION AMOUNT ON ONE TIME SETTLEMENT AND VALUATION WHILE AVAILING LOAN FROM BANKS AND FINANCIAL INSTITUTIONS:

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

30. ACKNOWLEDGEMENTS:

Your Directors place on record their sincere thanks to bankers, business associates, consultants, and various Government Authorities for their continued support extended to your Companies activities during the year under review. Your Directors deeply appreciate the committed efforts put in by employees at all levels, whose continued commitment and dedication contributed greatly to achieving the goals set by your Company. Your Directors also acknowledges gratefully the shareholders for their support and confidence reposed on your Company.

For Daikaffil Chemicals India Limited

Date: August 12, 2025

Place: Mumbai

Sadashiv K. Shetty

Chairman

DIN: 00038681

Raghuram K. Shetty

Managing Director

DIN: 00038703

Annexure - A

FORM AOC-2

(Pursuant to clause (h) of sub-section (3) of Section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014).

Form for disclosure of particulars of contracts/arrangements entered into by the Company with related parties referred to in sub-section (1) of Section 188 of the Companies Act, 2013 including certain arm's length transactions under third proviso thereto

Details of material contracts or arrangement or transactions with related parties at arm's length basis during the Financial Year ended March 31, 2025:

(a)	Name(s) of the related party	Mr. Raunak R. Shetty
(b)	Nature of Relationship	Relative of Director
(c)	Nature of contracts/arrangements/transactions	Appointed as CFO
(d)	Duration of the contracts/arrangements/transactions	On going
(e)	Salient terms of the contracts or arrangements or transactions including the value, if any	Nil
(f)	Date(s) of approval by the Board	August 08, 2024
(g)	Date(s) of Approval by Shareholders(if any)	NA
(h)	Amount paid as advances, if any:	NIL

Details of material contracts or arrangement or transactions with related parties at arm's length basis during the Financial Year ended March 31, 2025:

(a)	Name(s) of the related party	Heranba Industries Limited (" Heranba ")	
(b)	Nature of Relationship	Step Up Parent Company	
(c)	Nature of contracts/arrangements/transactions	Sale of Plant & Machinery and other Assets to Heranba	Sale, purchase or supply of the goods or materials and/or Selling or otherwise disposing off, or buying, property of any kind and/or Leasing of the property of any kind and/or Availing or rendering services
(d)	Duration of the contracts/arrangements/transactions	On Going	FY 2024-25, 2025-26 and 2026-27
(e)	Salient terms of the contracts or arrangements or transactions including the value, if any	Rs. 1 Lakh for one financial year	₹ 100 Crores for each Financial Year
(f)	Date(s) of approval by the Board	May 25, 2024	January 25, 2025
(g)	Date(s) of Approval by Shareholders(if any)	NA	March 06, 2025
(h)	Amount paid as advances, if any:	Nil	Nil

Details of material contracts or arrangement or transactions with related parties at arm's length basis during the Financial Year ended March 31, 2025:

(a)	Name(s) of the related party	Mikusu India Private Limited (" Mikusu ")	
(b)	Nature of Relationship	Defacto Parent Company	
(c)	Nature of contracts / arrangements / transactions	Sale of Plant & Machinery and other Assets to Heranba	Sale, purchase or supply of the goods or materials and/ or Selling or otherwise disposing off, or buying, property of any kind and/ or Leasing of the property of any kind and/ or Availing or rendering services
(d)	Duration of the contracts / arrangements/transactions	On Going	FY 2024-25, 2025-26 and 2026-27
(e)	Salient terms of the contracts or arrangements or transactions including the value, if any	Rs. 120 Lakhs for one financial year	Rs. 100 Crores for each Financial Year
(f)	Date(s) of approval by the Board	May 25, 2024	January 25, 2025
(g)	Date(s) of Approval by Shareholders(if any)	NA	March 06, 2025
(h)	Amount paid as advances, if any:	Nil	Nil

Details of material contracts or arrangement or transactions with related parties at arm's length basis during the Financial Year ended March 31, 2025:

(a)	Name(s) of the related party	Heranba Organics Private Limited (" HOPL ")	
(b)	Nature of Relationship	Fellow Subsidiary of Heranba	
(c)	Nature of contracts/ arrangements/transactions	Sale of Plant & Machinery and other Assets to Heranba	Sale, purchase or supply of the goods or materials and/or Selling or otherwise disposing off, or buying, property of any kind and/or Leasing of the property of any kind and/or Availing or rendering services
(d)	Duration of the contracts/ arrangements/transactions	On Going	FY 2024-25, 2025-26 and 2026-27
(e)	Salient terms of the contracts or arrangements or transactions including the value, if any	₹ 5 Lakhs for one financial year	₹ 100 Crores for each Financial Year
(f)	Date(s) of approval by the Board	May 25, 2024	January 25, 2025
(g)	Date(s) of Approval by Shareholders(if any)	NA	March 06, 2025
(h)	Amount paid as advances, if any:	Nil	Nil

For Daikaffil Chemicals India Limited

Date: August 12, 2025
Place: Mumbai

Sadashiv K. Shetty
Chairman
DIN: 00038681

Raghuram K. Shetty
Managing Director
DIN: 00038703

Annexure - B

FORM NO. MR - 3

Secretarial Audit Report

For the financial year Ended 31st March, 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,
DAIKAFFIL CHEMICALS INDIA LIMITED
E/4, M.I.D.C., Tarapur,
Boisar, Palghar – 401506

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Daikaffil Chemicals India Limited** (hereinafter called "**the Company**") bearing **CIN: L24114MH1992PLC067309**. Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliance's and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of Secretarial Audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on 31st March, 2025 complied with the statutory provisions of the applicable acts listed hereunder and also that the Company has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter.

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company, for the financial year ended on 31st March, 2025 according to the provisions of:

- i. The Companies Act, 2013 ("the Act") and the rules made thereunder;
- ii. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder; **[Not applicable during the period of audit]**.
- iii. The Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018 and the Regulations and Bye-laws framed thereunder;
- iv. Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent applicable. The provisions of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings are not applicable to the Company during the period of Audit.
- v. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ("SEBI Act") viz:
 - a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeover) Regulations, 2011;
 - b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015. The Company has also complied with the provisions of Regulation 3(5) and 3(6) of the SEBI (Prohibition of Insider Trading) Regulations, 2015, pertaining to maintaining Structured Digital Database (SDD) except certain entries which were not simultaneously captured at the time of sharing of the unpublished price sensitive information (UPSI) for the quarter ended 31st December, 2024.
 - c) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
 - d) 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;
 - e) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; **[Not applicable during the period of audit]**.
 - f) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 **[Not applicable during the period of audit]**.
 - g) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 **(Not applicable during the period of audit)**;

- h) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; **[Not applicable during the period of audit].**
- i) The Securities and Exchange Board of India (Buy-Back of Securities) Regulations, 2018; **[Not applicable during the period of audit].**
- vi. We have relied on the representation made by the Company and its Officers for systems and mechanisms formed by the Company for compliance's under other applicable Acts, Laws and Regulations which are mentioned as under:
 - a) The Noise Pollution (Regulation and Control) Rules, 2000.
 - b) The Environment (Protection Act), 1986.
 - c) The Water (Prevention and Control of Pollution) Act, 1974.
 - d) The Air (Prevention and Control of Pollution) Act, 1981.
 - e) The Factories Act, 1948 and Rules made thereunder.
 - f) Labour laws and other incidental laws related to labour and employees appointed by the Company either on its payroll or on contractual basis as related to wages, gratuity, provident fund, ESIC, compensation etc.
 - g) The Trade Marks Act, 1999.
 - h) The Copy Right Act, 1957.
 - i) The Legal Metrology Act, 2009 and The Legal Metrology (Packaged Commodities) Rules, 2011.
 - j) The Insecticide Act, 1968 and rules 1971.

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

- a) Secretarial Standards issued by The Institute of Company Secretaries of India.
- b) The Listing Agreement entered into by the Company with BSE Limited read with the Securities

and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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

We further report that

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

Adequate notice is given to all Directors to schedule the Board Meetings, Committee Meetings, agenda and detailed notes on agenda were sent well 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 of the meetings duly recorded and signed by the Chairman, the decisions of the Board were unanimous and no dissenting views have been recorded.

We further report that based on the information provided and the representation made by the Chief Financial Officer/ Company Secretary and taken on record by the Board of Directors of the Company, in our opinion 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.

As informed, the Company has responded appropriately to notices received from various statutory/regulatory authorities including initiating actions for corrective measures, wherever found necessary.

We further report that during the audit period under review, the Company has not undertaken any event/ action(s) having a major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards etc.

For GMJ & ASSOCIATES

Company Secretaries

[CS Prabhat Maheshwari]

PARTNER

M. No.: FCS 2405

COP No.: 1432

UDIN: F002405G000991635

Peer Review Certificate No.: 6140/2024

Place: Mumbai

Date: 12th August, 2025

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

'ANNEXURE I' TO SECRETARIAL AUDIT REPORT

To,
The Members,
DAIKAFFIL CHEMICALS INDIA LIMITED
E/4, M.I.D.C., Tarapur,
Boisar, Palghar – 401506

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

1. Maintenance of secretarial records is the responsibility of management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and books of accounts of the Company.
4. Wherever required, we have obtained the Management Representation about the compliance of laws, rules, regulations and happening of events, etc.
5. The compliance of the provisions of corporate and other applicable laws, rules, regulations and standards is the responsibility of the management. Our examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit Report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

For GMJ & ASSOCIATES

Company Secretaries

[CS Prabhat Maheshwari]

PARTNER

M. No.: FCS 2405

COP No.: 1432

UDIN: F002405G000991635

Peer Review Certificate No.: 6140/2024

Place: Mumbai

Date: 12th August, 2025

Annexure - C

MANAGEMENT DISCUSSION AND ANALYSIS

GLOBAL ECONOMIC OVERVIEW

In 2025, the global economy confronts a highly challenging and uncertain environment, driven largely by an abrupt shift in international trade policy. Following a period of relatively stable but modest growth in 2024, the landscape changed markedly at the start of 2025 as governments reprioritized their economic agendas. The United States led the way, implementing wide-ranging new tariffs from January through April, with subsequent policies broadening tariff coverage to near-universal levels and driving effective tariff rates to their highest point in a century. These sweeping measures triggered retaliatory actions from major trading partners, intensifying global trade tensions and amplifying uncertainty in economic forecasts.

This volatility has cast a heavy shadow over the global outlook. According to the IMF's April 2025 reference forecast, which incorporates all major policy moves through early April, world GDP growth is now projected at 2.8% for 2025 and 3.0% for 2026. These figures mark a significant downgrade of 0.8% points cumulatively compared with January estimates, and remain well below the 2000–2019 average of 3.7%. Growth in advanced economies is expected to slow markedly to 1.4% in 2025, with the United States decelerating to 1.8% and the euro area to just 0.8%. Emerging and developing economies are forecast to expand by 3.7% in 2025, rising slightly to 3.9% in 2026, though countries most impacted by new trade measures, such as China, face the deepest downgrades. Meanwhile, global inflation is projected to ease more gradually than previously anticipated, reaching 4.3% in 2025 and 3.6% in 2026, with inflation forecasts revised up for advanced economies but down modestly for developing ones.

Risks to the outlook have tilted decisively to the downside. The escalating risk of a prolonged trade war, coupled with exceptionally high policy uncertainty, threatens both short and long-term growth prospects. Vulnerable economies, especially those with high debt levels, now face growing risks related to asset repricing, sharp exchange rate moves, and capital flow volatility. Demographic pressures, including aging populations and diminishing foreign labour forces, further weigh on economic potential and jeopardize fiscal sustainability. For many developing and low-income nations, waning international support may exacerbate debt distress, compelling abrupt fiscal tightening that would undermine growth and living standards.

Central banks must remain focused on safeguarding price and financial stability, fine-tuning policies amid increasingly complex trade-offs. Managing volatility may require targeted foreign exchange interventions and macroprudential tools to prevent new vulnerabilities. In addition, credible fiscal consolidation and structural reforms will be vital to rebuild fiscal space, reduce inequality, and restore medium-term global growth momentum.

Ultimately, the global economy stands at a pivotal moment. Progress will depend on stronger policy coordination and clear domestic action to bolster confidence and resilience against heightened adversity.

Source: IMF World Economic Outlook, April 2025

INDIAN ECONOMIC OVERVIEW

Amidst global challenges, the Indian economy maintained resilience and stability in FY 2024-25. India continued to be the world's fastest growing major economy in 2024 and is on track to become the third-largest global economy by 2027, behind USA and China. As per the Second Advance Estimates of GDP 2024-25, India's real GDP is estimated to grow steadily at 6.5% in FY 2024-25. Though this growth is lower compared to the 8.2% growth in FY 2023-24, a sequential uptick in demand, private and government spending and robust growth across services and agricultural sectors have helped maintain the economic pace. Despite challenges, manufacturing exports in premium segments like electronics and semiconductors remained strong, highlighting India's expanding role in global value chains.

INDUSTRY STRUCTURE & DEVELOPMENT

The Chemical Industry is essential for the economic development of any country, providing products and enabling technical solutions in virtually all sectors of the economy. The Chemical Industry in India is a key constituent of Indian economic contributory factor in the GDP. In terms of volume, Chemical industry in India is the third largest producer in Asia and sixth largest in the world.

Considering this fact, the Government is taking various initiatives for the growth and development of the sector. 100 per cent FDI is permissible in the Indian chemicals sector while manufacturing of most chemical products is de-licensed.

FINANCIAL AND OPERATIONAL PERFORMANCE

The Member may please note that your Company is now part of the Heranba Group led by Heranba Industries Limited ("**Heranba/Company**"), the flagship Company of the Heranba Group which comprises (a) Heranba, (b) its Wholly Owned Subsidiary Companies namely Heranba Organics Private Limited ("**HOPL**") and Mikusu India Private Limited ("**Mikusu**") and (c) Daikaffil Chemicals India Limited ("**Daikaffil**") a subsidiary Company of Mikusu and a step down subsidiary Company of Heranba. HOPL, Mikusu, Daikaffil and Heranba are collectively referred to as "**Heranba Group**".

In the year 2023-24, Mikusu India along with Heranba acquired Daikaffil which strategically broadened its business portfolio.

This acquisition paves the way for establishing a world-class Research and Development (R&D) centre, one that will strengthen Heranba's internal R&D capabilities for its agrochemical business and serve as the cornerstone for its entry into the CRAMS, CRO, and CDMO (Contract Research/Development and Manufacturing Organization) domains.

Because of the acquisition, the financial performance of the Company is improving in the F.Y. 2024-25. The following table exhibits, in summary, the financial performance of the Company for the year in relation to previous year.

Particulars	F.Y. 2024-25	F.Y. 2023-24
Sales Growth [%]	100%	NIL
Domestic Sales Growth [%]	100%	NIL
Export Sales Growth [%]	100%	NIL

PRODUCT WISE PERFORMANCE AND ITS OUTLOOK

In accordance with the Accounting Standard 17 notified by Companies (Accounting Standards) Rules, 2006 and based on characteristics of products, production processes and the class of customers, the Company is in one range of product i.e. Organic Dyes and Intermediaries:

Optical brighteners

Optical brighteners, or fluorescent whitening agents, are used to make plastics, fibers, coatings, inks, and detergents appear whiter and brighter. These products function by absorbing invisible ultraviolet light and re-emitting it as visible light in the blue range of the spectrum. These products are particularly useful to mask the yellowish cast sometimes observed in plastics and fibers after high temperature processing operations. They are also used in substrates containing pigments or dyes to make colours appear more brilliant. Optical brighteners are also used in the production of uncoated fine paper, particularly in uncoated fine paper grades containing high-yield pulp (HYP). Increasing level of whiteness and the HYP substitution in fine papers have increased the importance of optical brighteners globally in the recent years.

Naphthol

Naphthol is an organic compound used to manufacture organic Pigments/Master batch. Pigments are used for colouring paint, ink, plastic, fabric, cosmetics, foods and other materials. Most pigments used in manufacturing and the visual arts are dry colorants, usually ground into a fine powder.

The Company is very optimistic about Naphthol grounders because of its Japanese quality. The entire range of Naphthol grounders are being consumed by MNCs. and its printing Ink manufacturers in Japan. The demand of the product has

been rising rapidly in Europe & Japan. Looking at the product portfolio and demand in international market the Company foresee a wide scope of the business in near future and may increase capacity subject to approval from Maharashtra Pollution Control Board.

INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

The Company has adequate system of internal controls commensurate with its size and nature of its business and ensure proper safeguarding of assets, maintaining proper accounting records and providing reliable financial statements. These systems enable integrity of financial reporting and adherence to guidelines defined for the Company. Internal controls are regularly reviewed by both internal and external agencies for its efficiency and effectiveness. Corporate policies, management information and reporting system for key operational areas form part of overall control mechanism.

The Internal Audit plan and management actions are presented to the Audit Committee on quarterly basis. The Audit committee reviews adequacy of Internal Control System and the Internal Audit Reports and compliance thereof. The members of audit committee held discussions with the Internal and Statutory Auditors during the meetings of the Committee and all the quarterly and yearly financial statements of the Company were reviewed and recommended by Audit Committee for consideration and approval of the Board of directors.

RISKS AND CONCERNS

The Company foreign currency revenue earnings are significant and any appreciation or depreciation in the rupee can have a significant impact on revenue and profitability. We evaluate exchange rate exposure arising from these transactions and enter into foreign exchange instruments to mitigate risks arising out of movements in the rupee (INR). The Company have an appropriate internal control for monitoring the Forwards and future contracts.

Your Company has also shown its concern towards the environment safety. It is becoming more and more conscious about environmental norms, discharge of effluents and better safety for employees, quality standards and has also shown considerable improvement in the recent past.

OPPORTUNITIES AND THREATS

Your Company range of products are under Japanese technology and therefore we stand a better chance of facing competition from China and Indian manufacturers even though the prices are lower compared to ours. The Consumers are ready to pay the extra price for superior quality. The Company may consider expansion once it turns profitable.

HUMAN RESOURCES DEVELOPMENT AND INDUSTRIAL RELATION

Your Company emphasizes on the safety of people working in its premises, Structures safety meeting were held and safety programmes were organised for them throughout the year.

The total numbers of person employed in your Company as on March 31, 2025 were 33.

For Daikaffil Chemicals India Limited

Date: August 12, 2025

Place: Mumbai

Sadashiv K. Shetty

Chairman

DIN: 00038681

Raghuram K. Shetty

Managing Director

DIN: 00038703

Annexure - D

DISCLOSURE ON REMUNERATION

Information as per Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

(a) the ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the financial year;

(₹ In Lakh)

Name of the Director/ Key Managerial Personnel	Designation	Directors Remuneration	Ratio	Increase (%)
Mr. Amit Patel*	Director	--	--	--
Mr. Sadashiv K. Shetty	Chairman	--	--	--
Mr. Raghuram K. Shetty	Managing Director	--	--	--
Mr. Sunil Shedge**	Chief Financial Officer	0.80		-
Ms. Alesha Khan***	Company Secretary	1.25		
Mr. Raunak R. Shetty	Chief Financial Officer	-	-	-
Mr. Jay Patel	Company Secretary	4.05		

*Mr. Amit Patel had resigned from the board w.e.f. April 12, 2024.

** Mr. Sunil Shedge had resigned from the Board with effect from May 31, 2024.

*** Ms. Alesha Khan had resigned from the board w.e.f. July 06, 2024.

(b) Median remuneration of the Company for all its employees is ₹ 2.88 Lakh for the financial year 2024-25.

(c) The number of permanent employees on the rolls of Company:

33

(d) Average percentile increase made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration;

There is no increment during the Financial Year under review.

(e) Affirmation that the remuneration is as per the remuneration policy of the Company.

All remuneration of the Directors and Key Managerial Personnel are decided by Nomination & Remuneration Committee and by the Board of Directors.

(f) Names of top ten employees of the Company

The statement containing names of the top ten employees in terms of remuneration drawn and the particulars of employees as required under Section 197(12) of the Act read with Rule 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, forming part of this Report is open for inspection by the members through electronic mode. Any member interested in obtaining a copy of the same may write to the Company Secretary.

(g) As per rule 5(3) of the Companies (Appointment and Remuneration) Rules, 2014, employees who draw salary exceeding the limit of ₹ 1.02 Crores is as follows:

There were no employees who were in receipt of remuneration in excess of above specified limit during the year 2024-25.

Independent Auditor's Report

To
The Members of
Daikaffil Chemicals India Limited

Report on the Audit of the Financial Statements

OPINION

We have audited the Financial Statements of **Daikaffil Chemicals India Limited** ("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 financial statements, including a summary of material accounting policy information and other explanatory information (hereinafter referred to as "the Financial Statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Financial Statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2025, its Loss (including other comprehensive income), the changes in equity and its cash flows for the year ended on that date.

BASIS FOR OPINION

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under Section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report.

We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ("ICAI") together with the ethical requirements that are relevant to our audit of the Financial Statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the Financial Statements.

KEY AUDIT MATTER

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the Financial Statements of the current year. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, we do not provide a separate opinion on these matters.

We have determined that there are no key audit matters to be communicated in our report.

INFORMATION OTHER THAN THE FINANCIAL STATEMENTS AND AUDITOR'S REPORT THEREON

The Company's Board of Directors is responsible for the Other Information. The other information comprises the information included in the Company's Annual Report but does not include the Financial Statements and our Independent Auditors' Report thereon. Our opinion on the Financial Statements does not cover the Other Information, and we do not and will not express any form of assurance or conclusion thereon.

In connection with our audit of the Financial Statements, our responsibility is to read the Other Information identified above and, in doing so, consider whether the Other Information is materially inconsistent with the Financial Statements, or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

If, based on the work we have performed on the other information that we obtained prior to the date of this auditor's report, we conclude that there is a material misstatement of this Other Information, we are required to report that fact. The Other Information as aforesaid is expected to be made available to us after the date of this Auditor's Report. When we read the other information, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with Governance and take appropriate steps in accordance with the extant laws.

RESPONSIBILITIES OF MANAGEMENT AND THOSE CHARGED WITH GOVERNANCE FOR THE FINANCIAL STATEMENTS

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these 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 accounting principles generally accepted in India, including the accounting Standards specified under Section 133 of the Act and the relevant provisions of the Act.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating

effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE FINANCIAL STATEMENTS

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

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

1. Identify and assess the risks of material misstatement of the Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
2. Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
3. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
4. Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the 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.
5. Evaluate the overall presentation, structure and content of the Financial Statements, including the disclosures, and whether the Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the Financial Statements that, individually or in aggregate, make it probable that the economic decisions of a reasonably knowledgeable user of the 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 Financial Statements.

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

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

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

OTHER MATTERS

The comparative financial information of the Company for the year ended March 31, 2024 included in these Financial Statements have been audited by the predecessor auditor M/s NGST & Associates Chartered Accountants. The report of the predecessor auditor on the comparative financial information dated May 25, 2024 expressed an unmodified opinion.

REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of Section 143 of the Companies Act, 2013, we give in the attached **Annexure "A"** a statement on the matters specified

in paragraphs 3 and 4 of the Order, to the extent applicable.

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

- a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
- b. In our opinion, proper books of account as required by law relating to preparation of the aforesaid Financial Statements have been kept so far as it appears from our examination of those books except for the matters stated in paragraph 2(i)(vi) and 2(f) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014.
- c. The Balance Sheet, the Statement of Profit and Loss (including Other Comprehensive Income), Statement of Changes in Equity and the Statement of Cash Flow dealt with by this Report are in agreement with the books of account.
- d. In our opinion, the aforesaid Financial Statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
- e. On the basis of the written representations received from the directors as on March 31, 2025, taken on record by the Board of Directors, none of the directors are disqualified as on March 31, 2025, from being appointed as a director in terms of Section 164 (2) of the Act.
- f. With reference to maintenance of accounts and other matter therewith, reference is invited to paragraph 2(b) above on reporting under Section 143(3)(b) and paragraph 2(i)(vi) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 as amended.
- g. With respect to the adequacy of the internal financial controls with reference to Financial Statements of the Company and the operating effectiveness of such controls, refer to our separate Report in **"Annexure B"**. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls with reference to Financial Statements.
- h. 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:

The Company has not paid any managerial remuneration during the year and hence we have no reporting under this clause.

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

- i. The Company has disclosed the impact of pending litigations on its financial position in its Financial Statements - Refer Note 31 to the Financials Statements.
- ii. The Company did not have any long-term contracts including derivative contracts for which there were material foreseeable losses,
- iii. There has been no delay in transferring funds to the Investor Education and Protection Fund by the Company during the year.
- iv.
 - a. The management has represented that, to the best of their knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entities ("intermediaries") with the understanding whether recorded in writing or otherwise, that the intermediary shall, whether directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security, or the like on behalf of the Ultimate Beneficiaries
 - b. The management has represented that, to the best of its knowledge and belief, no funds have been received by the Company from any person(s) or entity(ies) including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries,
 - c. Based on such audit procedures considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (iv)(a) and (iv) (b) above contain any material misstatement.

- v. The Company has neither proposed nor paid any dividend during the year:
- vi. Based on our examination which included test checks, the Company, has used Tally Prime which has an audit trail feature w.e.f July 23, 2024. The previous version of the accounting software did not have the feature of audit trail. Further, for the periods that the audit trail was enabled (with effect from July 23, 2024) and operated as aforesaid, the same has been maintained without any tampering and preserved by the Company in compliance with the applicable statutory requirements for record retention.

For Natvarlal Vepari & Co LLP

(Formerly known as Natvarlal Vepari & Co.)

Chartered Accountants

FRN No: 106971W/W101085

N Jayendran

Partner

M. No. 040441

Mumbai, Dated: May 21, 2025

UDIN: 25040441BMUJCW8628

Annexure A to the Independent Auditors' Report

(Referred to in paragraph 1 under Report on Other Legal and Regulatory Requirements' section of our report to the Members of Daikaffil Chemicals India Limited of even date)

To the best of our knowledge and information, audit procedures followed by us, according to the information provided to us by the Company and the examination of the books of account and records in the normal course of audit, we state that:

- (i) a. (A) The Company has not maintained proper records showing full particulars including quantitative details and situation of its Property, Plant and Equipment including right of use assets and non-current asset held for sale.
- (B) There are no intangible assets and hence this clause is not applicable to the Company.
- b. Property, Plant and Equipment have been physically verified by the management at reasonable intervals and no material discrepancies were noticed on such verification.
- c. We have verified the title deeds of all the immovable properties (other than properties where the Company is the lessee, and the lease agreements are duly executed in favour of the lessee) disclosed in the Financial Statements and based on such verification we confirm that the same are held in the name of the Company.
- d. The Company has not revalued its Property, Plant and Equipment or intangible assets or both during the year.
- e. There is no proceedings initiated during the year or are pending against the Company as at March 31, 2025, for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.
- (ii) (a) The management has conducted physical verification of inventory at reasonable intervals during the year. On the basis of examination of records, we are of the opinion that the coverage and procedure of such verification is appropriate
- (vii) (a) The Company has been generally regular in depositing undisputed statutory dues including Goods and Services Act, Provident fund, Employees State Insurance, Income Tax, Sales Tax, Service Tax, duty of Customs, duty of Excise, Value Added Tax, Cess and other statutory dues except Professional Tax dues with the appropriate authorities during the year. According to the information and explanations given to us, no undisputed amount is payable in respect of the aforesaid dues were outstanding as at March 31, 2025, for a period of more than six months from the date they became payable except as given below:
- and that no discrepancies of 10% or more in the aggregate for each class of inventory were noticed on such verification. The discrepancies wherever noted have been properly dealt with in the books of account of the Company.
- (b) The Company does not have working capital limits and hence clause 3(ii)(b) of the Companies (Auditors Report) Order 2020 is not applicable to the Company.
- (iii) The Company has not made investments in companies, firms, Limited Liability Partnerships. The Company has also not provided guarantee or security or granted loans or advances in the nature of loans to companies, firms, Limited Liability Partnerships, or any other parties hence clause 3(iii)(a), 3(iii)(b), 3(iii)(c), 3(iii)(d), 3(iii)(e) and 3(iii)(f) of the Companies (Auditors Report) Order 2020 are not applicable to the Company.
- (iv) The Company has not granted any loans, made any investments, provided any guarantees and security and thus the provisions of Section 185 and 186 with respect to loans, investments, guarantees, and security given are not applicable to the Company hence clause 3(iv) of the Companies (Auditors Report) Order 2020 is not applicable to the Company.
- (v) The Company has not accepted deposits from the public or amounts that are deemed to be deposits pursuant to sections 73 to 76 or any other relevant provisions of the Companies Act, 2013 and rules framed thereunder. As informed to us, there is no order that has been passed by Company Law Board or National Company Law Tribunal or Reserve Bank of India or any Court or any other tribunal in respect of the said sections.
- (vi) The maintenance of the cost records under the sub-section (1) of 148 of the Act is not applicable to the Company, and therefore reporting under paragraph (3) (vi) of the Companies (Auditors Report) Order 2020 is not applicable to the Company.

Name of the statute	Nature of dues	Amount	Period to which the amount relates	Due date	Date of payment	Remarks, if any
Professional Tax Act	Professional Tax	₹ 1.11 Lakhs	Prior periods		Unpaid till date	

- (b) There are no statutory dues referred to in sub-clause (a) which have not been deposited on account of any dispute except as given below:

Name of statute	Nature of dues	Amount (In Lakhs)	Period to which the amount relates	Forum where dispute is pending
Goods and service Tax Act	GST Demands	81.09	2017-18	Jt. Commissioner
Total		81.09		

- (viii) There are no transactions that were not recorded in the books of account, and which has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961).
- (ix) (a) The Company has not taken any loan from any lenders and hence clause 3(ix)(a) of the Companies (Auditors Report) Order 2020 is not applicable to the Company.
- (b) The Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.
- (c) The Company has not availed any term loans during the year and thus reporting under paragraph 3(ix)(c) of the order is not applicable to the Company.
- (d) On an overall examination of the Financial Statements of the Company, we report that no funds raised on short-term basis have been used for long-term purposes by the Company.
- (e) The Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries.
- (f) The Company has not raised loans during the year on the pledge of securities held in its subsidiaries.
- (x) (a) The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) during the year and hence reporting under paragraph 3(x)(a) of the Order is not applicable.
- (b) The Company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) during the year and hence reporting under paragraph 3 (x)(b) of the Order is not applicable.
- (xi) (a) We have neither come across any instance of material fraud by the Company or on the Company, noticed or reported during the year, nor have we been informed of any such case by the Management.
- (b) No report under sub-section (12) of Section 143 of the Companies Act has been filed by us in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government and hence clause 3(xi)(b) of the Companies (Auditors Report) Order 2020 is not applicable to the Company.
- (c) No whistle blower Complaints were received by the Company during the year and hence reporting under clause 3(xi)(c) of the Order is not applicable to the Company.
- (xii) The Company is not a Nidhi Company and hence clauses 3(xii)(a), 3(xii)(b) and 3(xii)(c) of the Companies (Auditors Report) Order 2020 is not applicable to the Company.
- (xiii) All transactions with the related parties are in compliance with sections 177 and 188 of the Companies Act, 2013 in so far as our examination of the proceedings of the meetings of the Audit Committee and Board of Directors are concerned. The details of related party transactions have been disclosed in the Financial Statements as required by the applicable Accounting Standards.
- (xiv) (a) The Company has an internal audit system commensurate with the size and nature of its business.
- (b) We have considered the internal audit reports of the Company issued during the year and till date, for the period under audit.
- (xv) The Company has not entered into any non-cash transactions with its directors or persons connected with its directors.
- (xvi) (a) The nature of business and the activities of the Company are such that the Company is not required to obtain registration under Section 45-IA of the Reserve Bank of India Act 1934 and hence sub-clause 3(xvi)(a), 3(xvi)(b) and 3(xvi)(c) of the Companies (Auditors Report) Order, 2020 is not applicable to the Company.
- (b) There is no CIC in the Group.
- (xvii) The Company has incurred cash losses of ₹ 128.60 Lakhs in the current financial year and cash losses of ₹ 154.09 Lakhs in the immediately preceding financial year.
- (xviii) There has been resignation of the statutory auditors (M/S NGST & Associates Chartered Accountants) during the year who have resigned on account of professional pre-occupation. Based on our review of

reasons of resignation we state that there are no professional issues, objections or concerns raised by the outgoing auditors. We have also received the no objection letter from the outgoing auditor who have not indicated any reasons of professional issues.

- (xix) On the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that the Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.
- (xx) In our opinion provision of Section 135 of the Companies Act, 2013 is not applicable to the Company and hence clause 3(xx)(a) and 3(xx)(b) are not applicable to the Company.

For Natvarlal Vepari & Co LLP

(Formerly known as Natvarlal Vepari & Co.)

Chartered Accountants

FRN No: 106971W/W101085

N Jayendran

Partner

M. No. 040441

Mumbai, Dated: May 21, 2025

UDIN: 25040441BMUJCW8628

Annexure - B to the Auditors' Report

Referred to in paragraph 2(g) under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of Daikaffil Chemicals India Limited of even date

Report on the Internal Financial Controls with reference to Financial Statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls with reference to Financial Statements of Daikaffil Chemicals India Limited ("the Company") as of March 31, 2025, in conjunction with our audit of the Financial Statements of the Company for the year ended on that date.

MANAGEMENT'S RESPONSIBILITY FOR INTERNAL FINANCIAL CONTROLS

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

AUDITORS' RESPONSIBILITY

Our responsibility is to express an opinion on the Company's internal financial controls with reference to Financial Statements based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to Financial Statements was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system with reference to Financial Statements and their operating effectiveness. Our audit of internal financial controls with reference to Financial Statements included obtaining an understanding of internal financial controls with reference to Financial Statements, assessing the risk

that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the Financial Statements, whether due to fraud or error.

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

MEANING OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO FINANCIAL STATEMENTS

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

INHERENT LIMITATIONS OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO FINANCIAL STATEMENTS.

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

OPINION

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

For Natvarlal Vepari & Co LLP

(Formerly known as Natvarlal Vepari & Co.)

Chartered Accountants

FRN No: 106971W/W101085

N Jayendran

Partner

M. No. 040441

Mumbai, Dated: May 21, 2025

UDIN: 25040441BMUJCW8628

Balance Sheet

As at 31st March 2025

Particulars	Note No.	As at 31 st March 2025	As at 31 st March 2024
ASSETS			
Non-Current Assets			
(a) Property, plant and equipment	4	195.67	162.91
(b) Capital Work in Progress	5	31.58	4.61
(c) Financial assets			
(i) Investment	6	18.72	18.72
(ii) Loans	7	-	0.41
(iii) Other Financial Assets	8	5.88	-
(d) Deferred tax assets (Net)	9	3.70	2.39
(e) Other Non-Current Assets	10	37.33	24.16
Total Non-Current Assets		292.88	213.21
Current Assets			
(a) Inventory	11	324.79	116.69
(b) Financial assets			
(i) Trade Receivables	12	606.00	-
(ii) Cash and cash equivalents	13	66.01	751.91
(iii) Other Bank Balance	14	47.51	68.15
(iii) Other Financial Assets	8	2.33	3.27
(c) Other current assets	9	101.76	25.04
Total Current Assets		1,148.40	965.05
TOTAL ASSETS		1,441.28	1,178.27
EQUITY AND LIABILITIES			
Equity			
(a) Equity share capital	15	600.00	600.00
(b) Other equity	16	285.22	453.72
Total Equity		885.22	1,053.72
Liabilities			
Non Current Liabilities			
(a) Provisions		59.12	-
Total Non- Current Liabilities		59.12	-
Current Liabilities			
(a) Financial Liabilities			
(i) Trade payables	17		
total outstanding dues of micro enterprises and small enterprises; and		34.63	-
total outstanding dues of creditors other than micro enterprises and small enterprises.		436.56	4.38
(ii) Other Financial Liabilities	18	15.16	91.26
(b) Other current liabilities	19	2.68	11.45
(c) Provision	20	7.91	17.47
Total Current Liabilities		496.94	124.55
Total Liabilities		556.06	124.55
TOTAL EQUITY AND LIABILITIES		1,441.28	1,178.27

The accompanying notes are an integral part of the financial statements

As per our report of even date attached

For Natvarlal Vepari & Co LLP
(Formerly known as Natvarlal Vepari & Co.)
Chartered Accountants
Firm Registration No. 106971W/W101085

For & on behalf of the Board of Directors
Daikaffil Chemicals India Limited

N Jayendran
Partner
Membership No. 040441

R.K Shetty
Managing Director
DIN: 00038703

S. K. Shetty
Chairman
DIN: 00038681

Place: Mumbai
Date: May 21, 2025

Raunak R Shetty
Chief Financial Officer

Jay C Patel
Company Secretary

Statement of Profit and Loss

For the year ended 31st March, 2025

Sr No.	Particulars	Note No.	Year ended 31 st Mar 2025	Year ended 31 st Mar 2024
I	INCOME			
	Revenue from Operations	21	749.75	-
	Other Income	22	46.85	71.11
	TOTAL INCOME		796.60	71.11
II	EXPENSES			
	Cost of materials consumed	23	597.87	-
	Changes in Inventories of Finished Goods and Work-in- Progress	24	(94.20)	-
	Employee Benefit Expenses	25	114.38	162.72
	Finance Costs	26	0.10	-
	Depreciation and Amortisation Expenses	27	27.08	35.19
	Other Expenses	28	311.64	62.48
	TOTAL EXPENSES		956.87	260.39
III	Profit/(Loss) before Tax		(160.29)	(189.28)
IV	Tax Expense	29		
	(a) Current Tax		-	-
	(b) Deferred tax charge/(credit)		(1.31)	0.94
			(1.31)	0.94
V	Profit/(Loss) for the Year		(158.98)	(190.22)
VI	OTHER COMPREHENSIVE INCOME			
	Items that will not be reclassified to profit or loss			
	- Remeasurement Gain/(Loss) on Defined Benefit Plan		(9.52)	
VII	Total other Comprehensive Income		(9.52)	-
VIII	Total Comprehensive Income for the year		(168.50)	(190.22)
IX	Earnings Per Share of face value of ₹ 10/- each (in Rupees)			
	Basic and Diluted	30	(2.65)	(3.17)

The accompanying notes are an integral part of the financial statements

As per our report of even date attached

For Natvarlal Vepari & Co LLP
(Formerly known as Natvarlal Vepari & Co.)
Chartered Accountants
Firm Registration No. 106971W/W101085

For & on behalf of the Board of Directors
Daikaffil Chemicals India Limited

N Jayendran
Partner
Membership No. 040441

R.K Shetty
Managing Director
DIN: 00038703

S. K. Shetty
Chairman
DIN: 00038681

Place: Mumbai
Date: May 21, 2025

Raunak R Shetty
Chief Financial Officer

Jay C Patel
Company Secretary

Cash Flow Statement

For the year ended 31st March 2025

Particulars	Year ended 31 st Mar 2025	Year ended 31 st Mar 2024
[A] CASH FLOW FROM OPERATING ACTIVITIES		
Profit/(Loss) before tax	(160.29)	(189.28)
Adjustments for:		
Depreciation and amortisation expenses	27.08	35.19
Impairment of capital work in progress	4.61	
Finance Charge		0.47
Profit on Sale of Assets	(20.53)	(10.31)
Unrealised Exchange gain/(loss)	0.24	-
Interest Income	(26.23)	(60.80)
Operating Profit/(Loss) before changes in working capital	(175.12)	(224.72)
Adjustments for:		
Trade and other Receivables	(606.24)	-
Inventories	(208.10)	(0.00)
Other Financial Assets	(5.88)	720.03
Other Assets	(56.83)	(0.42)
Trade payable	466.81	(1.15)
Other Financial Liabilities	(72.61)	80.00
Other Liabilities and provisions	31.31	18.08
Cash flow from operations after changes in working capital	(626.66)	591.82
Net Direct Taxes (Paid)/Refunded	(3.27)	-
Net Cash Flow from/(used in) Operating Activities	(629.93)	591.82
[B] CASH FLOW FROM INVESTING ACTIVITIES		
Purchase of Property Plant & Equipment (Including Capital WIP)	(108.57)	12.90
Sale of Property Plant & Equipment	2.00	-
Fixed Deposit Investment (net)	20.63	(13.76)
Loans	0.41	-
Advance towards Share Application	5.88	-
Movement in Other Bank Balances	(3.49)	-
Interest on Fixed Deposits	27.18	60.80
Net Cash Flow from/(used in) Investing Activities	(55.96)	59.93
[C] CASH FLOW FROM FINANCING ACTIVITIES		
Net Cash Flow from/(used in) Financing Activities	-	-
Net Increase/(Decrease) in Cash and Cash Equivalents	(685.89)	651.75
Cash & Cash Equivalents at beginning of period (see Note 1)	751.91	100.17
Cash and Cash Equivalents at end of period (see Note 1)	66.01	751.91

Note 1:

Particulars	Year ended 31 st Mar 2025	Year ended 31 st Mar 2024
Cash and Cash equivalents comprises of:		
Cash on Hands	0.26	0.11
Balance with Banks	65.75	751.80
Cash and Cash equivalents	66.01	751.91

The Cash Flow statement has been prepared under the indirect method as set out in Indian Accounting Standards (IND AS) 7, 'Statement of Cash Flows'

As per our report of even date attached

For Natvarlal Vepari & Co LLP
(Formerly known as Natvarlal Vepari & Co.)
Chartered Accountants
Firm Registration No. 106971W/W101085

For & on behalf of the Board of Directors
Daikaffil Chemicals India Limited

N Jayendran
Partner
Membership No. 040441

R.K Shetty
Managing Director
DIN: 00038703

S. K. Shetty
Chairman
DIN: 00038681

Place: Mumbai
Date: May 21, 2025

Raunak R Shetty
Chief Financial Officer

Jay C Patel
Company Secretary

Statement of Changes in Equity

For the year ended 31st March 2025

A. EQUITY SHARE CAPITAL

Particulars	Number of shares	Face value ₹ per share	Amount
Opening balance as at 01st April 2023	60,00,000	10.00	600.00
Issue of share capital	-	-	-
Changes in Equity Share Capital	-	-	-
Balance as at March 31, 2024	60,00,000	10.00	600.00
Changes in equity share capital	-	-	-
Closing balance as at 31st March, 2025	60,00,000	10.00	600.00

B. OTHER EQUITY

Particulars	General Reserve	Securities Premium	Retained Earnings	Total
Balance at 31st March, 2023	202.00	34.49	407.45	643.94
Profit/(Loss) for the period			(190.21)	(190.21)
Add: Other Comprehensive Income on Defined Benefit Obligation				-
Balance at 31st March, 2024	202.00	34.49	217.24	453.73
Profit/(Loss) for the period			(158.98)	(158.98)
Add: Other Comprehensive Income on Defined Benefit Obligation	-		(9.52)	(9.52)
Balance at 31st March, 2025	202.00	34.49	48.74	285.22

The accompanying notes are an integral part of the financial statements

As per our report of even date attached

For Natvarlal Vepari & Co LLP
(Formerly known as Natvarlal Vepari & Co.)
Chartered Accountants
Firm Registration No. 106971W/W101085

For & on behalf of the Board of Directors
Daikaffil Chemicals India Limited

N Jayendran
Partner
Membership No. 040441

R.K Shetty
Managing Director
DIN: 00038703

S. K. Shetty
Chairman
DIN: 00038681

Place: Mumbai
Date: May 21, 2025

Raunak R Shetty
Chief Financial Officer

Jay C Patel
Company Secretary

STATEMENT OF MATERIAL ACCOUNTING POLICY INFORMATION AND OTHER EXPLANATORY NOTES FOR FINANCIAL STATEMENTS

For the year ended March 31, 2025

1. COMPANY OVERVIEW

Daikaffil Chemicals India Limited is a public limited Company incorporated and domiciled in India with registered office situated at E-4, M.I.D.C. Tarapur, Boisar Dist. Maharashtra-401506 and is listed on the Bombay Stock Exchange (BSE). The Company is engaged in manufacturing and trading of organic chemicals and intermediaries and trading of chemicals.

Authorization of Financial Statements

The financial statements are approved for issue by the Company's Board of Directors on May 21, 2025.

These financial statements can be amended by the board of directors till they are placed before the shareholders and also by the shareholders before their approval for adoption.

Statement of Compliances

The Financial Statements comply in all material aspects with Indian Accounting Standards ("Ind AS") prescribed under Section 133 of the Companies Act, 2013 ("the Act"), the Companies (Indian Accounting Standards) Rules, 2015 as amended and other relevant provisions of the Act.

3. BASIS OF PREPARATION, ACCOUNTING JUDGEMENTS, ESTIMATES AND ASSUMPTIONS AND MATERIAL ACCOUNTING POLICY INFORMATION:

3.1 Basis of Preparation of Financial Statements

Statement of Compliances

The Financial Statements comply in all material aspects with Indian Accounting Standards ("Ind AS") prescribed under Section 133 of the Companies Act, 2013 ("the Act"), the Companies (Indian Accounting Standards) Rules, 2015 as amended and other relevant provisions of the Act.

The financial statements have been prepared on a historical cost basis, except for the following:

- certain financial assets and liabilities are measured at fair value, and
- defined benefit plans - plan assets measured at fair value.

Accounting policies have been consistently applied except where newly issued India accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.

The Balance Sheet, the Statement of Profit and Loss and the Statement of Changes in Equity are prepared and presented in the format prescribed in the Schedule III to the Companies Act, 2013 (the Act). The Statement of Cash Flows has been prepared and presented in accordance with Ind AS 7 "Statement of Cash Flows". The disclosures with respect to

items in the Balance Sheet and Statement of Profit and Loss, as prescribed in the Schedule III to the Act, are presented by way of notes forming part of the financial statements along with the other notes required to be disclosed under the notified Accounting Standards and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended.

The financial statements are presented in Indian Rupees ('INR') and all values are rounded to the nearest Lakhs, except otherwise indicated.

3.2 Significant accounting judgments, estimates and assumptions

The preparation of financial statements requires management's judgments, estimates and assumptions that impacts the reported amounts of revenues, expenses, assets and liabilities, and the accompanying notes thereon. Uncertainty about these assumptions and estimates could result in outcomes that might require a material adjustment to the carrying amount of assets or liabilities in future periods.

Estimates:

The preparation of the financial statements in conformity with IND AS requires management to make estimates, judgments and assumptions. These estimates, judgments and assumptions affect the application of accounting policies and the reported amounts of assets and liabilities, the disclosures of contingent assets and liabilities at the date of financial statements and reported amounts of revenues and expenses during the period. Accounting estimates could change from period to period. Actual results could differ from those estimates. Appropriate changes in estimates are made as management becomes aware of circumstances surrounding the estimates. Changes in estimates are reflected in the financial statements in the period in which changes are made and if material, their effects are disclosed in the notes to the financial statements.

Judgments:

The Company's management has made the following judgments, which have the most significant effect on the amounts recognised in the financial statements, while formulating the Company's accounting policies:

a. Defined benefit plans (gratuity benefits):

The cost of the defined benefit gratuity plan and the present value of the gratuity obligation are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate; future salary increases, attrition rates and mortality rates. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

Discount rate: The said parameter is subject to change. In determining the appropriate discount rate (for plans operating in India), the management considers the interest rates of government bonds in currencies which are consistent with the post-employment benefit obligation. The underlying bonds are reviewed periodically for quality. Those having excessive credit spreads are excluded from the analysis since they do not represent high quality corporate bonds.

Mortality rate: It is based on publicly available mortality tables. Those mortality tables tend to change at an interval in response to demographic changes. Prospective increase in salary and gratuity are based on expected future inflation rates.

b. Useful lives of property, plant and equipment:

The Company reviews the useful life of property, plant and equipment at the end of each reporting period. This reassessment may result in change in depreciation expense in future periods.

c. Impairment of property, plant and equipment:

For property, plant and equipment and intangibles, an assessment is made at each reporting date to determine whether there is an indication that the carrying amount may not be recoverable or previously recognised impairment losses no longer exist or have decreased. If such indication exists, the Company estimates the assets or CGU's recoverable amount. A previously recognised impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognised. As at the end of the year no judgement were exercised in this regard which impacts the useful life or the depreciation rates.

d. Impairment of investment:

The management assesses that all the investment are strategic fit for the Company and therefore do not need any impairment provisioning as at the year end.

e. Inventories:

The Company estimates the net realisable value (NRV) of its inventories by taking into account estimated selling price, estimated cost of completion, estimated costs necessary to make the sale, obsolescence considering the past trend. Inventories are written down to NRV where such NRV is lower than their cost.

f. Recognition and measurement of other provisions:

The recognition and measurement of other provisions is based on the assessment of the probability of an outflow of resources, past experience and circumstances known at the closing date. The actual outflow of resources at a future date may, therefore, vary from the amount included in other provisions.

3.3 Recent pronouncements

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. For the year ended March 31, 2025, MCA has notified Ind AS – 117 Insurance Contracts and amendments to Ind

AS 116 – Leases, relating to sale and leaseback transactions, applicable to the Company w.e.f. April 1, 2024. The Company has reviewed the new pronouncements and based on its evaluation has determined that it does not have any significant impact in its financial statements.

3.4 Material Accounting Policies Information

a) Current and non-current classification

All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria set out in the Division II of Schedule III to the Companies Act, 2013. Based on the nature of products and the time between 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 and non-current classification of assets and liabilities.

An asset is treated as current when:

- It is expected to be realised or intended to be sold or consumed in normal operating cycle,
- It is held primarily for the purpose of trading,
- It is expected to be realised within 12 months after the reporting period; or
- It is cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

The Company classifies all other assets as non-current.

A liability is treated as current when:

- It is expected to be settled in normal operating cycle,
- It is held primarily for the purpose of trading,
- It is due to be settled within twelve months after the reporting period; or
- There is no unconditional right to defer the settlement of the liability for at least 12 months after the reporting period.

The Company classifies all other liabilities as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities respectively.

b) Property Plant and Equipment and Depreciation/ Amortisation

- A. Items of Property, plant and equipment including Capital-work in-progress are stated at cost, net of accumulated depreciation and accumulated impairment losses, if any. Cost comprises the purchase price and any attributable cost of bringing the asset to its working condition for its intended use. Such cost includes the cost of replacing part of the plant and equipment and borrowing costs for long term construction projects if the recognition criteria are met. Subsequent expenditure related to an item of fixed asset is added to its book value only if it increases the future benefits from the existing asset beyond its previously assessed standard of performance. When significant parts of plant and equipment are required

to be replaced at intervals, the Company depreciates them separately based on their specific useful lives. All other repair and maintenance costs are recognized in statement of profit or loss as incurred. On transition to INDAS for the first time, the Company adopted the deemed cost approach mentioned in INDAS 101 – First time adoption in respect of its Property, Plant and Equipment.

- B. Depreciation is provided on written down value based on useful life of the assets as prescribed in Schedule II to the Companies Act, 2013. Depreciation on additions to assets or on sale/disposal of assets is calculated pro-rata from the month of such addition, or upto the month of such sale/disposal, as the case may be.

Asset Category	Estimated useful life (in Years)
Plant & Equipment	20
Computer desktops and laptops	3
Laboratory Equipment	10
Office Equipment	5
Plumbing and Piping	20-25
Electrical Installation	10
Factory Building	30
Non-Factory Building	60
Vehicles	8
Furniture and Fixture	10

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

c) Investments

i) Other Investment

On initial recognition of an equity investment that is not held for trading, the Company may irrevocably elect to present subsequent changes in the investment's fair value in OCI (designated as FVTOCI – equity investment). This election is made on an investment-by-investment basis. Equity investments at FVTOCI are subsequently measured at fair value through OCI. Dividends are recognised as income in profit or loss unless the dividend clearly represents a recovery of part of the cost of the investment. Other net gains and losses are recognised in OCI and are not reclassified to profit or loss.

Investments other than the above are classified as FVTPL and are subsequently measured at fair value. The net gains and losses, including any dividend income, are recognised in profit or loss.

d) Inventories

All inventories are stated at lower of 'Cost and Net Realizable Value':

- Stores and spares, packing materials and raw materials are valued at lower of cost and net realisable value and for this purpose, cost is determined on First in First Out (FIFO) basis. Cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition. However, the aforesaid items are not valued below cost if the finished products in which they are to be incorporated are expected to be sold at or above cost.
- Finished products and Work in Progress are valued at lower of cost and net realisable value and for this purpose. Cost of finished goods and work in progress includes direct materials, direct labour and an appropriate proportion of variable and fixed overhead expenditure, the latter being allocated on the basis of normal operating capacity.
- Traded goods are valued at lower of cost and net realizable value. Cost is determined on a weighted average basis.

Net realisable value is the estimated selling price in the ordinary course of business, less estimated remaining costs of completion and the estimated costs necessary to make the sale.

e) Cash and Cash Equivalents

Cash and cash equivalent 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, net of outstanding bank overdrafts, if any as they are considered an integral part of the Company's cash management.

f) Provisions, contingent liabilities and contingent assets

A provision is recognized when the Company has a present obligation (legal or constructive) as a result of past event, and it is probable that an outflow of resources embodying economic benefits will be required to settle a reliably assessable obligation. Provisions are determined based on best estimate required to settle each obligation at each balance sheet date. If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

Contingent liabilities are disclosed in respect of possible obligations that arise from past events, whose existence would be confirmed by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company. Contingent liabilities are also present obligations where it is not probable that an outflow of resources will be required, or the amount of the obligation cannot be measured with sufficient reliability. Contingent Liabilities are not recognized in the financial statements but are disclosed separately.

Contingent assets are not recognised unless it becomes virtually certain that an inflow of economic benefits will arise

g) Financial Assets

Recognition and initial measurement

Trade Receivables are initially recognised when they are originated. All other financial assets are initially recognised when the Company becomes party to the contractual provisions of the instrument. All financial assets other than trade receivables and those measured subsequently at fair value through profit and loss, are recognised initially at fair value plus transaction costs that are attributable to the acquisition of the financial asset.

Classification and Subsequent measurement

For purposes of subsequent measurement, financial assets are classified in following categories:

i. Financial Assets at Amortised Cost

A financial asset is measured at amortised cost 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.

After initial measurement, such financial assets are subsequently measured at amortized cost using the Effective Interest rate method (EIR). Amortized cost is calculated by taking into account any discount or premium and fees or cost that are an integral part of the EIR.

The EIR amortization is included in finance income in the statement of profit & loss. The losses arising from impairment are recognized in the statement of profit and loss.

ii. Financial Assets Measured at Fair Value through Other Comprehensive Income (FVOCI)

Financial assets are measured at fair value through Other Comprehensive Income (OCI) if these financial assets are held within a business model with an objective to hold these assets in order to collect contractual cash flows or to sell these 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.

After initial recognition, these assets are subsequently measured at Fair Value. Interest Income under Effective Interest method, foreign exchange gains and losses and

impairment losses are recognized in the statement of profit and Loss. Other net gains and losses are recognized in OCI.

iii. Financial asset not measured at amortised cost or at fair value through OCI is carried at Fair Value through Profit and Loss

iv. Equity Investments

All Equity investments within the scope of Ind AS 109 are measured at Fair Value. Such equity instruments which are held for trading are classified as FVTPL. For all other such equity instruments, the Company decides to classify the same either as FVOCI or FVTPL. The Company makes such election on an instrument-by-instrument basis. The classification is made on initial recognition and is irrevocable.

For Equity instruments classified as FVOCI, all fair value changes in the instrument excluding dividends are recognized in OCI. Dividends on such equity instruments are recognized in the statement of Profit or loss.

De-recognition of Financial Assets:

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognised when:

The rights to receive cash flows from the asset have expired, or

The Company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; and either (a) the Company has transferred substantially all the risks and rewards of the asset, or (b) the Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

On de-recognition, any gains or losses on all debt instruments (other than debt instruments measured at FVOCI) and equity instruments (measured at FVTPL) are recognised in the statement of Profit and Loss. Gains and losses in respect of debt instrument measured at FVOCI and that are accumulated in OCI are reclassified to Profit and Loss on de-recognition. Gains or losses on equity instruments measured at FVOCI that are recognised and accumulated in OCI are not reclassified to Profit or Loss on derecognition.

h) Financial Liabilities

Financial liabilities and equity instruments issued by the Company are classified according to the substance of the contractual arrangements entered into and the definitions of a financial liability and an equity instrument.

i) Recognition and Initial Measurement

Financial liabilities are initially recognized when the Company becomes a party to the contractual provisions of the instrument.

Financial Liability is initially measured at fair value plus, for an item not at fair value through profit and loss, net of transaction costs that are directly attributable to its acquisition or issue.

ii) Classification and Subsequent Measurement

The measurement of financial liabilities depends on their classification, as described below:

Financial liabilities at fair value through Profit or Loss (FVTPL)

Financial liabilities at FVTPL include financial liabilities held for trading and financial liabilities designated upon initial recognition as at FVTPL. Financial Liabilities at FVTPL are measured at fair value and changes therein, including any interest expense, are recognised in Statement of Profit and Loss.

Financial liabilities at amortised cost

After initial recognition, financial liabilities other than those which are classified as FVTPL are subsequently measured at amortised cost using the EIR method. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the Statement of Profit and Loss.

iii) De-recognition of Financial Liabilities

Financial liabilities are de-recognised when the obligation specified in the contract is discharged, cancelled or expired. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as de-recognition of the original liability and recognition of a new liability. The difference in the respective carrying amounts is recognised in the Statement of Profit and Loss.

i) 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.

j) Offsetting Financial Instruments

Financial assets and liabilities are offset, and the net amount is reported in the Balance Sheet where there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously.

The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the Company or the counterparty.

k) Impairment

a. financial assets

In accordance with Ind AS 109, the Company applies Expected Credit Loss (ECL) model for measurement and recognition of impairment loss on the financial asset measured at amortized cost.

Loss allowances on trade receivables are measured following the 'Simplified Approach' at an amount equal to the Lifetime ECL at each reporting date. The Company uses a provision matrix to determine impairment loss allowance on the

portfolio of trade receivables. The provision matrix is based on its historically observed default rates over the expected life of the trade receivable and is adjusted for forward looking estimates. At every reporting date, the historical observed default rates are updated and changes in the forward-looking estimates are analysed.

In respect of other financial asset, the loss allowance is measured at 12-month ECL only, if there is no significant deterioration in the credit risk since initial recognition of an asset or asset is determined to have a low credit risk at the reporting date.

b. Impairment of Non-financial assets

The Company assesses at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's fair value less costs of disposal and its value in use. Recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. When the carrying amount of an asset exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used. These calculations are corroborated by valuation multiples, quoted share prices for publicly traded companies or other available fair value indicators.

c. Provisions

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. The expense relating to a provision is presented in the statement of profit and loss net of any reimbursement.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

Provisions are reviewed at each balance sheet date and adjusted to reflect the current best estimates.

l) Revenue Recognition

The Company recognizes revenue when control over the promised goods or services 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 or services.

The specific recognition criteria described below must also be met before revenue is recognised.

Sale of goods

The Company recognises revenue generally at the point in time when the products are delivered to customer or when it is delivered to a carrier for export sale, which is when the control over product is transferred to the customer. In contracts where freight is arranged by the Company and recovered from the customers, the same is treated as a separate performance obligation and revenue is recognized when such freight services are rendered.

Revenue is adjusted for variable consideration such as discounts, rebates, refunds, credits, price concessions, incentives, or other similar items in a contract when they are highly probable to be provided. The amount of revenue excludes any amount collected on behalf of third parties.

Interest

Interest income including income arising on other instruments are recognised on time proportion basis using the effective interest rate method.

m) Employee benefits

a) Defined Contribution Plan

The Company pays provident fund contributions to publicly administered provident funds as per local regulations. The Company has no further payment obligations once the contributions have been paid. The contributions are accounted for as define contribution plan and the contributions are recognised as employee benefit expense when they are due.

b) Defined Benefit Plan

The liability or asset recognised in the Balance Sheet in respect of defined benefit gratuity plans is the present value of the defined benefit 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.

The present value of the defined benefit obligation denominated in Rs. 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 related obligation.

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.

Remeasurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognised in the year in which they occur, directly in other comprehensive income.

Changes in present value of the defined benefit obligation resulting from plan amendments or curtailments are recognised immediately in the statement of profit and loss as past service cost.

c) Leave Entitlement

Leave entitlement are provided based on an actuarial valuation, similar to that of gratuity benefit. Re-measurement, comprising of actuarial gains and losses, in respect of leave entitlement are recognised in the Statement of Profit and Loss in the period in which they occur.

d) Short-term Benefits

Short-term employee benefits such as salaries, performance incentives etc. are recognised as expenses at the undiscounted amounts in the Statement of Profit and Loss of the period in which the related service is rendered.

n) Taxation

i. Current Tax

The tax currently payable is based on taxable profit for the year. Taxable profit differs from 'profit before tax' as reported in the statement of profit and loss because of items of income or expense that are taxable or deductible in other years and items that are never taxable or deductible. The Company's current tax is calculated using rates that have been enacted or substantively enacted by the end of the reporting period.

ii. Deferred Tax

Deferred tax is recognized on temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognized for all taxable temporary differences. Deferred tax assets are generally recognized for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilized.

The carrying amount of deferred tax asset is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realized, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

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

o) Earnings per Share

Basic earnings per share are calculated by dividing the net profit or loss for the year attributable to equity shareholders by the weighted average number of equity shares outstanding during the year. The weighted average number of equity shares outstanding during the year is adjusted for events of bonus issue, if any.

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

The number of equity shares are adjusted retrospectively for all periods presented for any bonus shares issues.

p) Cash Flow Statement

Cash flows are reported using the indirect method, whereby profit for the period is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing cash flows. The cash flows from operating, investing and financing activities of the Company are segregated.

q) Trade Payables & Trade Receivables

A payable is classified as a 'trade payable' if it is in respect of the amount due on account of goods purchased or services received in the normal course of business. These amounts represent liabilities for goods and services provided to the Company prior to the end of the financial year which are unpaid. These amounts are unsecured and are usually settled

as per the payment terms stated in the contract. Trade and other payables are presented 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 EIR method.

r) A receivable is classified as a 'trade receivable' if it is in respect of the amount due on account of goods sold or services rendered in the normal course of business. Trade receivables are recognised initially at transaction values and subsequently measured at amortised cost using the EIR method (if there is a financing element), less provision for expected or lifetime credit loss.

s) Segment Reporting

Based on "Management Approach" as defined in Ind AS 108 - Operating Segments the chief operating decision maker regularly monitors and reviews the operating results of the whole Company as one segment of "Agro Chemicals". Thus, as defined in Ind AS 108, the Company's entire business falls under this one operational segment and hence the necessary information has already been disclosed in the Balance Sheet and the Statement of Profit and Loss. The analysis of geographical segments is based on the areas in which customers of the Company are located.

4. PROPERTY, PLANT AND EQUIPMENT AND CAPITAL WORK-IN-PROGRESS

Particulars	Factory Building	Other Building	Plant and Equipment	Furniture, Fixtures and Electrical Installation	Laboratory Equipment	Office Equipment	Computers	Vehicles	Lease hold Land	Total
Gross Carrying Value										
Balance at 1st April, 2023	90.67	2.13	105.64	1.09	0.74	1.27	0.92	13.34	39.00	254.80
Additions	-	-	-	-	-	-	-	-	-	-
Disposals	-	-	-	-	-	-	-	11.57	-	11.57
Balance at 31st March, 2024	90.67	2.13	105.64	1.09	0.74	1.27	0.92	1.77	39.00	243.23
Additions	3.03	-	48.70	3.55	5.13	5.11	0.34	-	-	65.86
Disposals	-	2.13	6.03	-	-	-	-	-	-	8.17
Balance at 31st March 2025	93.70	-	148.31	4.64	5.87	6.38	1.26	1.77	39.00	300.92
Accumulated depreciation										
Balance at 1st April, 2023	17.47	0.14	24.46	0.57	0.39	-	0.71	10.36	-	54.10
Depreciation charge	14.10	0.13	20.04	0.27	0.18	-	0.16	0.31	-	35.19
Disposals	-	-	-	-	-	-	-	8.98	-	8.98
Balance at 31st March, 2024	31.57	0.27	44.49	0.84	0.57	-	0.87	1.69	-	80.31
Depreciation charge	11.53	0.12	14.11	0.28	0.50	0.41	0.13	-	-	27.08
Disposals	-	0.39	1.75	-	-	-	-	-	-	2.14
Balance at 31st March 2025	43.10	0.00	56.85	1.12	1.07	0.41	1.00	1.69	-	105.25
Net carrying value as on 31st March, 2025	50.61	(0.00)	91.45	3.52	4.79	5.97	0.26	0.08	39.00	195.67
Net carrying value as on 31st March, 2024	59.10	1.86	61.15	0.25	0.17	1.27	0.05	0.08	39.00	162.91

In the Previous Year the Company has changed accounting policy to account PPE under cost model so as to align with the accounting policy and management estimates followed by the Company having control. Accordingly effects are incorporated in financial results and financial position for the year ended March 31, 2024. Revaluation reserves of ₹ 992.34 Lakhs is removed as on 1st April 2022 and PPE is reinstated at cost less accumulated depreciation. The Depreciation and amortisation of PPE and ROU assets is decreased by ₹ 53.23 Lakhs in FY 2023-24.

5. CAPITAL WORK IN PROGRESS

Particulars	Total
Opening balance as on 01-04-2023	4.61
Addition	-
Less: Capitalised during the year	-
Closing balance as on 31-03-2024	4.61
Addition	84.16
Less: Capitalised during the year	52.58
Less: Written off	4.61
Closing balance as on 31-03-2025	31.58

There no cost and time overruns in any of the project.

Capital-Work-in Progress (CWIP) ageing schedule is as under:

Particulars	Project in Progress	
	March 31, 2025	March 31, 2024
Less than 1 year	31.58	-
1-2 years	-	-
2 to 3 years	-	4.61
> 3 years	-	-
Total	31.58	4.61

6. INVESTMENTS

Particulars	As at 31 March 2025	As at 31 March 2024
Investments in Equity Instruments - Unquoted (at fair value through Profit & Loss (FVTPL))		
13,193 (P.Y.13,193) shares of face value ₹ 100/- each of Tarapur Environment Protection Society.	18.72	18.72
	18.72	18.72

7. LOANS

Particulars	As at 31 March 2025	As at 31 March 2024
Unsecured, Considered Good unless otherwise stated		
Loan To Employees	-	0.41
	-	0.41

8. OTHER FINANCIAL ASSETS

Particulars	Non- Current		Current	
	31-Mar-25	31-Mar-24	31-Mar-25	31-Mar-24
Unsecured, Considered Good unless otherwise stated				
Interest Accrued on Bank Deposits	-	-	2.33	3.27
Advance towards Share Application	5.88			
Total	5.88	-	2.33	3.27

9. DEFERRED TAX LIABILITIES/(ASSET) NET

Particulars	As at 31 March 2025	As at 31 March 2024
Deferred tax liability:		
Property, plant and equipment	(1.23)	(13.12)
Deferred tax asset:		
Provision for non moving inventories	-	10.13
Provision for Employee benefit	4.04	5.38
Others	0.89	-
Total	3.70	2.39

Note: The Company has created Deferred Tax Asset on its unabsorbed losses considering the reasonable certainty of taxable profit.

10. OTHER ASSETS

Particulars	Non- Current		Current	
	31-Mar-25	31-Mar-24	31-Mar-25	31-Mar-24
Advance Income Tax (Net of Provision for Taxation)	3.27	5.76	-	-
Advances to Suppliers	-	-	6.06	-
Capital Advances	15.67			
Balance with Revenue Authorities	-	-	74.90	24.08
Prepaid Expenses	-	-	0.58	0.96
Security Deposits*	18.39	18.40		
Other receivable	-	-	20.23	-
	37.33	24.16	101.76	25.04

*Includes ₹ 8,30,000/- (PY. ₹ 8,30,000/-) paid as deposit for Environment Relief Fund towards order passed by Hon'ble National Green Tribunal and deposit against Company's share of contribution against 30% paid as per Hon'ble Supreme Court Order.

11. INVENTORIES

Particulars	31-Mar-25	31-Mar-24
Traded goods		
Raw Materials	210.17	93.29
Work-in- Progress	143.01	49.60
Finished Goods	5.27	4.48
Finished Goods - Traded goods	0.34	0.34
Stores and Spares.	1.39	4.96
Packing Materials	1.03	0.44
Less: Provision for non moving inventories	(36.42)	(36.42)
Goods in Transit	-	-
Total	324.79	116.69

The disclosure of inventories recognised as an expense in accordance with paragraph 36 of IND AS 2 is as follows:

Particulars	31-Mar-25	31-Mar-24
Amount of inventories recognised as an expense.	503.67	-
Amount of write - down of inventories recognised as an expense	-	-
Total	503.67	-

12. TRADE RECEIVABLES

Particulars	31-Mar-25	31-Mar-24
Unsecured but considered good		
Trade Receivables	22.81	-
Trade Receivables - Related parties	583.19	-
Trade Receivables which have significant increase in Credit Risk	-	-
Less: Impairment loss allowance	-	-
Trade Receivables which are credit impaired	3.21	3.21
Less: Impairment loss allowance	(3.21)	(3.21)
	606.00	-

Details of Related Parties:

Particulars	31-Mar-25	31-Mar-24
Mikusu India Private Limited	578.59	-
Heranba Industires Limites	4.60	-
	583.19	-

The trade receivables ageing schedule (based on Bill date) for the year ended on 31st March, 2025 as follows:

Range of O/s period	Undisputed			Total
	Considered Good	Significant increase in credit risk	credit impaired	
Unbilled	-	-	-	-
Not Due	-	-	-	-
less than 6 months	606.00	-	-	606.00
6 months - 1 year	-	-	-	-
1-2 year	-	-	-	-
2-3 year	-	-	-	-
> 3 years	-	-	3.21	3.21
Total	606.00	-	3.21	609.21
Less: Impairment loss allowance	-	-	3.21	3.21
Total	606.00	-	-	606.00

There are no disputed trade receivables as at March 31,2025.

The trade receivables ageing schedule (based on Bill date) for the year ended on 31st March, 2024 as follows:

Range of O/s period	Undisputed			Total
	Considered Good	Significant increase in credit risk	credit impaired	
Unbilled	-	-	-	-
Not Due	-	-	-	-
less than 6 months	-	-	-	-
6 months - 1 year	-	-	-	-
1-2 year	-	-	-	-
2-3 year	-	-	-	-
> 3 years	-	-	3.21	3.21
Total	-	-	3.21	3.21
Less: Impairment loss allowance	-	-	3.21	3.21
Total	-	-	-	-

There are no disputed trade receivables as at March 31,2024.

13. CASH AND CASH EQUIVALENTS

Particulars	31-Mar-25	31-Mar-24
Cash on hand	0.26	0.11
Balances with banks:		
- in current accounts	65.75	751.80
Total	66.01	751.91

14. OTHER BANK BALANCES

Particulars	31-Mar-25	31-Mar-24
Other Bank Deposits for original maturity more than 3 months upto 12 months	-	19.50
Unclaimed Dividend	2.62	6.11
Earmarked bank deposits	44.89	42.54
Total	47.51	68.15

15. EQUITY SHARE CAPITAL

Particulars	31-Mar-25	31-Mar-24
Authorised Share Capital:		
65,00,000 (PY 65,00,000) Equity Shares of ₹ 10/- each	650.00	650.00
Issued and subscribed capital:		
60,00,000 (PY 60,00,000) Equity Shares of ₹ 10/- each fully paid up	600.00	600.00
Total	600.00	600.00

a) Reconciliation of number of equity share outstanding at the beginning and at the end of the period

Particulars	Number of shares
Fully paid equity shares	
Balance at 1st April, 2023	60,00,000
Increase/(Decrease) during the period	-
Balance at 31st March, 2024	60,00,000
Increase/(Decrease) during the period	-
Balance at 31st March, 2025	60,00,000

b) Terms/rights attached to equity shares

The Company has a single class of equity shares having a par value of ₹ 10 per share. Each shareholder of equity share is entitled to one vote per share. The Company declares and pays dividend in Indian rupees.

In the event of liquidation of the Company, the holders of equity shares will be entitled to receive the remaining assets of the Company in proportion to the number of equity shares held by each shareholder, after settlement of all preferential obligations.

c) Details of shareholders holding more than 5% equity shares in the Company

Particulars	As at 31 st March, 2025		As at 31 st March, 2024	
	No. of shares held	% of holding	No. of shares held	% of holding
Fully paid equity shares				
Mikusu India Private Limited	29,08,719	48.48%	29,08,719	48.48%

d) Details of Promoters shareholders holding in equity shares of the Company

For the year ended March 31, 2025

Promoter Name	No. of Shares	% of total shares	% Change during the year
Promoters Group			
Mikusu India Private Limited	29,08,719	48.48%	0.00%
Sams Industries Private Limited	2,30,000	3.83%	3.83%
Nithyanand K Shetty	10,000	0.17%	0.17%
Raghuram Kanayan Shetty	10,000	0.17%	0.17%
	31,58,719	52.65%	4.17%

For the year ended March 31, 2024

Promoter Name	No. of Shares	% of total shares	% Change during the year
Promoters Group			
Mikusu India Private Limited	29,08,719	48.48%	48.48%
Surbhi Kishore Tanna	250	0.00%	0.00%
Amit Jayant Patel	-10,72,965	-17.88%	-17.88%
Caffil Private Ltd	-5,03,300.0	-8.39%	-8.39%
Aditya Amit Patel	-1,04,499.0	-1.74%	-1.74%

For the year ended March 31, 2024 (Contd.)

Promoter Name	No. of Shares	%of total shares	% Change during the year
Nitin Prabhudas Bhagat	-50,000.0	-0.83%	-0.83%
Aruna Vinodchandra Merchant	-46,645.0	-0.78%	-0.78%
Amit jayant Patel (HUF)	-45,310.0	-0.76%	-0.76%
Mita Bhagat	-25,000.0	-0.42%	-0.42%
Dhwani Aditya Patel	-15,800.0	-0.26%	-0.26%
Aditya Amit Patel (HUF)	-7,500.0	-0.13%	-0.13%

16. OTHER EQUITY

Particulars	31-Mar-25	31-Mar-24
Securities Premium	34.49	34.49
General Reserve	202.00	202.00
Retained Earnings (Including Other Comprehensive Income)	48.74	217.23
	285.23	453.72

- a) The securities premium is used to record the premium on issue of equity shares. The reserve is utilised in accordance with the provision of the Companies Act, 2013.
- b) The General Reserve is used from time to time to transfer profits from related earnings for appropriation purpose. As the General Reserve is created by a transfer from one component of equity to another and not an item of other comprehensive income, items included in the general reserve is not reclassified subsequently to the statement of Profit and Loss.
- c) The retained earnings comprise of surplus which is used from time to time to transfer profits by appropriations. Retained earnings is free reserve of the Company and is used for the purpose like issuing bonus shares, buy back of shares and other purposes (like declaring dividend etc.) as per the approval of the Board of Directors. It includes the remeasurements of defined benefit plan as per actuarial valuations which will not be re-classified to statement of profit and loss in subsequent periods.

17 (I) TRADE PAYABLES

Particulars	31-Mar-25	31-Mar-24
Total outstanding dues of micro enterprises and small enterprises	34.63	-
Total outstanding dues of creditors other than micro enterprises and small enterprises	287.98	4.38
Total outstanding dues of creditors other than micro enterprises and small enterprises - Related Parties	148.58	-
	471.19	4.38

Details of Related Parties:

Particulars	31-Mar-25	31-Mar-24
Heranba Industries Limited	69.48	-
Heranba Organics Private Limited	79.09	-
	148.58	-

The trade payable ageing schedule (based on Bill date) for the year ended on 31st March, 2025 as follows:

Range of O/s period	MSME		Others	
	Undisputed	Disputed	Undisputed	Disputed
Unbilled	-	-	11.74	-
Not Due	-	-	-	-
Less than 1 year	34.63	-	424.82	-
1-2 years	-	-	-	-
2-3 year	-	-	-	-
> 3 years	-	-	-	-
Total	34.63	-	436.56	-

The trade payable ageing schedule (based on Bill date) for the year ended on 31st March, 2024 as follows:

Range of O/s period	MSME		Others	
	Undisputed	Disputed	Undisputed	Disputed
Unbilled	-	-	4.11	-
Not Due	-	-	-	-
Less than 1 year	-	-	-	-
1-2 years	-	-	0.27	-
2-3 year	-	-	-	-
> 3 years	-	-	-	-
Total	-	-	4.38	-

The MSME Parties have been determined to the extent such parties have been identified on the basis of information available with the Company. This is relied upon by the auditors.

Details of dues to micro and small enterprises as defined under MSMED Act, 2006

Particulars	31-Mar-25	31-Mar-24
Principal amount due	34.63	-
Interest due on above	0.10	-
the amounts of the payment made to the supplier beyond the appointed day during each accounting year	-	-
Amount of interest paid in terms of Sec 16 of the Micro, Small and Medium Enterprises Development Act, 2006	-	-
Amount of interest due and payable for the period of delay	0.10	-
Amount of interest accrued and remaining unpaid as at year end	0.10	-
Amount of further interest remaining due and payable in the succeeding year	-	-

18. OTHER FINANCIAL LIABILITIES

Particulars	31-Mar-25	31-Mar-24
Interest accrued payable on MSME	0.12	-
Employee Benefits Payable	12.42	85.14
Unpaid Dividend*	2.62	6.11
Total	15.16	91.26

* During the year the Company has transferred amount of ₹ 3.49 Lakhs to Investor Education & Protection fund.

19. OTHER CURRENT LIABILITIES

Particulars	31-Mar-25	31-Mar-24
Current		
Statutory liabilities	2.68	11.45
Total	2.68	11.45

20. PROVISION

Particulars	31-Mar-25	31-Mar-24
Non Current		
Provision for Gratuity	52.79	-
Provision for Leave encashment	6.33	-
	59.12	-
Current		
Provision for Gratuity	6.63	5.38
Provision for Leave encashment	1.28	12.09
	7.91	17.47

Disclosure in accordance with Ind AS – 19 “Employee Benefits”, of the Companies (Indian Accounting Standards) Rules, 2015.

The Company has carried out the actuarial valuation of Gratuity and Leave Encashment liability under actuarial principle, in accordance with Ind AS 19 - Employee Benefits.

Gratuity is a defined benefit plan under which employees who have completed five years or more of service are entitled to gratuity on departure from employment at an amount equivalent to 15 days salary (based on last drawn salary) for each completed year of service restricted to ₹ 20.00 Lakhs. The Company's gratuity liability is partly funded.

i) The amount recognised in the balance sheet and the movements in the net defined benefit obligation of Gratuity over the year is as follow:

Particulars	As on March 31, 2025
(a) Reconciliation of opening and closing balances of Defined benefit Obligation	
Defined Benefit obligation at the beginning of the year	74.98
Interest Cost	5.25
Current Service Cost	3.29
Benefits paid by the Fund	(13.34)
Actuarial (Gains)/Losses on Obligations - Due to Experience Adjustment	6.10
Defined Benefit obligation at the year end	76.28
(b) Reconciliation of opening and closing balances of fair value of plan assets	
Fair Value of plan assets at the beginning of the year	69.60
Interest Income	4.87
Employer Contribution	(40.85)
Benefits Paid From the Fund	(13.34)
Return on Plan Assets, Excluding Interest Income	(3.42)
Fair Value of Plan Assets at the year end	16.86
(c) Actual Return on Plan Assets	
Interest Income	4.87
Return on Plan Assets, Excluding Interest Income	(3.42)
Actual Return on Plan Assets	1.45

i) The amount recognised in the balance sheet and the movements in the net defined benefit obligation of Gratuity over the year is as follow: (Contd.)

Particulars	As on March 31, 2025
(d) Reconciliation of fair value of assets and obligations	
Fair Value of Plan Assets	16.86
Present value of Defined Benefit obligation	76.28
Liability recognized in Balance Sheet	59.42
(e) Expenses recognized during the year (Under the head " Employees Benefit Expenses)	
Current Service Cost	3.29
Interest Cost	0.38
Net Cost	3.67
(f) Actuarial (Gain)/Loss - Other Comprehensive Income	9.52

(ii) Actuarial Assumptions

Particulars	As on March 31, 2025
Expected return on Plan Assets	6.72%
Discount rate (per annum)	6.72%
Rate of escalation in salary (per annum)	8%
Attrition rate	For Service 4 years and below: 10.00% p.a. and For Service 5 years and above: 2.00% p.a.
Mortality Rate During Employment	Indian Assured Lives Mortality (2012-14) Ultimate

(iii) Maturity Analysis of the Benefit Payments: From the Employer

Particulars	As on March 31, 2025
Projected Benefits Payable in Future Years From the Date of Reporting	
1 st Following Year	8.01
2 nd Following Year	1.64
3 rd Following Year	1.75
4 th Following Year	4.49
5 th Following Year	1.94
6 th to 10 th Following Year	51.45
for Years 11 & above	65.98

The estimates of rate of escalation in salary considered in actuarial valuation, take into account inflation, seniority, promotion and other relevant factors including supply and demand in the employment market. The above information is certified by the actuary.

There is no minimum funding requirement for a gratuity plan in India and there is no compulsion on the part of the Company fully or partially pre-fund the liabilities under the plan.

iv) Sensitivity analysis

A quantitative Sensitivity analysis for significant assumption

Particulars	Discount Rate	Salary Growth Rate	Attrition Rate
Changes in Assumption			
March 31, 2025	1%	1%	1%
Increase in assumption			
March 31, 2025	(5.50)	6.00	(0.42)
Decrease in assumption			
March 31, 2025	6.13	(5.48)	0.45

Gratuity is a defined benefit plan and Company is exposed to the Following Risks:

- 1. Salary Risk:** The present value of the defined benefit plan liability is calculated by reference to the future salaries of members. As such, an increase in the salary of the members more than assumed level will increase the plan's liability.
- 2. Interest rate risk:** A fall in the discount rate which is linked to the G.Sec. Rate will increase the present value of the liability requiring higher provision. A fall in the discount rate generally increases the mark to market value of the assets depending on the duration of asset.
- 3. Investment Risk:** The present value of the defined benefit plan liability is calculated using a discount rate which is determined by reference to market yields at the end of the reporting period on government bonds.
- 4. Asset Liability Matching Risk:** The plan faces the ALM risk as to the matching cash flow. Since the plan is invested in lines of Rule 101 of Income Tax Rules, 1962, this generally reduces ALM risk.
- 5. Mortality risk:** Since the benefits under the plan is not payable for life time and payable till retirement age only, plan does not have any longevity risk.
- 6. Concentration Risk:** Plan is having a concentration risk as all the assets are invested with the insurance Company and a default will wipe out all the assets. Although probability of this is very less as insurance companies have to follow regulatory guidelines.

21. REVENUE FROM OPERATIONS

Particulars	31-Mar-25	31-Mar-24
Sale of Goods	749.75	-
	749.75	-

I. Disclosure in accordance with Ind AS - 115 "Revenue Recognition Disclosures", of the Companies (Indian Accounting Standards) Rules, 2015

a) Revenue disaggregation based on Service Type and by Geographical Region:

i) Revenue disaggregation by type of Service is as follows:

Major Service Type	Year ended 31 st Mar 2025	Year ended 31 st Mar 2024
Sale of Agrochemicals	749.75	-
	749.75	-

ii) Revenue disaggregation by geographical region is as follows:

Geographical Region	Year ended 31 st Mar 2025	Year ended 31 st Mar 2024
India	746.98	-
Outside India	2.77	-
Total revenue from operations	749.75	-
Timing of revenue recognition		
At a point in time	749.75	-
Total revenue from operations	749.75	-

(b) Contract Balances

Particulars	Year ended 31 st Mar 2025	Year ended 31 st Mar 2024
Balances at the beginning of the year	-	-
Revenue recognised that is included at the beginning of the period	-	-
Advances received which have remained outstanding at the end of the year	-	-
	-	-

(c) Significant adjustments between the contracted price and revenue recognized in the Statement of profit and loss account:

Particulars	Year ended 31 st Mar 2025	Year ended 31 st Mar 2024
Reconciliation of revenue from operations with Contract Price		
Contract Price	749.75	-
Less:		
Discounts	-	-
Total Revenue from operations	749.75	-

22. OTHER INCOME

Particulars	31-Mar-25	31-Mar-24
Interest Income	26.23	60.80
Profit On Sale Of Assets	20.53	10.31
Sundry Balances Written Back	0.00	0.00
Export Incentives	0.09	-
	46.85	71.11

23. COST OF MATERIALS CONSUMED

Particulars	31-Mar-25	31-Mar-24
Raw Material/Packing Material		
Opening Stock	93.29	93.29
Add: Purchases (Net of Discount)	715.78	-
Less: Closing stock	211.20	93.29
Total	597.87	-

24. CHANGES IN INVENTORIES OF FINISHED GOODS, WORK-IN-PROGRESS AND STOCK IN TRADE

Particulars	31-Mar-25	31-Mar-24
Inventory adjutment - WIP		
Opening Stock of Work In Progress	49.60	49.60
Closing Stock of Work In Progress	143.01	49.60
	(93.41)	-
Inventory adjutment - Finished Goods		
Opening Stock of Finished Goods	4.48	4.48
Closing Stock of Finished Goods	5.27	4.48
	(0.79)	-
Inventory adjutment - Stock-in-Trade		
Opening Stock of Stock-in-Trade	0.34	0.34
Closing Stock of Stock-in-Trade	0.34	0.34
Total	(94.20)	-

25. EMPLOYEE BENEFIT EXPENSES

Particulars	31-Mar-25	31-Mar-24
Salaries, wages and bonus, etc.	100.62	133.22
Contribution to provident and other funds	11.12	28.61
Staff welfare expense	2.64	0.89
Total	114.38	162.72

26. FINANCE COSTS

Particulars	31-Mar-25	31-Mar-24
Interest on Delayed Payments to MSME	0.10	-
Total	0.10	-

27. DEPRECIATION AND AMORTIZATION

Particulars	31-Mar-25	31-Mar-24
Depreciation	27.08	35.19
	27.08	35.19

28. OTHER EXPENSES

Particulars	31-Mar-25	31-Mar-24
Consumption of Stores and Spares	10.98	-
Consumption of Packing Material	6.19	-
Rates & taxes	3.17	2.75
Power and Fuel	52.89	17.70
Freight	1.83	-
Repairs & Maintinance Building	5.47	-
Repairs & Maintinance Plant & Machinery	123.89	-
Repairs & Maintinance Others	12.76	0.59

28. OTHER EXPENSES (Contd.)

Particulars	31-Mar-25	31-Mar-24
Insurance premium	1.96	2.00
Audit Fees	2.73	2.70
Travelling & Conveyance Expenses	2.34	0.55
Legal & Professional Charges	12.38	8.92
Membership and Filing Fees	5.56	4.31
Exchange Difference	0.24	-
Office Expenses	0.03	-
Factory Expenses	17.06	0.82
Security Expense	11.19	9.62
Sales Promotion Expenses	0.87	1.48
C&F Charges	0.38	-
Sitting Fees	2.35	1.68
Labour Expenses	19.89	-
Impairment of capital work In progress	4.61	-
Bank charges	0.65	0.47
Other Expenses	12.22	8.90
Total	311.64	62.48
a. Audit Fees		
- Statutory Audit fees including Limited Review	2.70	2.70
- Certificates	0.03	-
Total	2.73	2.70

29. TAX EXPENSE

Particulars	31-Mar-25	31-Mar-24
Current Tax		
Tax for the year	-	-
Deferred Tax Expenses	(1.31)	0.94
Income Tax expense	(1.31)	0.94

Particulars	31-Mar-25	31-Mar-24
Accounting profit before income tax	-160.29	-189.28
Enacted tax rates in India (%)	27.82%	27.82%
Computed expected tax expenses	(44.59)	(52.66)
Tax effects of amounts that are not deductible (taxable) in calculating taxable income:		
Net changes on account of disallowances	10.84	-
Net changes on account of Allowances	(12.89)	-
Capital Gain	3.17	-
Losses to be carried forward	43.47	52.66
Income tax expenses	-	-

Deferred tax assets/(liabilities) in relation to:	Opening Balance	Recognised in profit or loss	Recognised in Other Comprehensive Income	Closing Balance
As at March 31, 2025				
Provision for non moving inventories	10.13	(10.13)	-	-
Provision for Employee benefit	5.38	(1.34)	-	4.04
Property, plant and equipment	(13.12)	11.89	-	(1.23)
Others	-	0.89	-	0.89
	2.39	1.31	-	3.70
As at March 31, 2024				
Provision for non moving inventories	10.13	-	-	10.13
Provision for Employee benefit	2.85	2.53	-	5.38
Property, plant and equipment	(9.65)	(3.47)	-	(13.12)
Total	3.33	(0.94)	-	2.39

30. EARNINGS PER SHARE

Particulars	31-Mar-25	31-Mar-24
Profit/(Loss) for the period (₹ in Lakh)	(158.98)	(190.20)
Outstanding equity shares at period end	60,00,000	60,00,000
Weighted average Number of Shares outstanding during the period – Basic	60,00,000	60,00,000
Weighted average Number of Shares outstanding during the period - Diluted	60,00,000	60,00,000
Earnings per Share - Basic (₹ Per Share)	(2.65)	(3.17)
Earnings per Share - Diluted (₹ Per Share)	(2.65)	(3.17)

31. CONTINGENT LIABILITY AND CAPITAL COMMITMENTS

Contingent Liability

Particulars	31-Mar-25	31-Mar-24
Outstanding Bank Guarantee (B.G. of ₹ 18.50 Lacs is Expired for more than year)	38.50	38.50
GST Demand in Appeal\$	84.75	-
Disputed demand with MPCB/NGT case pending at Supreme Court*	18.00	18.00
Disputed demand with MPCB/NGT case pending at Supreme Court*	8.67	8.67

* (30% Deposit placed with Supreme Court against cases pending).

\$ (₹ 3.66 Lakhs paid as pre- deposit).

Capital Commitment

Particulars	31-Mar-25	31-Mar-24
Estimated amount of contracts remaining to be executed in Capital Account and not provided for	3.20	-
Total	3.20	-

32. In the opinion of the Board of Directors, all assets other than Property, Plant & Equipment and non-current investments have a value on realization in the ordinary course of business at least equal to the amount at which they are stated in the Balance Sheet.

33. DISCLOSURE IN ACCORDANCE WITH IND AS – 108 “OPERATING SEGMENTS”, OF THE COMPANIES (INDIAN ACCOUNTING STANDARDS) RULES, 2015.

Ind AS 108 establishes standards for the way that business enterprises report information about operating segments and related disclosures about products and services, geographic areas, and major customers. As the Company is engaged in providing similar nature of products, production process, customer types etc., the Company has a single operating segment of "Agro chemicals", there are no differing risks and returns attributable to the Company's services to its customers.

The Company has sold 95% of its total sales to a single customer.

34. RELATED PARTY TRANSACTIONS

Disclosure in accordance with Ind AS - 24 "Related Party Disclosures", of the Companies (Indian Accounting Standards) Rules, 2015.

Details are given in Statement -1.

35. FINANCIAL INSTRUMENTS

The carrying value and fair value of financial instruments by categories as at March 31, 2025 and March 31, 2024 is as follows:

Particulars	As at 31 st March, 2025		As at 31 st March, 2024	
	Carring Value	Fair Value	Carring Value	Fair Value
a) Financial Assets at Fair Value Through Profit and Loss				
Investments	18.72	18.72	18.72	18.72
b) Financial Assets at amortised cost				
Loans	-	-	0.41	0.41
Trade Receivable	606.00	606.00	-	-
Cash and cash equivalents	66.01	66.01	751.91	751.91
Other Bank Balance	47.51	47.51	68.15	68.15
Other Financial Assets	8.21	8.21	3.27	3.27
Total	746.45	746.45	842.46	842.46
c) Financial Liabilities at amortised cost				
Trade payables	471.19	471.19	4.38	4.38
Other Financial Liabilities	15.16	15.16	91.26	91.26
Total	486.35	486.35	95.64	95.64

The management assessed that fair value of cash and short-term deposits, trade receivables, trade payables, and other current financial assets and liabilities at amortised cost approximate their carrying amounts largely due to the short-term maturities of these instruments.

36. FAIR VALUE HIERARCHY

This section explains the judgments and estimates made in determining the fair values of the financial instruments that are (a) recognised and measured at fair value and (b) measured at amortised cost and for which fair values are disclosed in the financial statements. To provide an indication about the reliability of the inputs used in determining fair value, the Company has classified its financial instruments into the three levels prescribed under the accounting

standard. An explanation of each level follows underneath the table.

Level 1: Quoted prices (unadjusted) in active markets for identical assets or liabilities.

Level 2: Inputs other than quoted prices included within 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 assets or liabilities that are not based on observable market data (unobservable inputs).

The following table presents the fair value measurement hierarchy of financial assets and liabilities measured at fair value on recurring basis as at March 31, 2025 and March 31, 2024.

Particulars	Fair Value measurement using			
	Date of Valuation	Quoted prices in active markets (Level 1)	Significant observable inputs (Level 2)	Significant unobservable inputs (Level 3)
Financial Assets measured at fair value:				
Investments	31-Mar-25	-	-	18.72
Investments	31-Mar-24	-	-	18.72
Financial Liabilities measured at fair value:				
	31-Mar-25	-	-	-
	31-Mar-24	-	-	-

37. FINANCIAL RISK MANAGEMENT

Risk management framework:

The Company's activities expose it to a variety of financial risks: market risk, credit risk and liquidity risk. The Company's senior management oversees management of these risks. The Company's focus is to foresee the unpredictability of financial markets and seek to minimize potential adverse effects on its financial performance.

i) Market Risk

a. Foreign currency risk

Currency risk is the risk that the value of a financial instrument will fluctuate due to changes in foreign exchange rates. The Company is not exposed to currency risk as at March 31, 2025.

b. Interest rate risk

The Company is not exposed to Interest risk as at March 31, 2025.

ii) Credit risk

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from

the Company's receivables from customers. Credit risk is managed through credit approvals, establishing credit limits and continuously monitoring the creditworthiness of customers to which the Company grants credit terms in the normal course of business.

Trade and Other Receivables:

The Company measures the expected credit loss of trade receivables based on historical trend, industry practices and the business environment in which the entity operates. Based on the historical data of defaults and financial position of parties, chances of credit losses are minimal.

iii) Liquidity risk

Liquidity risk is the risk that the Company will encounter difficulty in raising funds to meet commitments associated with financial instruments. Liquidity risk management implies maintaining sufficient cash and marketable securities and the availability of funding through committed credit facilities to meet the obligations when due.

Management monitors rolling forecasts of the Company's liquidity position and cash and cash equivalents on the basis of expected cash flows. The Company manages its liquidity risk by preparing month on month cash flow projections to monitor liquidity requirements.

The Working Capital Position of the Company is given below:

Particulars	31-Mar-25	31-Mar-24
Inventory	324.79	-
Trade receivables	606.00	-
Cash and Bank Balance	113.52	820.06
Other Financial Assets	2.33	3.27
Other Current Assets	101.76	25.04
Total	1,148.40	848.37

The Working Capital Position of the Company is given below: (Contd.)

Particulars	31-Mar-25	31-Mar-24
Less:		
Trade payables	471.19	4.38
Other Financial Liabilities	15.16	91.26
Other Current liabilities	2.68	11.45
Provision	7.91	17.47
	496.96	124.56
Net Working Capital	651.44	723.81

The table below summarises the maturity profile of the Company's financial liabilities based on contractual undiscounted payments.

Particulars	Less than 1 year	2-5 years	More than 5 years	Total
As at 31st March 2025				
Trade Payable	471.19	-	-	471.19
Other Financial Liabilities	15.16	-	-	15.16
Total	486.35	-	-	486.35
As at 31st March 2024				
Trade Payable	4.38	-	-	4.38
Other Financial Liabilities	91.26	-	-	91.26
Total	95.64	-	-	95.64

38. CAPITAL MANAGEMENT

Capital includes equity attributable to the equity holders to ensure that it maintains an efficient capital structure and healthy capital ratios in order to support its business and maximize shareholder value. The Company manages its capital structure and makes adjustments to it, in light of changes in economic conditions or its business requirements. To maintain or adjust the capital structure, the Company may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares.

Since there are no Borrowings as at March 31, 2025, the Net Debt to Capital (Gearing Ratio) is NIL.

39. RELATIONSHIP WITH STRUCK OFF COMPANIES

The information about transaction with struck off Companies (defined under Section 248 of the Companies Act, 2013 or Section 560 of Companies Act, 1956) has been determined to the extent such parties have been identified on the basis of the information available with the Company and the same is relied upon by the auditors.

40. ANALYTICAL RATIOS

Analytical Ratios as per requirements of Schedule III are given in Statement 2.

41. AUDIT TRAIL

The Ministry of Corporate Affairs (MCA) by the Companies (Accounts) Amendment Rules 2021 and vide notification dated 24 March 2021 has issued the "Companies (Audit and Auditors) Amendment Rules, 2021 has prescribed a new requirement for companies under the proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 inserted requiring companies, 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.

As required under above rules, the Company uses, Tally Prime which has an audit Trail feature w.e.f July 23, 2024. The previous version of the accounting software did not have the feature of audit trail. Further, for the periods that the audit trail was enabled (with effect from July 23, 2024) and operated as aforesaid, the same has been maintained without any tampering and preserved by the Company in compliance with the applicable statutory requirements for record retention.

42. The balance sheet, statement of profit and loss, cash flow statement, statement of changes in equity, statement of material accounting policy information and the other explanatory notes forms an integral part of the financial statements of the Company for the year ended March 31, 2025.

43. Previous year's figures have been regrouped, wherever necessary, to confirm to current year's classification.

As per our report of even date attached

For Natvarlal Vepari & Co LLP

(Formerly known as Natvarlal Vepari & Co.)

Chartered Accountants

Firm Registration No. 106971W/W101085

N Jayendran

Partner

Membership No. 040441

For & on behalf of the Board of Directors

Daikaffil Chemicals India Limited

R.K Shetty

Managing Director

DIN: 00038703

S. K. Shetty

Chairman

DIN: 00038681

Place: Mumbai

Date: May 21, 2025

Raunak R Shetty

Chief Financial Officer

Jay C Patel

Company Secretary

STATEMENT 1 - RELATED PARTY TRANSACTIONS

A. Relationship		
a	Mikusu India Private Limited	Entity where control exist
b	Heranba Industries Limited	Holding Company of Mikusu India Private Limited
B		
a	M/s Amichem	Enterprise over which KMP is having Significant Influence till 12/04/2024
b	Heranba Organics Private Limited	Fellow Subsidiary of entity where control exist
C Key Management Personnel and their Relatives		
a	Mr. Amit Patel	Director till 12/04/2024
b	Mr. Aditya Patel	Director till 27/03/2024
c	Mr. Sudhir Patel	Independent Director till 07/11/2023
d	Mrs. Maithili Siswawala	Independent Director till 27/11/2023
e	Mr. Sunil Merchant	Independent Director till 27/03/2024
f	Mr. Sadashiv K. Shetty	Director with effect from 26/03/2024
g	Mr. Raghuram K. Shetty	Director with effect from 26/03/2024
h	Mr. Omprakash Singh	Director with effect from 26/03/2024
i	Mr. Bhagavati K Donga	Director with effect from 26/03/2024

D. The following are the transactions with related parties

Related party transactions

Sr. No.	Nature of transaction	Entity where control exist		Fellow Subsidiary of entity where control exist		Key Management Personnel and their Relatives		Total	
		31 st March 2025	31 st March 2024	31 st March 2025	31 st March 2024	31 st March 2025	31 st March 2024	31 st March 2025	31 st March 2024
1	Service charges for use of premises	-	-	-	-	-	1.60	-	1.60
	M/s Amichem	-	-	-	-	-	1.60	-	1.60
2	Remuneration Paid	-	-	-	-	-	4.62	-	4.62
	Mr. Aditya Patel	-	-	-	-	-	4.62	-	4.62
3	Sitting fees paid to directors	-	-	-	-	2.36	1.68	2.36	1.68
	Mr. Sudhir Patel	-	-	-	-	-	0.55	-	0.55
	Mr. Sunil Merchant	-	-	-	-	-	0.55	-	0.55
	Mrs. Maithili Siswawala	-	-	-	-	-	0.28	-	0.28
	Mr. Amit Patel	-	-	-	-	-	0.30	-	0.30
	Mr. Omprakash Singh	-	-	-	-	1.18	-	1.18	-
	Mr. Bhagavati K Donga	-	-	-	-	1.18	-	1.18	-
4	Purchase of Goods	58.94	-	67.04	-	-	-	125.98	-
	Heranba Organics Private Limited	-	-	67.04	-	-	-	67.04	-
	Heranba Industries Limited	58.94	-	-	-	-	-	58.94	-
5	Expenses incurred on our behalf	93.62	-	-	-	-	-	93.62	-
	Mikusu India Private Limited	93.62	-	-	-	-	-	93.62	-
6	Sale of Goods	716.69	-	-	-	-	-	716.69	-
	Heranba Industries Limited	3.01	-	-	-	-	-	3.01	-
	Mikusu India Private Limited	713.68	-	-	-	-	-	713.68	-
7	Purchase of Fixed Assets	1.06	-	-	-	3.68	-	4.74	-
	Heranba Industries Limited	1.06	-	-	-	-	-	1.06	-
	Heranba Organics Private Limited	-	-	-	-	3.68	-	3.68	-
8	Sale of Fixed Assets	0.88	-	-	-	-	-	0.88	-
	Heranba Industries Limited	0.88	-	-	-	-	-	0.88	-

D. The following are the transactions with related parties (Contd.)**Related party transactions**

Sr. No.	Nature of transaction	Entity where control exist		Fellow Subsidiary of entity where control exist		Key Management Personnel and their Relatives		Total	
		31 st March 2025	31 st March 2024	31 st March 2025	31 st March 2024	31 st March 2025	31 st March 2024	31 st March 2025	31 st March 2024
9	Outstanding as at Balance Sheet Date	643.48	-	-	-	79.09	-	722.57	-
	Heranba Industries Limited	64.89	-	-	-	-	-	64.89	-
	Mikusu India Private Limited	578.59	-	-	-	-	-	578.59	-
	Heranba Organics Private Limited	-	-	-	-	79.09	-	79.09	-

Terms and conditions

All transactions with these related parties are priced on an arm's length basis. None of the balance is secured.

STATEMENT 2 - ANALYTICAL RATIOS

Sr. No.	Ratio	Numerator/ Denominator	Ratio (2024-25)	Ratio (2023-24)	% of Variation	Reason for variance
1	Current ratio	<u>Current Asset</u> Current Liabilities	2.31	7.75	70.18%	Current Ratio is improved due to settlement of trade payables and other current liabilities.
2	Debt-Equity ratio	<u>Total Debts</u> Shareholders Equity	-	-	NA	
3	Debt Service Coverage ratio	<u>Earnings available for debt service</u> Debt Service	-	-	NA	
4	Return on Equity ratio (ROE)	<u>Net Profits after taxes – Preference Dividend</u> Average Shareholder's Equity	16.40%	16.56%	0.96%	
5	Inventory Turnover Ratio	<u>Cost of goods sold OR sales</u> Average Inventory	2.28	-	0.00%	There are no corresponding comparables for the previous year, hence variance is not computed.
6	Trade Receivables turnover ratio	<u>Net Credit Sales</u> Average Accounts Receivable	2.47	-	0.00%	There are no corresponding comparables for the previous year, hence variance is not computed.
7	Trade payables turnover ratio	<u>Expenses excluding Depreciation and Employee benefit expense</u> Average Trade Payables	3.43	-	0.00%	There are no corresponding comparables for the previous year, hence variance is not computed.
8	Net capital turnover ratio	<u>"Net Sales</u> <u>Average working capital"</u>	1.01	-	0.00%	There are no corresponding comparables for the previous year, hence variance is not computed.
9	Net profit ratio	<u>Net Profit after Tax</u> Net Sales	-21.20%	-	0.00%	There are no corresponding comparables for the previous year, hence variance is not computed.
10	Return on Capital employed (ROCE)	<u>Earning before interest and taxes</u> Capital Employed	-18.10%	-17.96%	-0.74%	
11	Return on Investment (ROI)	$\frac{\{MV(T1) - MV(T0) - \text{Sum } [C(t)]\}}{\{MV(T0) + \text{Sum } [W(t) * C(t)]\}}$	NA	NA	NA	



DAIKAFFIL CHEMICALS INDIA LIMITED



2nd Floor, A Wing, Fortune Avirahi, Jain Derasar Lane, Borivali (West), Mumbai - 400092.



+91-22-2898 7912/5070 5050



cs@daikaffil.com