

July 31, 2026

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

Dear Sir/ Madam,

Sub: Notice of 66th Annual General Meeting and Annual Report for Financial Year 2025-26
Ref: Dai-ichi Karkaria Limited (Scrip code – 526821)

Pursuant to Regulation 30 and 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed Notice of 66th Annual General Meeting (AGM), which is to be held on **Thursday, August 27, 2026, at 11:30 a.m. (IST) through Video Conferencing / Other Audio Visual Means ("VC/ OAVM") facility** and Annual Report for Financial Year 2025-26.

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

Further, in terms of Regulation 36(1)(b) of the SEBI Listing Regulations, a letter providing a web-link and the exact path where complete details of the Annual Report for Financial Year 2025-26 and Notice of the 66th AGM can be accessed is being sent, to those shareholders who have not registered their email address with the Company/RTA of the Company / Depository Participant(s).

The Notice of 66th AGM along with the Annual Report for the Financial Year 2025-26 is also available on the website of the Company at <https://www.dai-ichiindia.com/wp-content/uploads/2026/07/Annual-Report-2025-26.pdf>.

This is for your information and records.

Thanking you,

For **Dai-ichi Karkaria Limited**

Ankit Shah
Company Secretary and Compliance Officer

Encl: As above

DAI-ICHI KARKARIA LIMITED

Registered Office: Liberty Building, 3rd & 4th Floor, Sir Vithaldas Thackersey Marg, Mumbai 400020, India. **T:** +91 22 69117130

Factory: Plot No. D-2/20, GIDC, Industrial Estate, Dahej-2, Taluka Vagra, Bharuch, Gujarat 392130, India. **T:** +91 261 6723500

Factory: Plot No. D-13, MIDC, Kurkumbh, Dist: Pune 413802, India. **T:** +91 2117 235261/62

CIN: L24100MH1960PLC011681 **E:** info@dai-ichiindia.com **W:** www.dai-ichiindia.com



DAI-KHI

Specialty Chemicals

66th ANNUAL REPORT

2025-2026

DAI-ICHI KARKARIA LIMITED

(CIN: L24100MH1960PLC011681)

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66th Annual General Meeting

Date & Time:

Thursday, August 27, 2026 at 11:30 a.m. (IST)
through Video Conferencing/ Other Audio Visual
Means ("VC/OAVM")

BOARD OF DIRECTORS:

Mrs. Shernaz Vakil	Chairperson & Whole-time Director
Ms. Meher Vakil Taff	Vice-Chairperson, Chief Executive Officer & Managing Director (Change in designation w.e.f 1.4.2026)
Mr. Adi Jehangir	Non-Executive Director
Mr. Ashok Hiremath	Independent Director
Mr. Behram Sorabji	Independent Director
Mr. Srinivasan Vishwanathan	Independent Director

Chief Financial Officer:

Mr. Farokh Gandhi

Company Secretary & Compliance Officer:

Mr. Ankit Shah

Bankers:

Axis Bank Limited

Statutory Auditors:

B S R & Co. LLP, Mumbai

Solicitors:

Bharucha & Partners

Registered Office:

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

Works:

1. D-2/20, GIDC - II, Dahej, Vagra,
District Bharuch, Gujarat - 392 130.
2. Kurkumbh Industrial Area, Plot No. D-13,
Village Kurkumbh, Tal. Daund, Dist. Pune 413 802.

Registrars and Transfer Agents:

MUFG Intime India Private Limited
C 101, 247 Park, L B S Marg,
Vikhroli West, Mumbai 400 083.
Tel: 022 - 4918 6000
Fax: 022 - 4918 6060
E-mail: Investor.helpdesk@in.mpms.mufg.com
Website: <https://in.mpms.mufg.com/>

From the Vice-Chairperson, Chief Executive Officer & Managing Director's Desk

Dear Shareholders,

Financial Year 2025-26 was a year of significant progress in strengthening the foundations of Dai-ichi Karkaria Limited for long term growth. Throughout the year, we remained focused on enhancing our manufacturing capabilities, expanding customer engagement, advancing product innovation, and building the organisational capabilities required to support the next phase of growth. The investments made across our operations, technology, and product portfolio continue to strengthen our competitive position and create new opportunities across both domestic and international markets.

A key milestone during the year was the expansion of our ethoxylation capacity through the addition of a new EO reactor at our Dahej facility. This strategic investment strengthens our manufacturing platform, enhances operational flexibility, and broadens our ability to serve a wider range of specialty chemical applications. The additional capacity supports our long-term growth objectives by enabling greater responsiveness to customer requirements while creating opportunities across existing and emerging markets. Alongside this investment, we continued to modernise production infrastructure and strengthen manufacturing systems to support future growth.

Operational excellence remained a key focus area across all manufacturing locations. Our teams delivered meaningful improvements in productivity, process efficiency, batch performance, and plant reliability. The Dahej facility achieved record production levels across several product categories during the year, supported by continuous improvements in throughput, cycle times, and operational discipline. These achievements reflect the dedication of our manufacturing teams and our ongoing commitment to building world class operating capabilities.

Innovation continues to be central to our growth strategy. During the year, our research and development teams advanced a number of products from development to commercialisation while progressing several customer specific projects through technical validation and approval stages. We continued to invest in application development and customer focused innovation to ensure our product portfolio remains aligned with evolving market requirements.

A significant development during the year was the commissioning of our dedicated Agrochemical Application Laboratory. This facility enhances our ability to collaborate more closely with customers, accelerate formulation development, support product evaluations, and reduce time-to-commercialisation. We believe this capability will play an important role in supporting future growth across the agrochemical segment and strengthening our position as a solutions oriented partner.

We also made encouraging progress across our key business segments. In Oilfield Chemicals, we continued to expand customer engagement, secure new product approvals, and strengthen our presence in domestic and international markets. Across Home & Personal Care, Paints & Coatings, Textile Auxiliaries, Agrochemicals, we expanded our customer base, commercialised new products, and deepened relationships with existing customers. Our focus remains on creating value through technical expertise, product performance, reliability, and responsive customer support.

Customer development remained a major priority throughout the year. New customer additions across multiple segments, combined with ongoing product approvals and technical evaluations, contributed to a growing pipeline of opportunities. We continued to work closely with customers to develop customised solutions that address specific application requirements while reinforcing long standing partnerships built on trust and performance.

Our commitment to sustainability, safety, and responsible operations remains unwavering. I am pleased to report that all our manufacturing locations recorded zero fatalities and zero lost time incidents during the year. We continued to strengthen our safety culture through proactive risk management, training programmes, audits, and employee engagement initiatives. At the same time, we remained focused on improving resource efficiency and environmental performance through continuous monitoring and operational improvements.

Good governance and financial discipline continue to guide our decision making. We remain committed to maintaining a strong balance sheet, prudent capital allocation, and a disciplined approach to investments. These principles provide the stability and flexibility necessary to pursue growth opportunities while maintaining a long term perspective. In line with this approach, the Board has recommended a dividend of ₹ 1.50 per equity share (15%) for the Financial Year 2025-26, reflecting our continued commitment to delivering value to our shareholders.

As we enter Financial Year 2026-27, we do so with expanded manufacturing capabilities, a broader innovation portfolio, deeper customer relationships, and a growing opportunity pipeline across multiple business segments. The investments undertaken over the past several years have strengthened our platform for growth and enhanced our ability to capture emerging opportunities in both domestic and export markets. We remain focused on disciplined execution, operational excellence, innovation, and creating sustainable long term value for all stakeholders.

On behalf of the Board, I would like to express my sincere appreciation to our employees for their dedication and commitment, our customers and business partners for their continued trust, and our shareholders for their unwavering support and confidence in the Company.

Regards,

Meher Taff

Vice-Chairperson, Chief Executive Officer & Managing Director



NOTICE

NOTICE is hereby given that the Sixty-Sixth Annual General Meeting of DAI-ICHI KARKARIA LIMITED (L24100MH1960PLC011681) will be held on **Thursday, August 27, 2026, at 11:30 A.M.** (IST) through Video Conferencing / Other Audio Visual Means (VC/ OAVM) facility, to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt:
 - a) the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2026, and the Reports of Board of Directors and Auditors thereon; and
 - b) the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2026, and the Report of the Auditors thereon.
2. To declare a dividend of ₹ 1.50 (15%) per equity share of face value of ₹ 10/- each for the Financial Year ended March 31, 2026.
3. To appoint a Director in place of Mrs. Shernaz Vakil (DIN: 00002519), who retires by rotation and being eligible, offers herself for re-appointment.

SPECIAL BUSINESS:

4. To ratify remuneration payable to M/s. Diwanji & Associates, Cost Accountants, (Firm Registration no. 100227) appointed as Cost Auditor of the Company for the Financial Year ending March 31, 2027, and in this regard to consider and if thought fit, to pass the following resolution as an **ORDINARY RESOLUTION**:

“RESOLVED THAT pursuant to the provisions of Section 148 and all other applicable provisions of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), remuneration payable to M/s. Diwanji & Associates, Cost Accountants, (Firm’s Registration No. 100227), who were appointed by the Board of Directors based on recommendation of Audit Committee, to conduct the audit of the cost records of the Company amounting to ₹ 1,50,000 (Rupees One Lakh Fifty Thousand Only) plus applicable taxes and reimbursement of actual out of pocket expenses incurred in connection with the Cost Audit of the Company for the Financial Year ending March 31, 2027, be and is hereby ratified.

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

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

“RESOLVED THAT pursuant to the provisions of Regulations 2(1)(zc), 23(4) and other applicable Regulations, if any, of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), as amended from time to time, the applicable provisions of the Companies Act, 2013 and rules made thereunder; other applicable laws / provisions, if any, the Company’s Policy on Related Party Transactions and in accordance with the recommendations and approval of the Audit Committee and the Board of Directors, consent of the shareholders of the Company be and is hereby accorded to the Company to enter/continue to enter into Material Related Party Transaction(s)/ Contract(s)/ Arrangement(s)/Agreement(s) (whether by way of an individual transaction or transaction taken together or series of transactions or otherwise) with ChampionX Dai-ichi India Private Limited (“CXDI”), a related party within the meaning of Section 2(76) of the Companies Act, 2013 and Regulation 2(1)(zb) of the Listing Regulations, as per the details set out in the explanatory statement annexed to this notice and as the Board may deem fit up to a maximum aggregate value of ₹ 60,00,00,000 (Rupees Sixty Crores only), from the conclusion of the forthcoming 66th Annual General Meeting upto the date of the conclusion of 67th Annual General Meeting for a period not exceeding fifteen months and shall be executed at an arm’s length basis and in the ordinary course of business.

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

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

6. To approve Material Related Party Transactions with Indian Oxides and Chemicals Private Limited ("IOCL") and in this regard to consider and if thought fit, to pass the following resolution as an **ORDINARY RESOLUTION**:

"RESOLVED THAT pursuant to the provisions of Regulations 2(1)(zc), 23(4) and other applicable Regulations, if any, of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), as amended from time to time, the applicable provisions of the Companies Act, 2013 and rules made thereunder, other applicable laws / provisions, if any, the Company's Policy on Related Party Transactions and in accordance with the recommendations and approval of the Audit Committee and the Board of Directors, consent of the shareholders of the Company be and is hereby accorded to the Company, to enter/continue to enter into Material Related Party Transaction(s)/ Contract(s)/ Arrangement(s)/Agreement(s) (whether by way of an individual transaction or transaction taken together or series of transactions or otherwise) with Indian Oxides and Chemicals Private Limited ("IOCL"), a related party of the Company within the meaning of Section 2(76) of the Companies Act, 2013 and Regulation 2(1)(zb) of the Listing Regulations, as per the details set out in the explanatory statement annexed to this notice and as the Board may deem fit up to a maximum aggregate value of ₹ 60,00,00,000 (Rupees Sixty Crores only), from the conclusion of the forthcoming 66th Annual General Meeting upto the date of the conclusion of 67th Annual General Meeting for a period not exceeding fifteen months and shall be executed at an arm's length basis and in the ordinary course of business.

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

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

Registered Office:

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

Place: Mumbai
Date : May 8, 2026

By Order of the Board
For Dai-ichi Karkaria Limited

Ankit Shah
Company Secretary & Compliance Officer
Membership No. A35008



NOTES:

1. In compliance with the Circular Nos. 14/2020, 17/2020 and 03/2025 dated April 8, 2020, April 13, 2020, and September 22, 2025 respectively, and all other relevant circulars, issued by the Ministry of Corporate Affairs ("MCA Circulars") that permitted convening the Annual General Meeting ("AGM") through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM"), without physical presence of the shareholders at a common venue and in accordance with the MCA Circulars and applicable provisions of the Companies Act, 2013 ("Act") read with Rules made thereunder and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), the 66th Annual General Meeting ("AGM") of the Company is being conducted on Thursday, August 27, 2026 at 11:30 A.M. (IST) through Video Conferencing (VC) / Other Audio Visual Means (OAVM) Facility, which does not require physical presence of shareholders at a common venue. The deemed venue for the 66th AGM shall be the Registered Office of the Company.
2. Pursuant to the provisions of the Act, a shareholders entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a shareholder of the Company. Since this AGM is being held pursuant to the MCA Circulars through VC / OAVM, physical attendance of shareholders has been dispensed with. Accordingly, the facility for appointment of proxies by the shareholders will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.
3. In pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the Corporate shareholders can attend the AGM through VC/OAVM and cast their votes through e-voting.
4. Since the AGM will be held through VC/OAVM Facility, the Route Map is not annexed to this Notice.
5. The attendance of the shareholders attending the AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.
6. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 and Regulation 36 of SEBI Listing Regulations in respect of business to be transacted with respect to the item of Special Business is annexed hereto.
7. In terms of Regulation 36(1)(b) of the Listing Regulations, a physical communication containing the web-link and the exact path where the Annual Report is available, is being sent to Shareholders who have not registered their e-mail address with the RTA of the Company / Depository Participant(s).
8. Central Depository Services (India) Limited ("CDSL") will be providing facility for voting through remote e-voting, participation in the 66th AGM through VC/OAVM Facility and e-voting during the 66th AGM.
9. The shareholders can join the AGM in the VC/OAVM mode 30 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the below Instructions. The facility of participation at the AGM through VC/OAVM will be made available to 1000 shareholders on first come first serve basis. This will not include large shareholders (shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Scrutinizer, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first serve basis.
10. In line with the said MCA and SEBI Circulars, the Notice of the 66th AGM along with the Annual Report for Financial Year 2025-26 is being sent only through electronic mode to those shareholders whose e-mail addresses are registered with the Company/Depository Participant(s)/ Registrars and Transfer Agents (RTA). The Notice convening the 66th AGM has been uploaded on the website of the Company at www.dai-ichiindia.com under 'Investors' section and may also be accessed on the website of BSE Limited at www.bseindia.com and on the website of CDSL at www.evotingindia.com.
11. As per Regulation 40(1) of Listing Regulations, as amended from time to time, transfer, transmission and transposition of securities held in physical or dematerialized form shall be effected only in dematerialized form.
12. The listed companies shall issue the securities in dematerialised form only, for processing any service requests from shareholders viz., issue of duplicate share certificates, endorsement, transmission, transposition etc. The shareholders are requested to make service requests by submitting a duly filled and signed Form ISR-4 the format of which is available on the website of the Company at <https://www.dai-ichiindia.com/investor/> and on the website of the Company's RTA at <https://web.in.mpms.mufg.com/KYC-downloads.html>. After necessary due-diligence by RTAs/listed companies, securities will be directly credited to the demat account of the shareholder.
13. Shareholders whose shareholding is in physical mode are requested to notify any change pertaining to their postal address, e-mail address, telephone/mobile numbers, bank mandate details, etc., to the Company/RTA in prescribed Form ISR-1 and other applicable forms. Shareholders whose shareholding is in electronic mode are requested to direct change of the aforesaid details to their respective Depository Participants. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Shareholders holding shares in electronic form are therefore requested to submit their PAN to the Depository Participants with whom they maintain their demat accounts. Shareholders holding shares in physical form should submit their PAN to MUFG Intime India Private Limited.

14. The Company has sent individual letters to all physical holders whose folios are not KYC compliant, requesting them to update their KYC details by submitting the Investor Service Request (ISR) Forms, viz. ISR-1, ISR-2, ISR-3/SH-13, as applicable, duly complete and signed by the registered holder(s) to the Company's RTA, MUFG Intime India Private Limited.
15. As per the provisions of Section 72 of the Act, the facility for making nomination is available for the shareholders in respect of the shares held by them. Shareholders may register their nomination by submitting Form No. SH-13. If a shareholder desires to cancel the earlier nomination and record a fresh nomination, he/she may submit the same in Form No. SH-14. Shareholders are requested to submit the said form to their Depository Participant in case the shares are held in electronic form and to the Registrar at Investor.helpdesk@in.mpms.mufg.com in case the shares are held in physical form, quoting their folio number.
16. (i) In pursuance to Regulation 42 of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, the Company has fixed Thursday, August 20, 2026, as the Record Date for determining the entitlement of shareholders to the dividend for the Financial Year ended March 31, 2026. The dividend recommended by the Board of Directors, if declared at the 66th AGM, will be payable within seven days of the AGM, subject to approval of the shareholders, to those shareholders whose names are registered as such in the Register of Members of the Company/ Beneficiary list provided by National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) as on Thursday, August 20, 2026 subject to deduction of tax at source where applicable.
- (ii) Payment of dividend through electronic means:
 - a) Pursuant to SEBI Master Circular No. SEBI/HO/MIRSD/POD-1/P/CIR/2024/37 dated May 7, 2024, read with SEBI Circular No. SEBI/HO/MIRSD/ POD-1/P/CIR/2024/81 dated June 10, 2024, SEBI has mandated all listed companies to maintain a record of PAN, Nomination, Contact details, Bank A/c details and Specimen signature of its shareholders holding physical securities. Further, with effect from April 1, 2024, shareholders holding physical securities shall be eligible for dividend payment only in electronic mode.

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

In view of the above, we request the shareholders holding shares in physical form to submit the required forms along with the supporting documents at the earliest to the RTA. The Company has sent letters to the shareholders holding shares in physical form in relation to the applicable SEBI Circular(s).
 - b) Shareholders holding shares in dematerialized form are hereby informed that bank particulars registered against their respective depository accounts will be used by the Company for payment of dividend. The Company/ RTA cannot act on any request received directly from the shareholders holding shares in dematerialized form for any change of bank particulars or bank mandates. Such changes are to be advised only to the Depository Participant(s) of the shareholders.
- (iii) Pursuant to the requirement of the Income Tax Act, 2025, dividend paid or distributed by the Company is taxable in the hands of the shareholders. Therefore, the Company is required to deduct the tax at source ("TDS") from dividend paid to the shareholders at the prescribed rates. For the prescribed rates for various categories, shareholders are requested to refer to the Income Tax Act, 2025 applicable to current financial year. The Shareholders are requested to update their Permanent Account Number (PAN) with the Company / MUFG Intime India Private Limited, Company's Registrar and Transfer Agent (in case of shares held in physical mode) and Depositories (in case of shares held in demat mode).

A separate e-mail is being sent at the registered e-mail id of the shareholders describing about the detailed process to submit/upload the documents/declarations along with the formats in respect of deduction of tax at source on the dividend payout. Sufficient time will be provided for submitting the documents/declarations by the shareholders who are desiring to claim beneficial tax treatment. The intimation will also be uploaded on the website of the Company <https://www.dai-ichiindia.com/investor/>.
- (iv) A Resident Individual Shareholder with PAN and who is not liable to pay income tax can submit a yearly declaration in Form No. 121, to avail the benefit of non-deduction of tax at source by updating the details on the following link provided by the Company's RTA namely <https://web.in.mpms.mufg.com/formsreg/submission-of-Form-121-41.html> latest by Wednesday, August 19, 2026. Shareholders are requested to note that in case their PAN is not registered, the tax will be deducted at a higher rate of 20%.



- (v) Non-resident Shareholders can avail beneficial rates under tax treaty between India and their country of residence, subject to providing necessary documents i.e. No Permanent Establishment and Beneficial Ownership Declaration, Tax Residency Certificate, Form 41 any other document which may be required to avail the tax treaty benefits by sending it on the link provided by the Company's RTA namely <https://web.in.mpms.mufig.com/formsreg/submission-of-Form-121-41.html> latest by Wednesday, August 19, 2026.
17. Details of shareholders whose shares are transferred to IEPF Suspense Account till date are uploaded on Company's website at <https://www.dai-ichiindia.com/investor/>. No claim shall lie against the Company in respect of the unclaimed dividend amount and Equity Shares transferred to the IEPF and IEPF Suspense Account, respectively, pursuant to the IEPF Rules. Shareholders can, however, claim both unclaimed dividend amount and Equity Shares from the IEPF Authority by making an online application in web Form IEPF-5, the details of which are available on www.iepf.gov.in.
18. SEBI vide its Circular dated July 31, 2023 has established a common Online Dispute Resolution Portal ("ODR Portal") for resolution of disputes arising in the Indian Securities Market.
- Pursuant to above-mentioned circular, post exhausting the option of directly resolving their grievances with the RTA/ Company and through existing SCORES platform, the investors can initiate dispute resolution through the ODR Portal (<https://smartodr.in/login>) and the same can also be accessed through the Company's website.
19. The Company's Registrar and Share Transfer Agent MUFG Intime India Private Limited has launched investor self-service portal named SWAYAM.
- 'SWAYAM' is a secure, user-friendly web-based application, developed by MUFG Intime India Private Limited, Company's Registrar and Share Transfer Agents, that empowers shareholders to effortlessly access various services. We request you to get registered and have first-hand experience of the portal.
- This application can be accessed at <https://swayam.in.mpms.mufig.com/>
- Effective Resolution of Service Request - Generate and Track Service Requests/Complaints through SWAYAM.
 - Features - A user-friendly GUI.
 - Track Corporate Actions like Dividend/Interest/Bonus/Split.
 - PAN-based Investments - Provides access to PAN linked accounts, Company wise holdings and security valuations.
 - Effortlessly raise request for Unpaid Amounts.
 - Self-service portal – for securities held in demat mode and physical securities, whose folios are KYC compliant.
 - Statements - View entire holdings and status of corporate benefits.
 - Two-factor authentication (2FA) at Login - Enhances security for investors.
20. The Registers and the relevant documents referred to in this Notice will be available, electronically, for inspection by the shareholders on all working days, from the date of circulation of this Notice upto the date of AGM and during the AGM. Shareholders seeking to inspect such documents can send an e-mail to investor@dai-ichiindia.com mentioning his / her / its folio number / DP ID and Client ID.
21. In compliance with the provisions of Section 108 of the Companies Act, 2013, (the Act), Rule 20 of the Companies (Management & Administration) Rules, 2014 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to provide shareholders remote e-voting facility in respect of the business to be transacted at the 66th AGM, facility for participating in the 66th AGM and to cast vote through e-voting during the 66th AGM.

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

- (i) The e-voting period begins on Monday, August 24, 2026, at 9 a.m. (IST) and shall end on Wednesday, August 26, 2026, at 5 p.m. (IST). During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of Thursday, August 20, 2026 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote during the AGM.
- (iii) In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on e-voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email id in their demat accounts in order to access e-voting facility.

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

Type of shareholders	Login Method
Individual shareholders holding securities in Demat mode with CDSL	1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-voting page without any further authentication. The users to login to Easi / Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab. 2) After successful login the Easi / Easiest user will be able to see the e-voting option for eligible companies where the e-voting is in progress as per the information provided by company. On clicking the e-voting option, the user will be able to see e-voting page of the e-voting service provider for casting your vote during the remote e-voting period or joining virtual meeting & voting during the meeting. Additionally, there are also links provided to access the system of all e-voting Service Providers, so that the user can visit the e-voting service providers' website directly. 3) If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 4) Alternatively, the user can directly access e-voting page by providing Demat Account Number and PAN No. from e-voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-voting option where the e-voting is in progress and also able to directly access the system of all e-voting Service Providers.
Individual shareholders holding securities in demat mode with NSDL	A. NSDL IDeAS Facility If you are already registered for NSDL IDeAS facility: 1) Please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. 2) A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-voting services. 3) Click on "Access to e-voting" under e-voting services and you will be able to see e-voting page. 4) Click on company name or e-voting service provider name and you will be re-directed to e-voting service provider website for casting your vote during the remote e-voting period or joining virtual meeting & voting during the meeting.



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

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

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

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

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

- The shareholders should log on to the e-voting website www.evotingindia.com.
- Click on “Shareholders” module.
- Now enter your User ID
 - For CDSL: 16 digits beneficiary ID,
 - For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.

- 4) Next enter the Image Verification as displayed and Click on Login.
- 5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.
- 6) If you are a first-time user follow the steps given below:

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

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



- Alternatively, Non-Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; investor@dai-ichiindia.com (designated email address by company), if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

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

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

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

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

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

1. The procedure for attending meeting and e-voting on the day of the AGM is same as the instructions mentioned above for e-voting.
2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-voting.
3. Shareholders who have voted through Remote e-voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM.
4. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
6. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
7. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance atleast **7 days prior to meeting** i.e. on or before Wednesday, August 19, 2026 by mentioning their name, demat account number/folio number, email id, mobile number at investor@dai-ichiindia.com. The Shareholders desiring any information are requested to write to the Company at an early date so as to enable the Management to keep the information ready.
8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
9. Only those shareholders, who are present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-voting and are otherwise not barred from doing so, shall be eligible to vote through e-voting system available during the AGM.
10. If any votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders shall be considered invalid, as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

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

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

Those persons, who have acquired shares and have become shareholders of the Company after the dispatch of Notice of the AGM by the Company and whose names appear in the Register of Members or Register of beneficial holders as on cut-off date i.e. Thursday, August 20, 2026 can view the Notice of the 66th AGM on the Company's website or on the website of CDSL. Such Members shall exercise their voting rights through remote e-voting by following the procedures as mentioned above or by voting at the AGM.

Mr. Alwyn D'Souza, Practicing Company Secretary (Membership No. FCS 5559), failing him, Mr. Vijay Sonone, Practicing Company Secretary (Membership No. FCS 7301), Partners of Alwyn Jay & Co, Company Secretaries, has been appointed as a Scrutinizer to scrutinize the remote e-voting process and process of e-voting during the 66th AGM in a fair and transparent manner. Remote e-voting is optional to the shareholders; the shareholders can alternatively undertake the process of e-voting during the AGM. The shareholders attending the meeting, who have not already cast their vote through remote e-voting shall be able to exercise their voting rights at the meeting. The shareholders who have already cast their vote through remote e-voting may attend the meeting but shall not be entitled to cast their vote again at the AGM. A shareholder can opt for only one mode of voting i.e. either through remote e-voting or e-voting during the AGM. If a shareholder casts his / her vote by both modes, then voting done through remote e-voting shall prevail and the e-voting done during the AGM shall be treated as invalid. The Voting Results along with the Consolidated Scrutinizer's report shall be placed on the Company's website www.dai-ichiindia.com and on the website of CDSL within two days from the conclusion of the AGM of the Company and communicated to BSE Limited.

22. In terms of Regulation 36 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 and pursuant to Clause 1.2.5 of the Secretarial Standard on General Meetings (SS-2) details of Director seeking re-appointment at the 66th Annual General Meeting:

Name of the Director	Mrs. Shernaz Vakil (DIN: 00002519)
Age	74 years
Brief resume, Qualification and Expertise	Mrs. Shernaz Vakil holds M.A. degree in Industrial Psychology from Bombay University and M.B.A. degree from U.S.A. and has more than 40 years of experience in business.
Terms and conditions of re-appointment	As per the resolution at Item No. 2 of the Postal Ballot Notice dated January 23, 2025, read with explanatory statement thereto. In terms of Section 152(6) of the Companies Act, 2013, she is liable to retire by rotation.
Last drawn remuneration (FY 2025-26)	Remuneration drawn by her for FY 2025-26 was ₹ 389.75 Lakhs (including amount of Performance Incentive).
Date of first appointment on the Board	26.02.1979
No. of share held	34,07,169 equity shares (45.73 %)
Relationship with Directors inter-se	Mrs. Shernaz Vakil is the mother of Ms. Meher Vakil Taff, Vice-Chairperson, Chief Executive Officer & Managing Director of the Company.
Number of Board Meeting attended during FY 2025-26	4 (four) Board meetings were held and attended during FY 2025-26
List of Directorships held in other companies/ LLP	Dai-ichi Goseichemicals (India) Limited Rose Investments Limited ChampionX Dai-ichi India Private Limited Indian Oxides and Chemicals Private Limited Natch Products and Services Private Limited Performance Polymers and Chemicals Private Limited SFV Properties Private Limited
Chairman/ Member of the Committees of Board of other companies	Rose Investments Limited Chairperson- Stakeholders Relationship Committee ChampionX Dai-ichi India Private Limited Chairperson - CSR Committee



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

Item No. 4

The Board, on recommendation of the Audit Committee, has approved the appointment of M/s. Diwanji & Associates, Cost Accountants, (Firm Registration no. 100227) to conduct the audit of the cost records of the Company, for the Financial Year ending March 31, 2027, on a remuneration of ₹ 1,50,000/- (Rupees One Lakh Fifty Thousand Only) plus applicable taxes and reimbursement of actual out of pocket expenses.

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

Accordingly, consent of the shareholders is sought for passing an Ordinary Resolution as set out at Item no. 4 for ratification of the remuneration payable to M/s. Diwanji & Associates, Cost Auditor for the Financial Year ending March 31, 2027.

None of the Directors and Key Managerial Personnel of the Company or their relatives are concerned or interested in the Resolution set out at Item No. 4 of the Notice. The Board recommends the Ordinary Resolution set out at item no. 4 of the Notice for approval by the shareholders.

Item No. 5

Pursuant to the provision of Regulation 23(4) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("SEBI Listing Regulations"), all Material related party transactions and subsequent material modifications shall require prior approval from the shareholders. Pursuant to Regulation 23(1) read with Schedule XII of SEBI Listing Regulations, a transaction with a related party shall be considered material if the transaction(s) to be entered into individually or taken together with previous transactions during the Financial Year, exceeds 10% of the Company's annual consolidated turnover. According to the above threshold specified, the consolidated turnover of the Company was ₹ 161.30 Crores for the Financial Year 2025-26, 10% of which is equal to ₹ 16.13 Crores.

Dai-ichi Karkaria Limited has a Joint venture with CTI Chemicals Asia Pacific Pte. Ltd., in ChampionX Dai-ichi India Private Limited (CXDI) in the ratio of 50:50 and both the Joint Venture partners carries out various business transaction with CXDI. The Company expects to enter into transactions for sale or purchase of goods and rendering and/or availing of the services for business purpose and towards allocation of staff with CXDI up to a maximum aggregate value of ₹ 60,00,00,000 (Rupees Sixty Crores only). The transactions proposed to be carried out will be on an arm's length basis, in the ordinary course of business and in the best interest of the Company. Hence, it is proposed to secure shareholders' approval for the following related party contracts/ arrangements to be entered into by the Company.

The Management of the Company has provided the Audit Committee, with relevant details, as required under SEBI Circular on related party transactions Industry Standards (RPTs Industry Standards) about the proposed transactions with CXDI including rationale, material terms, justification as to why the proposed transactions are in the interest of the Company and the basis of pricing. The Audit Committee has reviewed and taken note of the certificate placed before it by the Managing Director and Chief Financial Officer confirming that the proposed related party transactions with CXDI is on arm's length basis, in the ordinary course of business, are fair, reasonable and not detrimental to the interest of the Company.

The Board of Directors of the Company at their meeting held on May 8, 2026 on the basis of relevant details provided by the Management of the Company in line with the requirements under SEBI Circular on RPTs Industry Standards have reviewed and accorded their consent for entering into and/or carrying out and/or continuing with existing contracts / arrangements / transactions or modification(s) of earlier contracts / arrangements / transactions or as fresh and independent transaction(s) or otherwise [whether individually or series of transaction(s) taken together or otherwise] for sale or purchase of goods and rendering and / or availing of the services for business purpose and towards allocation of staff with CXDI up to a maximum aggregate value of ₹ 60,00,00,000 (Rupees Sixty Crores only) in one or more tranches from the conclusion of the forthcoming 66th AGM upto the date of the next 67th AGM for a period not exceeding fifteen months in the ordinary course of business and at arm's length basis subject to approval of shareholders of the Company.

The details as required under SEBI Circular bearing reference no. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2025/93 dated June 26, 2025 (as updated through SEBI Master Circular dated January 30, 2026) along with RPTs Industry Standards on "Minimum information to be provided to the Audit Committee and shareholders for approval of Related Party Transactions" are as follows:

S. No.	Particulars of the information	Information provided by the Management
A(1): Basic details of the related party		
1.	Name of the related party	ChampionX Dai-ichi India Private Limited ("CXDI")
2.	Country of incorporation of the related party	India
3.	Nature of business of the related party	Manufacture of chemicals and chemical products

A(2): Relationship and ownership of the related party																		
1.	Relationship between the listed entity/subsidiary (in case of transaction involving the subsidiary) and the related party – including nature of its concern (financial or otherwise) and the following:	Associate/Joint Venture Company as per Section 2(76)(viii) of the Companies Act 2013 and Regulation 2(1)(b) of the SEBI Listing Regulations																
a.	Shareholding of the listed entity/ subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party.	The Company holds 11,25,000 equity shares, which is 50% of paid-up equity share capital of CXDI.																
b.	Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary).	Not Applicable																
c.	Shareholding of the related party, whether direct or indirect, in the listed entity/ subsidiary (in case of transaction involving the subsidiary). Explanation: Indirect shareholding shall mean shareholding held through any person, over which the listed entity/Subsidiary/ related party has control. While calculating indirect shareholding, shareholding held by relatives shall also be considered.	Nil																
A(3): Details of previous transactions with the related party																		
1.	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year.	₹ 25,93,98,178 (For the FY 2025-26) Details of Transactions: <table><tr><th>Nature of Transactions</th><th>F.Y. 2025-26 (in ₹)</th></tr><tr><td>Sale of Oilfield Chemicals</td><td>25,79,27,346</td></tr><tr><td>Reimbursement of expenses towards allocation of staff</td><td>14,70,832</td></tr></table>		Nature of Transactions	F.Y. 2025-26 (in ₹)	Sale of Oilfield Chemicals	25,79,27,346	Reimbursement of expenses towards allocation of staff	14,70,832									
Nature of Transactions	F.Y. 2025-26 (in ₹)																	
Sale of Oilfield Chemicals	25,79,27,346																	
Reimbursement of expenses towards allocation of staff	14,70,832																	
2.	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.	₹ 25,93,98,178 (For the FY 2025-26) Details of transactions are same as stated above in Point No A(3)1.																
3.	Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year.	Nil																
A(4): Amount of the proposed transaction(s)																		
1.	Amount of the proposed transactions being placed for approval in the meeting of shareholders.	<table><tr><th>Sr. No</th><th>Nature of the Proposed transactions</th><th>Value of the proposed transaction</th></tr><tr><td>1.</td><td>Sale of Oilfield Chemicals</td><td>₹ 55 crores</td></tr><tr><td>2.</td><td>Purchase of Oilfield Chemicals</td><td>₹ 4 crores</td></tr><tr><td>3.</td><td>Expenses towards allocation of staff and other reimbursement expenses between the Companies</td><td>₹ 1 crore</td></tr><tr><td></td><td>Total</td><td>₹ 60 crores</td></tr></table>		Sr. No	Nature of the Proposed transactions	Value of the proposed transaction	1.	Sale of Oilfield Chemicals	₹ 55 crores	2.	Purchase of Oilfield Chemicals	₹ 4 crores	3.	Expenses towards allocation of staff and other reimbursement expenses between the Companies	₹ 1 crore		Total	₹ 60 crores
Sr. No	Nature of the Proposed transactions	Value of the proposed transaction																
1.	Sale of Oilfield Chemicals	₹ 55 crores																
2.	Purchase of Oilfield Chemicals	₹ 4 crores																
3.	Expenses towards allocation of staff and other reimbursement expenses between the Companies	₹ 1 crore																
	Total	₹ 60 crores																
2.	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT? (Yes or No?)	Yes																
3.	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year (%)	37.20% (as on 31.3.2026)																



4.	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary and where the listed entity is not a party to the transaction)	Not Applicable
5.	Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available. (%)	103.35 % (as on 31.03.2026)
6.	Financial performance of the related party for the immediately preceding financial year:	
	Particulars	FY 2025-26 (₹)
	Turnover	₹ 58,05,33,868/-
	Profit/(Loss) after tax	₹ 4,94,74,264/-
	Net worth	₹ 46,33,92,580/-
A(5): Basic details of the proposed transaction		
1.	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	Sale or purchase of goods and rendering and / or availing of the services for business purpose and towards allocation of staff, at arm's length basis and in ordinary course of business
2.	Details of each type of the proposed transaction	a. Sale of Oilfield Chemicals. b. Purchase of Oilfield Chemicals. c. Expenses towards allocation of staff and other reimbursement expenses between the Companies.
3.	Tenure of the proposed transaction (tenure in number of years or months to be specified)	From the conclusion of 66 th AGM upto the date of the conclusion of 67 th AGM for a period not exceeding fifteen months
4.	Whether omnibus approval is being sought? (Yes or No)	Yes
5.	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.	₹ 60,00,00,000 (Rupees Sixty Crores only) A year-wise volume cannot be estimated since the transactions are opportunity based and is dependent on prevailing market conditions.
6.	Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity	The transactions proposed to be carried out will be on an arm's length basis and in the ordinary course of business pursuant to Joint Venture Agreement & supply agreement entered with the Related Party. All the transactions will be done at prevalent market price, so that the Company does not miss out on a market opportunity.
7.	Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly. <i>Explanation:</i> Indirect interest shall mean interest held through any person over which an individual has control.	
	a. Name of the director / KMP	Mrs. Shernaz Vakil, Chairperson and Whole-time Director, is the Director of CXDI.
	b. Shareholding of the director / KMP, whether direct or indirect, in the related party	Nil
8.	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	NA
9.	Other information relevant for decision making.	All relevant information forms part of this disclosure setting out the requisite facts

Part B: Information to be provided only if a specific type of RPT as mentioned below is proposed to be undertaken and is in addition to Part A**B(1): Disclosure only in case of transactions relating to sale, purchase or supply of goods or services or any other similar business transaction and trade advances**

1.	Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services.	Not Applicable
2.	Basis of determination of price.	Market Competitive Prices
3.	In case of Trade advance (of upto 365 days or such period for which such advances are extended as per normal trade practice), if any, proposed to be extended to the related party in relation to the transaction, specify the following:	Not Applicable
	a. Amount of Trade advance	
	b. Tenure	
	c. Whether same is self-liquidating?	

None of the Directors and / or Key Managerial Personnel except Mrs. Shernaz Vakil and her relatives, to the extent of their Directorship in both the Companies are concerned or interested, financially or otherwise, in the Resolution as set out in item no. 5. The Board recommends the Ordinary Resolution set out at Item no. 5 of the Notice for approval by the shareholders.

The shareholders may note that as per the provisions of the Listing Regulations, all related parties (whether such related party is a party to the above-mentioned transaction or not) shall not vote to approve the resolution set out at Item No. 5.

Item No. 6

Pursuant to the provision of Regulation 23(4) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("SEBI Listing Regulations"), all Material related party transactions and subsequent material modifications shall require prior approval from the shareholders. Pursuant to Regulation 23(1) read with Schedule XII of SEBI Listing Regulations, a transaction with a related party shall be considered material if the transaction(s) to be entered into individually or taken together with previous transactions during the Financial Year, exceeds 10% of the Company's annual consolidated turnover. According to the above threshold specified, the consolidated turnover of the Company was ₹ 161.30 Crores for the Financial Year 2025-26, 10% of which is equal to ₹ 16.13 Crores.

Indian Oxides and Chemicals Private Limited (IOCL) is a related party of Dai-ichi Karkaria Limited as per Section 2(76)(iv) of the Companies Act, 2013 and Regulation 2(1)(zb) of the Listing Regulations. The Company expects to enter into transactions for purchase or sale of goods and rendering and/or availing of the Services for business purpose and towards allocation of staff with IOCL up to a maximum aggregate value of ₹ 60,00,00,000 (Rupees Sixty Crores only), from the conclusion of the forthcoming 66th AGM upto the date of the next 67th AGM for a period not exceeding fifteen months. The transactions proposed to be carried out will be on an arm's length basis, in the ordinary course of business and in the best interest of the Company. Hence, it is proposed to secure shareholders' approval for the following related party transactions to be entered into by the Company.

The Management of the Company has provided the Audit Committee, with relevant details, as required under SEBI Circular on related party transactions Industry Standards (RPTs Industry Standards) about the proposed transactions with IOCL including rationale, material terms, justification as to why the proposed transactions are in the interest of the Company and the basis of pricing. The Audit Committee has reviewed and taken note of the certificate placed before it by the Managing Director and Chief Financial Officer confirming that the proposed related party transactions with IOCL is on arm's length basis, in the ordinary course of business, are fair, reasonable and not detrimental to the interest of the Company.

The Board of Directors of the Company at their meeting held on May 8, 2026, on the basis of relevant details provided by the Management of the Company in line with the requirements under SEBI Circular on RPTs Industry Standards have reviewed and accorded their consent for entering into and/or carrying out and/or continuing with existing contracts / arrangements / transactions or modification(s) of earlier contracts / arrangements / transactions or as fresh and independent transaction(s) or otherwise [whether individually or series of transaction(s) taken together or otherwise] for purchase or sale of goods and rendering and / or availing of the services for business purpose and towards allocation of staff with IOCL up to a maximum aggregate value of ₹ 60,00,00,000 (Rupees Sixty Crores only) in one or more tranches, from the conclusion of the forthcoming 66th AGM upto the date of the next 67th AGM for a period not exceeding fifteen months in the ordinary course of business and at arm's length basis subject to approval of shareholders of the Company.



The details as required under SEBI Circular bearing reference no. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2025/93 dated June 26, 2025 (as updated through SEBI Master Circular dated January 30, 2026) along with RPTs Industry Standards on “Minimum information to be provided to the Audit Committee and Shareholders for approval of Related Party Transactions” are as follows:

S. No.	Particulars of the information	Information provided by the Management								
A(1): Basic details of the related party										
1.	Name of the related party	Indian Oxides and Chemicals Private Limited ("IOCL")								
2.	Country of incorporation of the related party	India								
3.	Nature of business of the related party	Manufacture of chemicals and chemical products								
A(2): Relationship and ownership of the related party										
1.	Relationship between the listed entity/subsidiary (in case of transaction involving the subsidiary) and the related party – including nature of its concern (financial or otherwise) and the following:	Related Party as per Section 2(76)(iv) of the Companies Act, 2013 and Regulation 2(1)(zb) of the SEBI Listing Regulations								
a.	Shareholding of the listed entity/ subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party.	Nil								
b.	Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/subsidiary (in case of transaction involving the subsidiary).	Not Applicable								
c.	Shareholding of the related party, whether direct or indirect, in the listed entity/subsidiary (in case of transaction involving the subsidiary). Explanation: Indirect shareholding shall mean shareholding held through any person, over which the listed entity/Subsidiary/ related party has control. While calculating indirect shareholding, shareholding held by relatives shall also be considered.	Nil								
A(3): Details of previous transactions with the related party										
1.	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year.	<table><tr><td colspan="2">₹ 8,74,80,000 (For FY 2025-26)</td></tr><tr><td>Nature of Transactions</td><td>F.Y. 2025-26 (in ₹)</td></tr><tr><td>Purchase of metal oxides</td><td>8,59,80,000</td></tr><tr><td>Reimbursement of expenses towards allocation of staff</td><td>15,00,000</td></tr></table>	₹ 8,74,80,000 (For FY 2025-26)		Nature of Transactions	F.Y. 2025-26 (in ₹)	Purchase of metal oxides	8,59,80,000	Reimbursement of expenses towards allocation of staff	15,00,000
₹ 8,74,80,000 (For FY 2025-26)										
Nature of Transactions	F.Y. 2025-26 (in ₹)									
Purchase of metal oxides	8,59,80,000									
Reimbursement of expenses towards allocation of staff	15,00,000									
2.	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.	₹ 8,74,80,000 (For FY 2025-26) Details of transactions are same as stated above in Point No A(3)1.								
3.	Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year.	Nil								

A(4): Amount of the proposed transaction(s)				
1.	Amount of the proposed transactions being placed for approval in the meeting of the shareholders.	Sr. No	Nature of the Proposed transactions	Value of the proposed transaction
		1.	Purchase of goods	₹ 55 crores
		2.	Sale of goods	₹ 4 crores
		3.	Expenses towards allocation of staff and other reimbursement expenses between the Companies	₹ 1 crore
			Total	₹ 60 crores
2.	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT? (Yes or No?)	Yes		
3.	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year (%)	37.20% (as on 31.3.2026)		
4.	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary and where the listed entity is not a party to the transaction)	Not Applicable		
5.	Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available. (%)	15.10 % (as on 31.3.2026)		
6.	Financial performance of the related party for the immediately preceding financial year:			
	Particulars	FY 2025-26 (₹)		
	Turnover	₹ 3,97,14,27,664/-		
	Profit/(Loss) after tax	₹ (44,44,584)/-		
	Net worth	₹ 76,53,26,608/-		
A(5): Basic details of the proposed transaction				
1.	Specific type of the proposed transaction (e.g. sale of goods/ services, purchase of goods/services, giving loan, borrowing etc.)	Purchase or sale of goods and rendering and / or availing of the services for business purpose and towards allocation of staff, at arm's length basis and in ordinary course of business		
2.	Details of each type of the proposed transaction	a. Purchase of goods. b. Sale of goods. c. Expenses towards allocation of staff and other reimbursement expenses between the Companies.		
3.	Tenure of the proposed transaction (tenure in number of years or months to be specified)	From the conclusion of 66th AGM upto the date of the conclusion of 67th AGM for a period not exceeding fifteen months		
4.	Whether omnibus approval is being sought? (Yes or No)	Yes		
5.	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.	₹ 60,00,00,000 (Rupees Sixty Crores only) A year-wise volume cannot be estimated since the transactions are opportunity based and is dependent on prevailing market conditions.		



6.	Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity	The Company sources metal oxides from IOCL for its finished product manufacturing. This helps the Company with sourcing quality raw material at competitive market prices. The related party transactions with IOCL are in the furtherance of the business activities and being undertaken on arm's length basis and in normal course of business. All the transactions will be done at prevalent market price, so that the Company does not miss out on a market opportunity.
7.	Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly. <i>Explanation:</i> Indirect interest shall mean interest held through any person over which an individual has control.	
	a. Name of the director / KMP	Mrs. Shernaz Vakil, Chairperson and Whole-time Director, is the Director of IOCL.
	b. Shareholding of the director / KMP, whether direct or indirect, in the related party	Mrs. Shernaz Vakil, holds 18,35,800 equity shares, 84.99% of paid up equity share capital in IOCL.
8.	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	NA
9.	Other information relevant for decision making.	All relevant information forms part of this disclosure setting out the requisite facts

Part B: Information to be provided only if a specific type of RPT as mentioned below is proposed to be undertaken and is in addition to Part A

B(1): Disclosure only in case of transactions relating to sale, purchase or supply of goods or services or any other similar business transaction and trade advances

1.	Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services.	Not Applicable
2.	Basis of determination of price.	Market Competitive Prices
3.	In case of Trade advance (of upto 365 days or such period for which such advances are extended as per normal trade practice), if any, proposed to be extended to the related party in relation to the transaction, specify the following:	Not Applicable
	a. Amount of Trade advance	
	b. Tenure	
	c. Whether same is self-liquidating?	

None of the Directors and / or Key Managerial Personnel except Mrs. Shernaz Vakil and her relatives, to the extent of their Directorship in both the Companies are concerned or interested, financially or otherwise, in the Resolution as set out in item no. 6. The Board recommends the Ordinary Resolution set out at Item no.6 of the Notice for approval by the shareholders.

The shareholders may note that as per the provisions of the Listing Regulations, all related parties (whether such related party is a party to the above-mentioned transaction or not) shall not vote to approve the resolution set out at Item No. 6.

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

By Order of the Board
For Dai-ichi Karkaria Limited

Place: Mumbai
Date: May 8, 2026

Ankit Shah
Company Secretary & Compliance Officer
Membership No. A35008

DIRECTORS' REPORT**Dear Shareholders,**

Your Directors have pleasure in presenting the Sixty-sixth Annual Report together with the audited financials for the year ending March 31, 2026.

FINANCIAL HIGHLIGHTS (STANDALONE):**(₹ in lakhs)**

Particulars	As on March 31, 2026	As on March 31, 2025
Revenue from operations	16,130	18,138
Other Income	735	446
Total Income	16,865	18,584
Profit before Depreciation/ Amortization, Interest and Tax	1,081	1,892
Profit/ (Loss) after exceptional item and tax	(54)	618
Earnings per equity share: Basic and Diluted (₹ 10/- each)	(0.72)	8.29
Book Value of shares (₹)	217.60	222.04

DIVIDEND:

The Directors are pleased to recommend a dividend of ₹1.50 per equity share of ₹10/- each for the year ending March 31, 2026, subject to the approval of shareholders at the ensuing Annual General Meeting. The dividend payout will aggregate to ₹ 111.77 lakhs.

Dividends are taxable in the hands of the shareholders and are paid after deduction of tax at source ("TDS"), as applicable, in accordance with the Income Tax Act, 2025. The Company shall, accordingly, make the payment of the Dividend after deduction of tax at source, as applicable.

MANAGEMENT DISCUSSION AND ANALYSIS REPORT:**Global Chemical Industry and Petrochemical Outlook:**

It is well established that the global chemical industry has faced a slowdown since 2022. This has been driven not only by capacity imbalances and weaker demand across key sectors, but also by significant overstocking and oversupply from China. After two decades of rapid expansion, the industry is now recalibrating expectations, with lower margins and reduced value creation becoming the new reality.

Petrochemicals have emerged as the primary driver of growth in global oil and gas demand. Over the past decade, they have accounted for a significant portion of incremental oil demand. Products such as plastics and synthetic materials widely used in construction, packaging, automotive, and other industries have further accelerated this trend in recent years. As demand for traditional fuels begins to plateau, petrochemicals are expected to remain the dominant source of future oil demand growth.

Global uncertainties: Opportunities and threats, Risk and concerns:

Global uncertainty has effectively become the "new normal," driven by escalating geopolitical events including the Russia-Ukraine and Gaza wars, and the ongoing Iran-Israel conflict. These developments have significantly impacted commodity and logistics markets, resulting in sharp increases in crude oil and freight costs while exposing global supply chains to continuous disruption.

To mitigate these risks, Dai-ichi emphasizes dual sourcing, proactive market monitoring, and strategic planning. Our multipurpose manufacturing facilities allow us to pivot using alternate raw materials as needed. Commercially, we utilize long term off-take agreements to stabilize the chain between suppliers and customers. Financially, we maintain strict liquidity to navigate industry cycles, while leveraging AI and digital tools to enhance data analysis and decision-making.

Indian Chemical Industry: Growth and Structural Shifts:

India remains heavily dependent on naphtha as a feedstock, along with imported LPG and propane for downstream chemical production. This exposes the industry to fluctuations in global crude, naphtha, and LPG prices, as seen during geopolitical disruptions such as the Iran conflict. This dependency continues to create cost sensitivities and competitive disadvantages compared to regions like the United States, where access to ethane-rich shale gas provides a structural cost advantage.

Feedstock availability and pricing will remain a key constraint until India develops access to more affordable domestic gaseous hydrocarbons at scale.

Despite these challenges, 2025 has emerged as a pivotal year for the Indian chemical sector. Strategic government policies have catalyzed investments and shifted focus toward high complexity and value-added segments.



A significant number of large-scale projects are under development, which are expected to reshape India's petrochemical landscape. Integrated complexes such as PCPIRs (Petroleum, Chemicals and Petrochemicals Investment Regions) at Dahej, along with brownfield expansions by major oil companies, are driving capacity additions. The development of chemical parks and industrial clusters is further supporting this expansion.

Private sector players are also making substantial capital investments to build integrated refining and petrochemical hubs, with the aim of achieving scale and strengthening export competitiveness.

The government continues to support the sector through favorable FDI policies and production linked incentive (PLI) schemes. These initiatives, along with the promotion of PCPIR clusters, are encouraging domestic manufacturing and investment. At the same time, policies supporting carbon capture, utilization, and storage (CCUS) are gaining traction.

The PLI scheme has evolved from a promising initiative into a proven driver of industrial growth, reinforcing India's push toward self-reliance.

In parallel, India is advancing its decarbonization agenda. Efforts are underway to transition energy-intensive industries toward cleaner alternatives, including green hydrogen and renewable energy. This shift is accelerating the adoption of alternative feedstocks, recycling technologies, and clean-tech infrastructure.

However, the policy environment presents a dual impact, while offering fiscal and strategic support for growth, it also introduces higher compliance costs for companies.

Demand Outlook and Strategic Importance:

India is expected to become the largest contributor to global oil demand growth over the next decade, surpassing China and Southeast Asia. Rising oil demand will increase import dependence, influence global trade flows, and position India as a critical market for global refining and petrochemical industries.

Under current projections, India's oil consumption is expected to increase from approximately 5.5 million barrels per day in 2024 to around 6.6 million barrels per day by 2030.

Company Strategy and Positioning:

Over the past year, the company has focused on developing application-led innovation, particularly in its priority segments. As part of this strategy, it has established an Application Development laboratory in the agriculture chemicals space, aimed at strengthening customer-centric product development and commercialization.

This period marks a strategic transition, with increased emphasis on long-term goals and evolving market dynamics. The company is shifting its focus toward application-based formulations and leveraging its strengths in specific chemistries to serve targeted end-use industries.

With decades of experience in specialty chemicals, including surfactants and performance additives, the company has built strong customer relationships across sectors such as textiles, agrochemicals, personal care, and oilfield chemicals.

Access to advanced Japanese technologies and global expertise has further enhanced its technical capabilities and credibility. The company's portfolio of value-added and environmentally compliant products has supported margin expansion and enabled it to establish a presence not only in Southeast Asia but also in Africa and Europe. As the company continues to scale, operational efficiencies are expected to improve, further strengthening margins.

Its strong technical expertise and manufacturing capabilities particularly in oilfield chemicals and polymer additives have positioned it as a reliable and quality-focused supplier in the performance chemicals space.

Using this to its advantage, the Company is focusing on working with its international partners to strengthen its development activities to reach newer global markets. Dai-ichi Karkaria has linked its growth strategy to the Oil & Gas sector. The Company has a long-standing presence in the surfactant and Oil and Gas space. This year the Company has focused on developing new products for the export markets.

Presently, the Company has started working on logistic and procurement initiatives based on AI.

The company has also moved forward with doubling its capacity in its major area of operation, namely Ethoxylation, and is focusing this expanded capacity towards some of its major oilfield initiatives. This will not only provide growth but also give the company a competitive advantage.

Overall Company Performance:

The Financial Year 2025-26 was marked by a challenging global operating environment shaped by trade disruptions, supply chain constraints, geopolitical tensions, inflationary pressures, and volatility in key raw material markets. Despite these headwinds, Dai-ichi Karkaria Limited delivered a resilient commercial and operational performance through focused execution, strong customer engagement, and sustained emphasis on efficiency.

The Company maintained sound business momentum across domestic and export markets while strengthening its presence in strategic industry segments. Continued focus on customer service, product quality, and timely deliveries supported business growth and long-standing customer relationships.

During the year, the Company also progressed its capacity expansion initiatives, including enhancement of ethoxylation capabilities and strengthening of manufacturing infrastructure to support future growth. Operational efficiencies improved through better process controls, energy optimization, and reduction in non-standard batch materials.

The Company continues to strengthen its foundation through quality systems, regulatory compliance, innovation, and ongoing operational improvement.

Segment wise Performance:

Agrochemicals:

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

The Agro segment maintained focus on product innovation aligned to market requirements, including import substitution opportunities. Business continuity was sustained with long standing customers while new engagements were developed through technical collaboration.

An application laboratory dedicated to agrochemical formulation development was commissioned during the year. This is expected to support faster product development, improved customer service, and introduction of new solutions across multiple formulation categories.

Agrochemicals will continue to be a strategic growth area for the Company.

Home and Personal Care:

The Home and Personal Care segment caters to manufacturers of hygiene, cleaning, and personal care products. The Company's offerings include solubilizers, surfactants, conditioning agents, emollients, and performance additives that contribute to texture, stability, and overall product quality.

This segment delivered steady progress during the year with expansion across domestic and export oriented accounts. The Company's ability to offer quality products supported by required industry accreditations helped create new opportunities.

Despite a competitive pricing environment, the segment maintained stable growth through consistent service, product reliability, and customer focused solutions.

Energy and Oilfield Chemicals:

The Energy and Oilfield Chemicals segment remained an important growth driver during the year. The Company supplies specialty additives that support upstream and downstream operations, including products for flow assurance, corrosion control, fuel treatment, and system protection under demanding operating conditions.

The segment delivered strong growth driven by increased demand from existing customers, expansion in export markets, and successful commercialization of new products. The Company further strengthened its position through customized solutions designed for specific operating environments.

Manufacturing flexibility, technical responsiveness, and consistent product performance supported continued expansion in this business.

Paints and Coatings:

The Company provides high performance surfactants and additives to the paints and coatings industry. These ingredients play an important role in emulsion polymerization, pigment dispersion, and overall formulation enhancement. The Company also continues to develop environmentally responsible solutions in line with evolving market preferences.

Performance remained stable during the year. Growth in selected product categories and progress with new customer additions helped offset competitive pricing pressure in certain markets.

Close engagement with customer technical teams and the ability to respond to changing formulation requirements supported the development of new business opportunities. The Company remains well positioned to benefit from further opportunities as environmental standards and performance expectations continue to evolve.



Textile Auxiliaries:

The Company serves the textile industry with a comprehensive portfolio of specialty chemicals supporting fiber to fabric processing for both cotton and synthetic substrates. For textile processing houses, the Company offers products for pre-treatment, dyeing, finishing, and sizing applications.

These include surfactants, wetting agents, bleaching aids, dyeing assistants, dispersing agents, softeners, and related auxiliaries that enhance process efficiency and finished fabric quality.

The segment benefited from new customer additions and continued demand from existing accounts during the year. This business remains a valuable part of the Company's diversified portfolio.

Flocculants and Water Treatment:

The Flocculants and Water Treatment segment remained a stable contributor to the overall business. With established applications across water treatment and industrial processing, demand for these products remained steady during the year.

The Company continues to focus on product quality, reliability, and service responsiveness to support customers in this segment.

KEY FINANCIAL RATIOS:

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

INTERNAL FINANCIAL CONTROLS:

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

MATERIAL DEVELOPMENTS ON HUMAN RESOURCES INCLUDING NUMBER OF PEOPLE EMPLOYED:

We are strengthening our workforce through timely hiring and effective talent development. Our team of experienced professionals ensures consistent operational performance, backed by a culture of commitment and ownership. By focusing on capability building and employee engagement, we continue to foster a high-trust environment built on transparency and collective growth.

Key Focus Areas for Performance Enhancement:

- Growth opportunities are identified through rigorous skill metrics and comprehensive competency mapping.
- Market aligned compensation structures are ensured for both permanent employees and contract workers.
- Performance is strengthened through structured annual assessments and robust succession planning.
- Full compliance with evolving employment laws and legislative requirements is consistently maintained.
- HR best practices are standardized through comprehensive SOPs to ensure operational consistency.
- A valued driven workplace culture is fostered through mutual respect, equity, and genuine concern.
- The Apprentice Scheme is expanded to empower youth from economically disadvantaged backgrounds.

Employee Engagement Initiatives:

- Comprehensive competency mapping was completed for 100% of employees across the organization.
- Over 470 training man-days were delivered covering EHS, IMS, POSH, soft skills, and toolbox talks.
- Group Medclaim coverage was extended to employees and their families to enhance medical benefits.
- AC bus transportation services were introduced for shift based personnel to improve commuting support.
- Veteran employees were recognized and honored during Founder's Day celebrations.
- Formal reward and recognition programs were implemented along with regular social milestone celebrations.
- Employees were actively integrated into key operational and governance related committees.

Industrial Relations:

During Financial Year 2025-26, industrial relations at our plants continued to be cordial and stable. All statutory obligations pertaining to wages, working conditions, and employee welfare were fulfilled in accordance with applicable labour legislation. The Management remains committed to maintaining a constructive dialogue with employee representatives and fostering a workplace built on mutual respect and shared objectives.

NUMBER OF PEOPLE EMPLOYED:

As on March 31, 2026, the total number of employees on the payroll of the company is 182.

CHANGES IN CAPITAL STRUCTURE:

The Paid-up Equity Share Capital as of March 31, 2026, stood at ₹7,45,12,290. During the Financial Year 2025-26, the company did not issue any Equity shares. Further, the company has not issued any convertible securities or shares with differential voting rights or sweat equity share or warrants. During the Financial Year 2025-26, there was no change in the authorized and paid-up share capital of the Company.

JOINT VENTURE / ASSOCIATE/ SUBSIDIARY COMPANIES:

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

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

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

The Statement containing salient features of the financial statement of subsidiary/ associate company/ joint venture, as per Section 129(3) of the Act, are also attached to the financials and therefore not repeated in this Report to avoid duplication.

DIRECTORS AND KEY MANAGERIAL PERSONNEL:

The Members of the Company approved the re-appointment of Ms. Meher Vakil Taff (DIN: 07778396) as Managing Director of the Company for a period of 3 (three) years commencing from April 1, 2026 to March 31, 2029 and designated her as Vice-Chairperson, Chief Executive Officer and Managing Director of the Company, by passing a special resolution vide postal ballot on March 20, 2026.

Mrs. Shernaz Vakil retires by rotation at the 66th Annual General Meeting, in accordance with the provisions of the Companies Act, 2013 and Articles of Association of the Company and being eligible, has offered herself for re-appointment. The Board of Directors recommends her re-appointment. A resolution seeking shareholders' approval for her re-appointment along with other required information required to be furnished under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standards, forms part of the Notice. Mrs. Shernaz Vakil's retirement by rotation will not affect her length of service as Chairperson & Whole-time Director of the Company.

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

Mr. Ashok Hiremath (DIN: 00349345) was appointed as Independent Director of the Company for a second term of 5 (five) consecutive years effective from September 8, 2025, to September 7, 2030, not liable to retire by rotation, at the 65th Annual General Meeting of the Company held on August 20, 2025.

Pursuant to the provisions of Regulation 34(3) read with Schedule V to the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has obtained Certificate from M/s. Vinod Kothari & Company, Practicing Company Secretaries certifying that none of the Directors of the Company has been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India (SEBI) or by the Ministry of Corporate Affairs (MCA) or by any such statutory authority. The said Certificate is annexed to the Corporate Governance Report of the Company for the Financial Year 2025-26.

Pursuant to the provisions of Section 203 of the Act, as on March 31, 2026, the Key Managerial Personnel of the Company were Mrs. Shernaz Vakil, Chairperson & Whole-time Director, Ms. Meher Vakil Taff, Managing Director, Mr. Farokh Gandhi, Chief Financial Officer and Mr. Ankit Shah, Company Secretary & Compliance Officer.



DIRECTORS' RESPONSIBILITY STATEMENT:

To the best of their knowledge and belief and according to the information and explanations obtained by the Directors, the Board of Directors make the following statements in terms of Section 134(3)(c) and Section 134(5) of the Companies Act, 2013:

- In the preparation of the annual accounts, for the Financial Year ended March 31, 2026, the applicable accounting standards have been followed along with proper explanation relating to material departures;
- The Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the Financial Year ended March 31, 2026 and of the profit and loss of the company for that period;
- Proper and sufficient care have been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- The annual accounts have been prepared on a 'going concern' basis;
- Proper internal financial controls laid down by the Directors were followed by the Company and that such internal financial controls are adequate and are operating effectively;
- Proper systems to ensure compliance with the provisions of all applicable laws are in place and that such systems are adequate and operating effectively.

DIRECTORS AND OFFICERS INSURANCE:

The Company has in place a Directors and Officers Liability Insurance policy. The Company reviews the adequacy and coverage of the policy annually to ensure it remains appropriate to its risk profile and regulatory requirements.

BOARD EVALUATION:

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

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

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

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

CORPORATE SOCIAL RESPONSIBILITY (CSR):

In accordance with the provisions of Section 135 of the Companies Act, 2013, read with the Companies (Corporate Social Responsibility Policy) Rules, 2014, the requirement to undertake CSR activities became applicable to the Company during the Financial Year 2025-26. This applicability was triggered as the Company's net profit exceeded the prescribed statutory threshold in the preceding financial year.

In compliance with these mandates, the Board of Directors, at its meeting held on August 7, 2025, modified the CSR Policy, which is available on the website at <https://www.dai-ichiindia.com/investor/>.

The Company had constituted a Corporate Social Responsibility (CSR) Committee pursuant to Section 135 of the Companies Act, 2013, which functions in accordance with the applicable provisions of the Act and such other matters as prescribed by the Board from time to time. The detailed terms of reference of the CSR Committee, attendance at its meetings and other details have been provided in the Corporate Governance Report.

During the Financial Year 2025-26, the Company spent ₹ 13.35 Lakhs towards CSR expenditure in terms of the CSR annual action plan approved by the CSR Committee and the Board of Directors. The CSR initiatives of the Company were under the thrust area of promoting health care and rural development projects. The CSR annual action plan of the Company for the Financial Year 2025-26 is available on the Company's website at <https://www.dai-ichiindia.com/investor/>.

The Annual Report on CSR activities in term of the provisions of Companies (Corporate Social Responsibilities Policy) Rules 2014 is annexed as **"Annexure – I"** and is an integral part of this Report.

PARTICULARS OF EMPLOYEES AND REMUNERATION:

The remuneration paid to Directors and Key Managerial Personnel of the Company during the Financial Year 2025-26 was in conformity with the Nomination and Remuneration Policy of the Company.

The disclosures pertaining to remuneration and other details as required under Section 197(12) of the Act read with Rule 5(1) (2) and (3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 as amended and forming part of the Directors' Report for the year ended March 31, 2026 is annexed herewith as **"Annexure – II"** to this Report.

AUDITORS AND AUDIT REPORTS:

STATUTORY AUDITORS AND THEIR REPORT:

At the 62nd Annual General Meeting of the shareholders of the Company held on June 29, 2022, B S R & Co. LLP were appointed as the Statutory Auditors of the Company to hold office from the conclusion of 62nd Annual General Meeting upto the conclusion of 67th Annual General Meeting of the Company. Details of the remuneration paid to B S R & Co. LLP, Chartered Accountants, Statutory Auditors, during Financial Year 2025-26 are disclosed in the Corporate Governance Report, which forms part of the Annual Report.

During the Financial Year 2025-26 the Statutory Auditors have not reported any instances of fraud committed in the Company by its Officers or Employees, to the Audit Committee or Board under Section 143(12) of the Act. The Auditors' Report on the Financial Statements, both Standalone and Consolidated for the Financial Year ending March 31, 2026, does not contain any qualifications, reservations or adverse remarks and forms part of Annual Report.

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

INTERNAL AUDITORS:

Forvis Mazars, Chartered Accountants are the Internal Auditors of the Company for the Financial Year 2025-26. The Management regularly reviews the findings of the Internal Auditors and effective steps to implement any suggestions/observations of the Internal Auditors are taken and monitored regularly. In addition, the Audit Committee of the Board regularly addresses significant issues raised by the Internal Auditors.

SECRETARIAL AUDITORS AND THEIR REPORTS:

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, read with Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the shareholders of the Company appointed M/s. Vinod Kothari & Company, a firm of Practicing Company Secretaries as Secretarial Auditors of the Company for a period of five years commencing from April 1, 2025 to March 31, 2030.

The Secretarial Audit Report for Financial Year 2025-26 is annexed herewith as '**Annexure-III**'. There is no reservation, qualification or adverse remark in their Report.

Further, pursuant to the provisions of Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has obtained the Annual Secretarial Compliance Report from M/s. Vinod Kothari & Company, for the Financial Year ended March 31, 2026, confirming compliance of the applicable SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and circulars/ guidelines issued thereunder, by the Company and the said is available on the Company's website and can be accessed at website of Company at <https://www.dai-ichiindia.com/investor/>. There is no reservation, qualification or adverse remark in their Report.

COST AUDITORS:

Pursuant to Section 148 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 and the Companies (Cost Records and Audit) Rules, 2014, the cost records are required to be maintained by the Company and the same are required to be audited. The Company, accordingly, maintains the required cost accounts and records. The Company had appointed M/s. Diwanji & Associates, Cost Accountants, (Firm's Registration No. 100227) as the Cost Auditor for the Financial Year ended March 31, 2026, and the Cost Audit Report when submitted by them, will be duly filed with the Ministry of Corporate Affairs.

The Board, on recommendation of the Audit Committee, has approved the appointment of M/s. Diwanji & Associates, Cost Accountants, (Firm Registration no. 100227) to conduct the audit of the cost records of the Company, for the Financial Year ending March 31, 2027. In terms of the provisions of Section 148(3) of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, as amended, the remuneration payable to the Cost Auditor has to be ratified by the shareholders of the Company. Accordingly, the matter relating to ratification of the remuneration payable to M/s. Diwanji & Associates as the Cost Auditor of the Company for the Financial Year ending March 31, 2027, is being placed at the 66th Annual General Meeting.

HEALTH, SAFETY & ENVIRONMENT:

We place unwavering emphasis on Environmental, Health, and Safety (EHS) standards across all operations. This commitment is embedded across all operations, influencing everything from initial R&D and process refinements to large scale production and distribution. Our robust safety culture is validated by the successful renewal of our ISO 14001:2018 and ISO 45001:2018 certifications following a comprehensive DNV-GL surveillance audit.

a) Health

- High standards of hygiene and sanitation are consistently maintained across workplaces and canteen facilities.
- Mandatory biannual medical examinations are conducted for employees along with continuous health awareness initiatives.
- A 24/7 Occupational Health Centre is operated with a full-time Factory Medical Officer and qualified nursing staff to provide immediate medical care.

**b) Safety**

- An external GAP audit was conducted for Responsible Care certification, and an action plan for documentation and training was initiated.
- ISO 45001 compliant HIRA reviews and strengthened MOC procedures, including PSSR, are strictly enforced.
- Quarterly mock drills, conducted at twice the statutory frequency, ensure round the clock emergency preparedness.
- Safety governance is strengthened through bimonthly Safety Committee meetings and regular leadership safety rounds across the shop floor.
- Regular safety training programs are reinforced through the “Safety Man of the Month” initiative to promote positive safety behaviour.
- High standard firefighting infrastructure is maintained, including automated sprinkler systems and pressurized hydrants.

c) Environment

The Company operates under a valid Consent to Operate (CTO) and conducts rigorous environmental monitoring to ensure that air and water emissions remain consistently within the limits mandated by the State Pollution Control Board. We ensure strict adherence to environmental regulations through regular inspections and internal audits. Furthermore, all statutory returns are filed punctually in accordance with pollution prevention protocols.

- Occupational health and safety systems are fully compliant with ISO 45001, with HIRA conducted for all operations and updated through a rigorous periodic review process.
- High quality effluent recycling is enabled through SUF based ETP technology, supported by closedloop vacuum pump systems to strengthen water conservation efforts.
- ETP operations are managed by expert partners with onsite laboratory monitoring to ensure consistent operational performance.

The Company maintains complete adherence to all environmental, health, and safety legislation, reinforcing sustainable manufacturing as a core business priority.

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

The particulars relating to conservation of energy, technology absorption, foreign exchange earnings and outgo for Financial Year ended March 31, 2026, as required to be disclosed under the Act, is annexed as ‘Annexure IV’

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

The Company has not provided any loan or given any guarantee / security to any person during the Financial Year ended March 31, 2026.

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

DEPOSITS:

The Company has not accepted any deposits covered under Chapter V of the Companies Act, 2013, during the Financial Year ended March 31, 2026.

RELATED PARTIES TRANSACTIONS:

All Related Party Transactions that were entered into during the Financial Year ended March 31, 2026, were on an arm’s length basis, in the ordinary course of business and were in compliance with the applicable provisions of Companies Act, 2013 and the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 (“Listing Regulations”). Therefore, disclosure of Related Party Transactions in Form AOC-2 as per the provisions of Sections 134(3)(h) and Section 188 of the Companies Act, 2013 read with Rule 8(2) of the Companies (Accounts) Rules, 2014 is not applicable.

1. As per the Regulation 23(4) of the Listing Regulations, the Company sought approval of shareholders at the 65th Annual General Meeting, by passing necessary resolution for Material Related Party Transactions for Sale of Goods to ChampionX Dai-ichi India Private Limited ("CXDI"), to be entered from the conclusion of the 65th Annual General Meeting (AGM) upto the date of the 66th AGM, upto a maximum aggregate value of ₹ 50 Crores (Rupees Fifty Crores only), at an arm’s length basis and in the ordinary course of business.
2. As per the Regulation 23(4) of the Listing Regulations, the Company sought approval of shareholders at the 65th Annual General Meeting, by passing necessary resolution for Material Related Party Transactions for purchase of goods from Indian Oxides and Chemicals Private Limited ("IOCL"), to be entered from the conclusion of the 65th Annual General Meeting (AGM) upto the date of the 66th AGM, upto a maximum aggregate value of ₹ 50 Crores (Rupees Fifty Crores only), at an arm’s length basis and in the ordinary course of business.

The approval of shareholders is being sought for Material Related Party Transactions with CXDI and IOCL at the ensuing 66th AGM as per SEBI Circular on RPTs Industry Standards, details of which are enclosed in the Notice of the AGM.

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

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

ANNUAL RETURN:

In accordance with Section 92(3) read with Section 134(3)(a) of the Act and the Companies (Management and Administration) Rules, 2014, the Annual Return of the Company as of March 31, 2026, in Form MGT-7, is available on the Company's website at www.dai-ichiindia.com/investor/. The Annual Return will be submitted to the Registrar of Companies within the timelines prescribed under the Act.

CORPORATE GOVERNANCE:

In accordance with provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), a detailed report on Corporate Governance for the Financial Year ended March 31, 2026 is included in the Annual Report. M/s. Vinod Kothari & Company, Practicing Company Secretaries, who are also the Secretarial Auditors of the Company, have certified that the Company is in compliance with the requirements of Corporate Governance in terms of Listing Regulations and their Compliance Certificate is annexed to the Report on Corporate Governance.

RISK MANAGEMENT POLICY:

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

VIGIL MECHANISM/ WHISTLE BLOWER POLICY:

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

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

During the Financial Year 2025-26, there were no complaints received or reported.

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

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

During the Financial Year 2025-26, there were no complaints with allegations of any sexual harassment received or reported.

THE CODE ON SOCIAL SECURITY, 2020 - MATERNITY BENEFIT:

The Company is in compliance with the applicable provisions relating to maternity benefits as prescribed under the Maternity Benefit Act, 1961/ the Code on Social Security, 2020.

CREDIT RATING:

The Company's Banking loan facilities were rated by CRISIL Ratings Limited ("CRISIL") for Financial Year 2025-26. During Financial Year 2025-26, CRISIL upgraded the credit ratings for long-term rating at CRISIL BBB-/Stable and short-term rating at CRISIL A3 on July 22, 2025, and subsequently downgraded the long-term rating at CRISIL BB+/Stable and short-term rating at CRISIL A4+ on March 4, 2026.

The Company voluntarily requested withdrawal of its credit ratings from CRISIL for the bank facilities availed from Axis Bank Limited, as the sanctioned credit limits are below the Bank's requirement for maintaining an external credit rating. CRISIL confirmed the withdrawal of the credit ratings assigned to the Company's bank facilities on April 14, 2026.

TRANSFER OF UNPAID AND UNCLAIMED AMOUNTS TO IEPF:

Pursuant to the provisions of Section 124(5) of the Companies Act, 2013, the dividend which remained unclaimed/ unpaid for a period of seven years from the date of transfer to unpaid dividend account is required to be transferred to the Investor Education and Protection Fund (IEPF) established by the Central Government. As a result, the unclaimed/unpaid dividend pertaining to the Financial Year 2017-18 which remained unpaid and unclaimed for a period of 7 years has been transferred by the Company to the IEPF.



The Company has uploaded the details of unclaimed/unpaid Dividend for the Financial Year 2017-18 onwards on its website at www.dai-ichiindia.com/investors and on website of the Ministry of Corporate Affairs i.e. www.mca.gov.in. Further, as dividend was not declared for the Financial Year ended 2018-19, no unclaimed/unpaid amount is due to be transferred to IEPF during the Financial Year 2026-27.

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

Pursuant to the provisions of Section 124(6) of the Companies Act, 2013 and the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, all the equity shares of the Company in respect of which dividend amounts have not been paid or claimed by the shareholders for seven consecutive years or more are required to be transferred to demat account of the Investor Education and Protection Fund Authority (IEPF Authority).

Accordingly, 6066 equity shares belonging to 43 shareholders of the Company were transferred to Demat Account of IEPF Authority during the Financial Year 2025-26. The Company had sent individual notice to all the aforesaid shareholders and had also published the notice in the leading English and Marathi newspapers. The details of the aforesaid shareholders are available on website of the Company at www.dai-ichiindia.com/investors

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

NODAL OFFICER:

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

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

During the Financial Year 2025-26, there were no significant or material orders passed by the regulators or courts or tribunals which impact the Company's going-concern status and its operations in the future.

PROCEEDINGS UNDER INSOLVENCY AND BANKRUPTCY CODE:

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

ONE-TIME SETTLEMENT:

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

ADOPTION OF NEW SET OF MEMORANDUM OF ASSOCIATION (MOA) AND ARTICLES OF ASSOCIATION (AOA):

During the Financial Year 2025-26, the Company at its 65th Annual General Meeting held on August 20, 2025, approved the adoption of new set of Memorandum of Association (MOA) and Articles of Association (AOA) of the Company as per Companies Act, 2013, in substitution, and to the entire exclusion, of the earlier existing MOA and AOA of the Company.

COMPLIANCE WITH SECRETARIAL STANDARDS:

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

LISTING:

The Equity Shares of your company are presently listed on BSE Limited and the Company has paid the annual listing fees for the Financial Year 2026-27.

ACKNOWLEDGEMENT:

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

CAUTIONARY NOTE:

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

For and on behalf of the Board

Place: Mumbai

Date : May 8, 2026

Ms. Meher Vakil Taff

Vice-Chairperson, Chief Executive Officer &
Managing Director

Mrs. Shernaz Vakil

Chairperson & Whole-time Director

ANNEXURE 'I' TO THE DIRECTORS' REPORT**Report on Corporate Social Responsibility (CSR) Activities****1. Brief outline of CSR Policy of the Company:**

The Company had formulated CSR Policy pursuant to the requirements of Section 135 of the Companies Act, 2013 read with the Rules made thereunder. The Board of Directors of the Company at its meeting held on August 7, 2025, adopted the modified CSR Policy, as recommended by the CSR Committee.

The salient features of the CSR Policy are CSR Philosophy and Vision, Constitution and Composition of CSR Committee, activities where CSR could be undertaken, Amount of expenditure to be incurred on the CSR activities, Mode of Implementation, CSR Reporting and Monitoring of CSR policy.

2. Composition of CSR Committee:

Sl. No.	Name of Director	Designation	Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
1.	Mr. Ashok Hiremath	Chairman	Independent Director	1	1
2.	Mr. Adi Jehangir	Member	Non-Executive Director	1	1
3.	Mr. Behram Sorabji	Member	Independent Director	1	1
4.	Mrs. Shernaz Vakil	Member	Chairperson & Whole-time Director	1	1
5.	Ms. Meher Vakil Taff	Member	Managing Director	1	1

3. Provide the web-link(s) where Composition of CSR Committee, CSR Policy and CSR Projects approved by the board are disclosed on the website of the company - <https://www.dai-ichiindia.com/wp-content/uploads/2025/08/CSR-POLICY.pdf>
4. Provide the executive summary along with web-link(s) of Impact Assessment of CSR Projects carried out in pursuance of sub-rule (3) of rule 8, if applicable - **Not Applicable**
5.
 - (a) Average net profit of the company as per sub-section (5) of section 135 - ₹ **667.32 Lakhs**
 - (b) Two percent of average net profit of the company as per sub-section (5) of section 135 - ₹ **13.35 Lakhs**
 - (c) Surplus arising out of the CSR Projects or programmes or activities of the previous financial years - **Nil**
 - (d) Amount required to be set-off for the financial year, if any - **Nil**
 - (e) Total CSR obligation for the financial year (5b+5c-5d) - ₹ **13.35 Lakhs**
6.
 - (a) Details of CSR amount spent against **ongoing projects** for the financial year: **Not Applicable**
 - (b) Details of CSR amount spent against **other than ongoing projects** for the financial year:

(₹ In lakhs)

Sl. No.	Name of the Project	Item from the list of activities in schedule VII to the Act.	Local area (Yes/No)	Location of the project.		Amount spent for the project (₹ in lakhs)	Mode of implementation Direct (Yes/No)	Mode of implementation - Through implementing agency.	
				State	District			Name	CSR registration number.
1	Promoting Healthcare	Eradicating hunger, poverty and malnutrition - Akshaya Chaitanya	Yes	Maharashtra	Mumbai	5 lakhs	No	Rotary Club Bombay Charities Trust No. 3	CSR00004479
2	Rural development projects	Integrated Village Development Program	Yes	Maharashtra	Palghar	8.35 lakhs	No	Rotary Club Bombay Charities Trust No. 3	CSR00004479
				Total		13.35 lakhs			



- (c) Amount spent on administrative overheads - **Nil**
- (d) Amount spent on Impact Assessment, if applicable - **Not Applicable**
- (e) Total amount spent for the Financial Year (6a+6b+6c) - ₹ **13.35 Lakhs**
- (f) CSR amount spent or unspent for the Financial Year:

Total Amount Spent for the Financial Year. (in ₹)	Amount Unspent (in ₹)				
	Total Amount transferred to Unspent CSR Account as sub-section (6) of section 135.		Amount transferred to any fund specified under Schedule VII as per second proviso to sub-section (5) of section 135.		
	Amount	Date of transfer	Name of the fund	Amount	Date of transfer
₹ 13.35 Lakhs	Not Applicable		Not Applicable		

- (g) Excess amount for set-off, if any: **Nil**

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

Sl. No.	Preceding Financial Year(s)	Amount transferred to Unspent CSR Account under sub-section (6) of section 135 (in ₹)	Balance Amount in Unspent CSR Account under sub-section (6) of section 135 (in ₹)	Amount Spent in the Financial Year (in ₹)	Amount transferred to a Fund as specified under Schedule VII as per second proviso to sub-section (5) of section 135, if any		Amount remaining to be spent in succeeding Financial Years (in ₹)	Deficiency, if any
					Amount (in ₹)	Date of Transfer		
Not Applicable								

8. Whether any capital assets have been created or acquired through Corporate Social Responsibility amount spent in the Financial Year: **No**
9. Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per sub-section (5) of section 135: **Not Applicable**

For and on behalf of the Board

Place: Mumbai
Date : May 8, 2026

Mr. Ashok Hiremath
Chairman of the CSR Committee
(DIN: 00349345)

Mrs. Shernaz Vakil
Chairperson & Whole-time Director
(DIN: 00002519)

ANNEXURE 'II' TO THE DIRECTORS' REPORT**1. PARTICULARS UNDER SECTION 197(12) OF THE COMPANIES ACT, 2013 AND RULE 5(1) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014.****(i) The ratio of the remuneration of each director to the median remuneration of the employees for the Financial Year, 2025-26:**

Name of the Director	Designation	Ratio to Median
Mrs. Shernaz Vakil	Chairperson and Whole-time Director	70.86:1
Ms. Meher Vakil Taff*	Managing Director	64.91:1
Mr. Adi Jehangir	Non-Executive Non-Independent Director	0.20:1
Mr. Ashok Hiremath	Independent Director	0.60:1
Mr. Behram Sorabji	Independent Director	0.60:1
Mr. Srinivasan Vishwanathan	Independent Director	0.45:1

*Change in designation of Ms. Meher Vakil Taff from Managing Director to Vice-Chairperson, Chief Executive Officer & Managing Director of the Company effective April 1, 2026.

(ii) The percentage increase in remuneration of each Director, Chief Financial Officer and Company Secretary for the Financial Year, 2025-26:

Name	Designation	% Increase/(Decrease) in Remuneration
Mrs. Shernaz Vakil	Chairperson and Whole-time Director	14.93%
Ms. Meher Vakil Taff*	Managing Director	14.31%
Mr. Adi Jehangir	Non-Executive Non-Independent Director	(45%)
Mr. Ashok Hiremath	Independent Director	6.45%
Mr. Behram Sorabji	Independent Director	6.45%
Mr. Srinivasan Vishwanathan**	Independent Director	Not Applicable
Mr. Farokh Gandhi	Chief Financial Officer	15%
Mr. Ankit Shah	Company Secretary and Compliance Officer	46.76%

The Company only pays sitting fees to the Non-Executive Directors.

*Change in designation of Ms. Meher Vakil Taff from Managing Director to Vice-Chairperson, Chief Executive Officer & Managing Director of the Company effective April 1, 2026.

**Mr. Srinivasan Vishwanathan was appointed as an Independent Director w.e.f 23.1.2025, therefore the % increase in remuneration (sitting fees) for F.Y. 2025-26 as against that of F.Y. 2024-25 cannot be computed.

(iii) Percentage increase/(decrease) in the Median remuneration of employees during the Financial Year 2025-26	22.22%
(iv) Number of permanent employees on the roll of Company as on March 31, 2026	182
(v) Average percentile increase already made in the salaries of employees other than the managerial personnel in the last Financial Year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration	The average percentage increase in the salaries of employees other than the managerial personnel in the last Financial Year is 4.61% as against an increase of 14.47% in the salary of the managerial personnel, which includes Whole-time Director and Managing Director. The remuneration of the managerial personnel is within the overall limits approved by the shareholders of the Company.
(vi) Affirmation	It is hereby affirmed that the remuneration is as per the Remuneration policy for Directors, Key Managerial Personnel and other employees, adopted by the Company.



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

(i) Employed throughout the Financial Year 2025-26 with an aggregate remuneration not less than ₹ 1,02,00,000/- per annum:

Name	Mrs. Shernaz Vakil	Ms. Meher Vakil Taff
Age of the employee	74 years	40 years
Designation of the employee	Chairperson & Whole-time Director	Managing Director
Remuneration (F.Y. 2025-26)	₹ 389.75 lakhs	₹ 357.01 lakhs
Nature of employment	Full time Employment	Full time Employment
Qualification & Experience	Mrs. Shernaz Vakil holds M.A. degree in Industrial Psychology from Bombay University and M.B.A. degree from U.S.A. and has over 40 years of experience in business. She has played a vital role in the success of the Company. Under her able and dynamic leadership, the Company has undertaken all round measures for restructuring the business of the Company. Mrs. Shernaz Vakil is well recognized for her entrepreneur skills of managing business activities of the Company. She is involved in project implementation, policy planning, vision & strategy and long-term development activities of the Company, besides Corporate Governance.	Ms. Meher Vakil Taff holds Bachelor of Arts in Economics and Business Institutions from Northwestern University, Illinois, USA, and brings strong expertise in Marketing and Business Development, along with a sound understanding of business operations and stakeholder management. Ms. Meher Vakil Taff is recognized for her contributions to improving efficiency, execution discipline, and coordination across key functions including Marketing, Sales, IT, Finance, HR, and Production. She has been actively involved in designing and implementing business strategies, operating frameworks, and internal policies that strengthen performance, reinforce organizational culture, and support sustainable growth. Her professional experience includes working closely with multiple New York based companies on initiatives related to Marketing and Sales strategy, Business Operations, and Technology driven innovation, bringing valuable international perspective and best practices to the Company.
Date of commencement of employment	26.2.1979	1.4.2019
The percentage of equity shares held by the employee in the Company	34,07,169 (45.73%)	3,65,000 (4.90%)
Whether such employee is a relative of any director or manager of the Company and if so, name of such director or manager	Mrs. Shernaz Vakil is the mother of Ms. Meher Vakil Taff, Managing Director of the Company.	Ms. Meher Vakil Taff is the daughter of Mrs. Shernaz Vakil, Chairperson & Whole-time Director of the Company.

(ii) Employed for part of the Financial Year 2025-26 with an aggregate remuneration not less than ₹ 8,50,000/- per month: NONE

(iii) Employed throughout the Financial Year and in receipt of remuneration for Financial Year 2025-26 more than the remuneration drawn by managing director or whole-time director and is holding by themselves or along with their spouse and dependent children, two percent or more of the equity shares of the Company: NONE

ANNEXURE 'III' TO THE DIRECTORS' REPORT

Form No. MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED MARCH 31, 2026

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

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

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Dai-ichi Karkaria Limited** (hereinafter called "**the Company**") for the financial year ended March 31, 2026 [**"period under review"**]. The secretarial audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conduct/ statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company as listed in **Annexure II** and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the period under review, has complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place.

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

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



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

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

We further report that:

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

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

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

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

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

1. Alteration of Memorandum and Articles of Association

The Company passed a special resolution in its AGM dated August 20, 2025, to amend the Memorandum of Association (MOA) and Articles of Association (AOA) that was based on erstwhile Companies Act, 1956 in order to align with the format prescribed in Table A and Table F, respectively, of Schedule I to the Act.

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

**Vinita Nair
Joint Managing Partner
Membership No.: F10559
CP No.: 11902**

**Place: Mumbai
Date : May 05, 2026**

**UDIN: F010559H000279322
Peer Review Certificate No.:4123/2023**

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

Annexure I

ANNEXURE TO SECRETARIAL AUDIT REPORT (NON-QUALIFIED)

To,
The Members,
Dai-ichi Karkaria Limited

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

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



Annexure II

List of Documents

1. Minutes (signed and draft) for the meetings of the following held during the period under review:
 - a. Board of Directors dated May 16, 2025, August 7, 2025, November 14, 2025, and February 6, 2026;
 - b. Audit Committee dated May 16, 2025, August 7, 2025, November 14, 2025 and February 6, 2026;
 - c. Nomination and Remuneration Committee dated May 16, 2025 and February 6, 2026;
 - d. Stakeholders' Relationship Committee dated July 31, 2025, November 14, 2025 and March 2, 2026;
 - e. Corporate Social Responsibility Committee dated August 7, 2025;
 - f. Annual General Meeting dated August 20, 2025 ;
 - g. Resolutions passed by Postal Ballot;
2. Agenda papers for Board and Committee Meeting along with notice on a sample basis;
3. Proof of circulation of draft minutes of the Board and Committee meetings on a sample basis;
4. Annual Report for financial year 2024-25;
5. Directors' disclosures under the Act and rules made thereunder, and SEBI regulations stated above;
6. Statutory Registers under the Act and SEBI regulations;
7. Forms filed with the ROC including IEPF forms and intimations made to stock exchange;
8. Quarterly Compliance certificates furnished to the Board of Directors on a sample basis;
9. Policies/ Codes framed and disclosures under SEBI regulations;
10. Computation of net profit under section 198 as on March 31, 2023; March 31, 2024 and March 31, 2025;
11. Quarterly Compliance certificates furnished to the Board of Directors on a sample basis;
12. Documents relating to compliance with the provisions of specific laws applicable to the Company on a sample basis;

ANNEXURE 'IV' TO THE DIRECTORS' REPORT

INFORMATION REQUIRED AS PER SECTION 134(3)(m) OF THE COMPANIES ACT, 2013 AND FORMING PART OF THE DIRECTORS' REPORT FOR THE YEAR ENDED MARCH 31, 2026.

Form A & B Report:

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

FORM 'A' FOR DISCLOSURE OF CONSERVATION OF ENERGY

I. Conservation of Energy

1) Steps taken or impact on conservation of energy and steps taken by the company to reduce energy usage:

A. Energy and Utility Efficiency:

- Achieved 17.5% reduction in diesel consumption per MT through increased batch sizes for hot oil-based products and parallel reactor planning.
- Improved the steam to fuel ratio by 2% through proactive steam leakage repairs and systematic steam trap maintenance.
- Reduced power consumption by maintaining peak boiler efficiency with continuous monitoring of stack performance and ID fan usage.
- Improved system vacuum and significantly reduced effluent load by relocating vacuum systems and enhancing condenser cooling.

B. Process Enhancement & Productivity:

- Reduced batch cycle time in PDL/PDM by 6 hours through installation of a xylene transfer line with flow meters.
- Increased single stage product capacity by 50 MT per month through modification of the R-601 agitator.
- Minimized material handling and utility consumption through direct raw material transfers and bulk storage solutions.
- Enhanced productivity by expanding PR-4891 storage to enable larger MR batch sizes.

C. Asset Integrity and Reliability:

- Limited total breakdown time to just 8 hours during Financial Year 2025–26 through strategic procurement of critical spares, including VFDs and circulation pumps.
- Reduced mechanical breakdowns and effluent generation by replacing jackets on Reactors R-503 and R-504.

D. Additional Investment for Capacity Expansion:

- Installed four 12 KL reactors integrated with high efficiency ancillary systems, including heat exchangers, receivers, separators, and dedicated vacuum systems.
- Enhanced specialized production capabilities through installation of a new 10 KL EO (ethylene oxide) reactor.

2) Impact of Measures

The Company's energy conservation initiatives have delivered quantifiable improvements in utility efficiency, manpower optimization, and water stewardship. These measures have not only strengthened our sustainability profile but have also directly contributed to enhanced cost-competitiveness and reduced production overheads.



3) TOTAL ENERGY CONSUMPTION PER UNIT OF PRODUCTION:

(₹ In Lakhs)

Sr. No	Description	FY 2025-26	FY 2024-25
A.	Power and fuel consumption		
1.	ELECTRICITY		
(a)	Purchased		
	Units (KWH)	3,822,108	33,46,369
	Purchased cost of units (₹)	325.24	307.85
	Rate per unit purchased	8.51	9.20
(b)	Own generation		
(i)	Through Diesel Generator		
	No of units Generated (KWH)	55,344	93,174
	Diesel Oil consumed (KL)	22.51	34.33
	Cost of Diesel Oil consumed (₹)	31.08	31.36
	Cost of Diesel/Unit generated (₹)	20.44	33.66
(ii)	Through Steam Turbine Generator	NIL	NIL
2.	FURNACE OIL		
	Furnace oil consumed (KL)	Nil	1.66
	Cost of Furnace oil consumed (₹)	Nil	0.95
	Average rate (₹/Lt.)	Nil	57.13
3.	BIO-FUEL BRIQUETTES		
	Bio-fuel briquettes consumed (MT)	3,568	3,308.81
	Cost of Bio-fuel briquettes consumed (₹)	356.81	311.21
	Average rate (₹/MT)	10.00	9.41
B	Consumption per unit of production in MT		
	Electricity-KWH/Ton	680.77	633.21
	Furnace Oil -(Lt./ Ton)	N.A.	3.92
	Briquettes – (Ton / Ton)	0.48	0.42
	Coal - (Ton/Ton)	N.A.	Nil

4) Capital investment in Energy-Efficient Infrastructure: ₹ 53.79 Lakhs

5) Proposed Capital Expenditure for Energy Efficiency and Sustainability:

- Commissioning of a biomass based thermic fluid heater to reduce dependence on fossil fuels.
- Installation of an advanced boiler scrubber system to strengthen air quality compliance.
- Systematic replacement of reactor jackets to improve heat transfer efficiency and reduce energy losses.
- Installation of a new 50-liter pilot plant reactor to support energy efficient process scale-up and product development.
- Adoption of solar power generation to transition toward a more sustainable energy mix.

FORM 'B' FOR DISCLOSURE OF PARTICULARS WITH RESPECT OF TECHNOLOGY ABSORPTION**II. RESEARCH & DEVELOPMENT:****1) Efforts made towards technology absorption.****A. Surfactants & Specialty Chemicals:**

The Company focused on developing and customizing high-performance solutions to meet specific customer requirements. Key developments include:

- Developed innovative wetting and dispersing agents for advanced agrochemical formulations.
- Introduced new emulsifiers for pigments and HASE thickeners used in paints and personal care applications.
- Implemented performance driven enhancements to textile chemicals and expanded the personal care product portfolio.
- Developed specialized emulsifiers for the food and spice sectors, several of which were successfully commercialized.

B. Oilfield Chemicals and Related Downstream Applications:

R&D efforts were directed toward enhancing performance and cost-efficiency in upstream and downstream chemical segments:

- Developed next generation pour point depressants and viscosity index improvers to enhance lubricant performance.
- Optimized manufacturing processes and validated raw materials to deliver cost effective lubricity improvers, liquid flow improvers, demulsifiers, and high performance metal passivators.
- Advanced waxy crude management through development of next generation pour point depressants and liquid flow improvers to improve crude mobility.
- Designed high efficiency demulsifier intermediates for effective water separation and dehydration in crude processing.
- Developed performance grade corrosion inhibitors tailored to refinery chemical applications.

2) Benefits Derived from R&D Activities:

Our strategic investments in R&D have successfully diversified the Company's product portfolio across new applications and industries. These innovations have translated into increased sales volumes and a strengthened market share within key domestic and international segments. Furthermore, by aligning our product development with specific customer needs, we have enhanced brand loyalty and secured a competitive edge in specialized chemical markets.

3) Future Plan of Action for R&D:

The Company's R&D roadmap remains focused on the continuous development of high-performance specialty chemicals. We aim to further diversify our portfolio by expanding into emerging non-oilfield sectors while maintaining our core innovation in oilfield applications. By prioritizing sustainable chemistry and customized solutions, the R&D division will drive the next phase of the Company's growth and technological leadership.

4) Expenditure on R&D during the year:

Capital : NIL

Recurring : ₹ 197.70 lakhs

Total R&D expenditure as a percentage of turnover: 1.23%

5) Technology Absorption, Adaptation, and Innovation:

A. Efforts made towards technology absorption: The Company consistently absorbs and adapts advanced technologies to drive the development of new products and enhance the quality and efficiency of existing processes. This continuous integration of modern methodologies ensures that our manufacturing capabilities remain at the forefront of the specialty chemicals industry.

B. Information regarding imported technology: No technology has been imported by the Company during the last five years; all processes and innovations have been developed through indigenous research and internal expertise.

III. FOREIGN Exchange Earning and Outgo:

- Foreign Exchange Earning: ₹ 4,802 lakhs
- Foreign Exchange outgo: ₹ 1,271 lakhs



CORPORATE GOVERNANCE REPORT

The following Corporate Governance Report is attached as a part of the Directors' Report of the Company for the Financial Year 2025-26.

CORPORATE GOVERNANCE DISCLOSURE:

In accordance with the provisions of Regulation 34(3) of Chapter IV read with Para C of Schedule V of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), the Board of Directors present the Company's report on Corporate Governance for the Financial Year ended March 31, 2026.

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

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

2. BOARD OF DIRECTORS:

As on March 31, 2026, Board of Directors consisted of 6 (Six) Directors. The Board comprises of a Managing Director, a Whole-time Director and Chairperson and four Non-Executive Directors. Out of four Non-Executive Directors, three are Independent Directors. The Managing Director and the Whole-time Director are the Woman Directors. The Board's composition is in conformity with the applicable provisions of Companies Act, 2013 as well as Regulation 17 of Listing Regulations.

Number of Board Meetings:

During the Financial Year under review, 4 (Four) Board Meetings were held on May 16, 2025, August 7, 2025, November 14, 2025, and February 6, 2026.

Composition, Attendance and Shareholding of Directors:

The composition of the Board, attendance at Board Meetings held during the Financial Year under review and at the last 65th Annual General Meeting (AGM) and their shareholding as at March 31, 2026, in the Company are given hereunder:

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

Name of Director	Board meetings Attended	Attendance at last AGM	No. of Directorships in other Boards#	No. of Chairmanship/ Membership in other Board Committees##	Name of the Listed Companies in which Directors of the Company are Directors & category of Directorship.
Mr. Behram Sorabji (DIN: 02035239)	4	Yes	Nil	Nil	Independent Director: •Dai-ichi Karkaria Limited
Mr. Srinivasan Vishwanathan (DIN: 00208978)	3	Yes	1	0/1	Independent Director: •Dai-ichi Karkaria Limited •The Bombay Dyeing and Manufacturing Company Limited

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

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

*The shareholders of the Company have by way of a special resolution passed through postal ballot dated March 20, 2026, approved the change in designation of Ms. Meher Vakil Taff from Managing Director to Vice-Chairperson, Chief Executive Officer and Managing Director of the Company effective April 1, 2026, for a period of three years from April 1, 2026, to March 31, 2029.

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

As on March 31, 2026, Mrs. Shernaz Vakil holds 34,07,169 (45.73%), Ms. Meher Vakil Taff holds 3,65,000 (4.90%) and Mr. Adi Jehangir holds 100 (0.001%) Equity Shares of the Company. No other Director holds any shares in the Company. The Company has not issued any convertible instruments.

Familiarization Programme for Independent Directors:

Details of familiarization programmes imparted to the Independent Directors with the working of the Company during Financial Year 2025-26, are available on the website of the Company and can be accessed through web link:

https://www.dai-ichiindia.com/wp-content/uploads/2026/03/Familiarisation-Programme_2025-26.pdf

Confirmation as regards independence of Independent Directors:

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

During the period under review, no Independent Directors of the Company have resigned from the Board of Directors of the Company.

Meeting of Independent Directors:

As mandated by the Companies Act, 2013 and Regulation 25(3) of the Listing Regulations, separate meetings of Independent Directors was held on October 9, 2025, and April 9, 2026, for evaluation of the following;

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

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



Board of Directors skills/expertise/competencies:

The Board has identified the following skills / expertise / competencies fundamental for the effective functioning of the Company. The details of skills / expertise / competence possessed by Directors as on March 31, 2026 are given below:

Skill Areas	Shernaz Vakil	Meher Vakil Taff	Adi Jehangir	Ashok Hiremath	Behram Sorabji	Srinivasan Vishwanathan
Leadership Experience	✓	✓	✓	✓	✓	✓
Risk Assessment	✓	✓	✓	✓	✓	✓
Strategy & Planning	✓	✓	✓	✓	✓	✓
Governance	✓	✓	✓	✓	✓	✓
Financial expertise	✓	✓	✓	✓	✓	✓
People & Talent Understanding	✓	✓	-	✓	-	✓
Diversity of Perspective	✓	✓	-	✓	✓	✓
Legal and Regulatory Understanding	✓	✓	-	✓	-	✓

Board of Director's evaluation and criteria for evaluation:

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

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

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

3. BOARD COMMITTEES:

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

(i) Audit Committee:

The terms of reference cover the matters specified for Audit Committee under Regulation 18 read with Part C of Schedule II of Listing Regulations as well as in Section 177 of the Companies Act, 2013. It broadly includes reviewing of (i) the financial results and statements and the Auditors Report before submission to the Board; (ii) evaluation of internal financial controls; (iii) management discussion and analysis report; (iv) related party transactions;

(v) the internal audit reports; and (vi) the appointment, removal and terms of remuneration of the internal auditor/statutory auditor and (vii) Other financial related matters.

As on March 31, 2026, the Audit Committee comprises of Mr. Ashok Hiremath as Chairman, Mr. Behram Sorabji and Mr. Srinivasan Vishwanathan as members.

During the Financial Year under review, 4 (Four) Audit Committee Meetings were held on May 16, 2025, August 7, 2025, November 14, 2025 and February 6, 2026.

The attendance at the Audit Committee Meetings was as under:

Name of the Director	No. of meetings attended
Mr. Ashok Hiremath	4
Mr. Behram Sorabji	4
Mr. Srinivasan Vishwanathan	3

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

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

(ii) Stakeholders Relationship Committee:

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

As on March 31, 2026, the Stakeholders Relationship Committee comprises of Mr. Adi Jehangir as Chairman, Mrs. Shernaz Vakil, Mr. Ashok Hiremath and Ms. Meher Vakil Taff as members. Mr. Ankit Shah, Company Secretary & Compliance Officer, acts as Secretary to the Committee.

The Committee had 3 meetings during the Financial Year under review on July 31, 2025, November 14, 2025, and March 2, 2026, details of attendance is as under:

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

The previous AGM of the Company was attended by Chairman of the Stakeholders Relationship Committee. There are no pending complaints/grievances received during the Financial Year ended March 31, 2026.

(iii) Nomination and Remuneration Committee (NRC):

The terms of reference cover the matters specified for NRC under Regulation 19 read with Part D of Schedule II of the Listing Regulations and Section 178 of the Companies Act, 2013. The terms broadly include recommending to the Board, the setup and composition of the Board and its committees, the appointment/re-appointment of Directors, Key Managerial Personnel and Senior Management Personnel, setting the criteria for evaluation of the performance of the Board, its Committees and individual Directors, recommend to the Board all remuneration payable to Senior Management, Directors and Key Managerial Personnel and the Remuneration Policy for Directors and Key Managerial Personnel.

As on March 31, 2026, the NRC comprises of Mr. Ashok Hiremath as Chairman, Mr. Behram Sorabji, Mr. Srinivasan Vishwanathan and Mrs. Shernaz Vakil as members.



During the Financial Year under review, NRC meeting was held on May 16, 2025, and February 6, 2026. The attendance at the NRC is as under:

Name of the Director	No. of meetings attended
Mr. Ashok Hiremath	2
Mr. Behram Sorabji	2
Mr. Srinivasan Vishwanathan	2
Mrs. Shernaz Vakil	2

The previous AGM of the Company was attended by Chairman of the NRC.

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

(iv) Corporate Social Responsibility (CSR) Committee:

In accordance with the provisions of Section 135 of the Companies Act, 2013, read with the Companies (Corporate Social Responsibility Policy) Rules, 2014, the requirement to undertake CSR activities became applicable to the Company during the Financial Year 2025-26. This applicability was triggered as the Company's net profit exceeded the prescribed statutory threshold in the preceding Financial Year. In compliance with these mandates, the Board of Directors, at its meeting held on August 7, 2025, modified the CSR Policy.

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

As on March 31, 2026, the CSR Committee comprises of Mr. Ashok Hiremath as Chairman, Mr. Adi Jehangir, Mr. Behram Sorabji, Ms. Meher Vakil Taff and Mrs. Shernaz Vakil as members.

During the Financial Year 2025-26, CSR meeting was held on August 7, 2025. The attendance at the CSR meeting is as under:

Name of the Director	No. of meetings attended
Mr. Ashok Hiremath	1
Mr. Adi Jehangir	1
Mr. Behram Sorabji	1
Ms. Meher Vakil Taff	1
Mrs. Shernaz Vakil	1

During the Financial Year 2025-26, the Company had spent ₹ 13.35 Lakhs towards CSR expenditure in terms of the CSR annual action plan approved by the CSR Committee and the Board of Directors. The CSR initiatives of the Company were under the thrust area of promoting health care and rural development projects. The CSR annual action plan of the Company for the Financial Year 2025-26 along with the updated CSR Policy is available on the Company's website at <https://www.dai-ichiindia.com/investor/>.

4. SENIOR MANAGEMENT:

During the Financial Year 2025-26, Mr. Tajendra Gupta was appointed as Business Head in the category of Senior Management Personnel of the Company with effect from May 16, 2025. He later tendered his resignation from the service of the Company with effect from close of business hours of November 24, 2025, due to personal reasons.

The Senior Management Personnel of the Company for the Financial Year ending March 31, 2026, are as follows:

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

5. REMUNERATION PAID TO DIRECTORS OF THE COMPANY:**a) Executive Directors:**

The Company pays remuneration by way of salary, perquisites and performance linked incentive to Mrs. Shernaz Vakil, Chairperson & Whole-time Director and Ms. Meher Vakil Taff, Managing Director of the Company. The amount of performance linked incentive is based on the performance criteria of Chairperson & Whole-time Director and Managing Director of the Company, during the Financial Year 2025-26 evaluated by the Nomination and Remuneration Committee and Board of Directors, keeping in view of the Company's performance.

Following are the details of remuneration paid to the Executive Directors for the Financial Year ended March 31, 2026:

(Amount in ₹)

Particulars	Mrs. Shernaz Vakil Chairperson & Whole-time Director	Ms. Meher Vakil Taff Managing Director
Salary	1,68,95,400	1,46,91,648
Perquisites	1,67,59,147	1,63,80,870
Performance Linked Incentive	53,20,000	46,28,750
Total	3,89,74,547	3,57,01,268
Service Contract / Notice Period	Term of 3 years w.e.f. April 1, 2025 to March 31, 2028/ 3 months' notice period	Term of 3 years w.e.f. April 1, 2023 to March 31, 2026/ 3 months' notice period

b) Non-Executive Directors:

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

(Amount in ₹)

Name of Directors	Sitting Fees for Board Meetings	Sitting Fees for other Committee Meetings
Mr. Adi Jehangir	1,00,000	10,000
Mr. Ashok Hiremath	2,00,000	1,30,000
Mr. Behram Sorabji	2,00,000	1,30,000
Mr. Srinivasan Vishwanathan	1,50,000	95,000
Total	6,50,000	3,65,000

No sitting fees are paid for the meetings of the Stakeholders Relationship Committee.

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

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

6. a) GENERAL BODY MEETINGS:

The last three Annual General Meetings were held as under:

Financial year	Date	Time (IST)	Venue	Special Resolutions passed at the last three Annual General Meetings
2022-2023	22.9.2023	11:30 a.m.	Through Video Conferencing	- Appointment of Mr. Cyrus Bagwadia (DIN: 01565989) as an Independent Director of the Company for a period of 5 (five) years commencing from August 11, 2023, till August 10, 2028. - Appointment of Mr. Behram Sorabji (DIN: 02035239) as an Independent Director of the Company for a period of 5 (five) years commencing from August 11, 2023, till August 10, 2028.



Financial year	Date	Time (IST)	Venue	Special Resolutions passed at the last three Annual General Meetings
2023-2024	6.9.2024	11:30 a.m.	Through Video Conferencing	None
2024-2025	20.8.2025	11:30 a.m.	Through Video Conferencing	1. Re-appointment of Mr. Ashok Hiremath (DIN:00349345) as Non-Executive Independent Director of the Company for a second term of 5 (five) years commencing from September 8, 2025 till September 7, 2030. 2. To adopt a new set of Memorandum of Association (MOA) as per Companies Act, 2013. 3. To adopt a new set of Articles of Association (AOA) as per Companies Act, 2013.

b) POSTAL BALLOT: Pursuant to the provisions of Section 110 and other applicable provisions of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the Listing Regulations, the details of the resolutions passed during Financial Year 2025-26 by way of Postal Ballot are as follows:

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

- i. Re-appointment of Ms. Meher Vakil Taff (DIN: 07778396) as Managing Director of the Company, for a period of 3 (three) years from April 1, 2026, to March 31, 2029, including her terms of re-appointment and remuneration, and designating her as Vice-Chairperson, Chief Executive Officer and Managing Director of the Company.

Details of voting pattern of the above mentioned special resolution is as under:

Resolution No.	Total number of valid votes	Votes in favour of the resolution		Votes against the resolution	
		No. of votes	Percentage of votes	No. of votes	Percentage of votes
1	48,36,077	48,35,970	99.9978%	107	0.0022%

The aforesaid special resolution was passed with requisite majority.

No further special resolutions were proposed to be passed through postal ballot.

- B.** The Board of Directors had appointed Ms. Vinita Nair (Membership No. F10559 and COP No. 11902), Joint Managing Partner, as Scrutinizer for conducting the remote e-voting process in a fair and transparent manner. As per the MCA Circulars, physical copies of the Postal Ballot Notice, Postal Ballot form, and prepaid business reply envelopes were not sent to shareholders for the said Postal Ballot and a facility was extended for the shareholders to cast their vote only through remote e-voting. A Public Notice with regard to the Company's Postal Ballot Notice was published giving details of completion of dispatch of Postal Ballot Notice, e-voting and other requirements as mandated under the Act and applicable Rules. The scrutinizer submitted the report, after completion of the scrutiny, the result of e-voting by Postal Ballot was announced by the Company on March 20, 2026, and was sent to the Stock Exchange and displayed on the Company's website. The date of passing of the aforesaid resolution has been deemed to be on March 20, 2026, last date of remote e-voting period.

7. RELATED PARTY TRANSACTIONS:

All transactions entered into with Related Parties as defined under the Companies Act, 2013 and Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 during the Financial Year 2025-26, were under ordinary course of business and on an arm's length basis.

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

8. MEANS OF COMMUNICATION:

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

- b. Quarterly financial results have been published in Financial Express and Mumbai Lakshadeep newspapers.
- c. Website of the company is www.dai-ichiindia.com.
- d. Newspaper publications are hosted on the website of the Company at www.dai-ichiindia.com.
- e. Exclusive email id for investor correspondence/grievance redressal is investor@dai-ichiindia.com.
- f. No presentations have been made to institutional investors or to analysts.
- g. The Management Discussion and Analysis Report forms part of Directors' Report.
- h. Apart from sending Annual Report, the Company has also addressed various investor-centric letters/e-mails to its shareholders during the year. This includes reminders for claiming unclaimed/unpaid dividend from the Company, dematerialisation of shares, updating e-mail address, PAN, bank account details and Nomination details.

9. GENERAL SHAREHOLDER INFORMATION:

A. Annual General Meeting:

Date, Time and Venue:	August 27, 2026, at 11:30 a.m. (IST) through VC/OAVM pursuant to the MCA Circulars dated April 8, 2020, April 13, 2020, and September 22, 2025. Deemed Venue for Meeting: Registered office of the Company at Liberty Building, Sir Vithaldas Thackersey Marg, New Marine Lines, Mumbai- 400020
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B. Financial Calendar (tentative):

Financial Year:	April 1, 2026, to March 31, 2027
Board Meeting for consideration of Unaudited quarterly results for three quarters of the Financial Year 2026-27 i.e. June 2026; September 2026 and December 2026.	Within 45 days from the end of the quarter or within such other time as stipulated under the Listing Regulations.
Board meeting for consideration of Annual Audited results for the period ending March 31, 2027.	Within 60 days from the end of the Financial Year or within such other time as stipulated under the Listing Regulations.

C. Record Date: Thursday, August 20, 2026, for determining the entitlement of shareholders to the dividend for the Financial Year ended March 31, 2026.

D. Dividend Payment Date: within seven days of the AGM, subject to approval of the shareholders.

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

Payment of Annual Listing Fee: The Company has paid the annual listing fees for the Financial Year 2026-27.

F. Registrar and Share Transfer Agents:

Registrars & Transfer Agents: MUFG Intime India Private Limited
C 101, 247 Park, L B S Marg,
Vikhroli West, Mumbai 400 083.

Telephone No. 022-4918 6000

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

**G. Share Transfer System and updation of records:**

The Company has sent individual letters to all the shareholders holding shares of the Company in physical form for furnishing their PAN, KYC details and Nomination pursuant to SEBI Master Circular for Registrars to an Issue and Share Transfer Agents bearing reference nos. HO/38/13/(4)2026-MIRSD-POD/I/4298/2026 dated February 6, 2026. Shareholders may please note that SEBI vide its aforementioned Master Circular has mandated the Listed Companies to issue securities in demat form only while processing service requests viz. Issue of duplicate securities certificate, claim from Unclaimed Suspense Account, Renewal/ Exchange of securities certificate, Endorsement with Sub-division/ Splitting of securities certificate, Consolidation of securities certificates/folios, Transmission and Transposition received from physical shareholders.

Shareholders holding shares in physical form may kindly note that SEBI, vide its various circulars has mandated that dividend shall be paid only through electronic mode with effect from April 1, 2024. Accordingly, shareholders are requested to make service requests by submitting a duly filled and signed Form ISR-4, the format is available at: www.dai-ichiindia.com/wp-content/uploads/2026/06/Form_ISR-4.pdf. Shareholders holding equity shares of the Company in physical form are requested to kindly get their equity shares converted into demat/ electronic form to get inherent benefits of dematerialization and also considering that physical transfer of equity shares/ issuance of equity shares in physical form have been disallowed by the SEBI. The shareholders may also visit website of depositories viz. National Securities Depository Limited viz. <https://nsdl.co.in/faqs/faq.php> or Central Depository Services (India) Limited viz. <https://www.cdslindia.com/Investors/open-demat.html> for further understanding of the Demat procedure

H. DISTRIBUTION OF SHAREHOLDING AS ON MARCH 31, 2026:

No. of shares slab	Number of shareholders	(%) of shareholders	Number of shares	(%) of shares
upto to 100	3864	63.5735	175519	2.3556
101 to 200	804	13.228	136489	1.8318
201 to 500	751	12.356	265448	3.5625
501 to 1000	308	5.0675	239757	3.2177
1001 to 5000	274	4.5081	640515	8.5961
5001 to 10000	42	0.691	325027	4.3621
10001 to 100000	25	0.4113	770887	10.3458
100001 to above	10	0.1645	4897587	65.7286
TOTAL	6078	100	74,51,229	100

I. SHAREHOLDING PATTERN AS ON MARCH 31, 2026:

Categories of Shareholders		No. of shares held	%
A	Promoters Holding		
	Indian Promoters	47,67,296	63.98
	Foreign Promoters	Nil	Nil
	Persons acting in concert	Nil	Nil
	Sub Total	47,67,296	63.98
B	Non-Promoters Holding		
	Institutional Investors:	-	-
(i)	Mutual Funds and UTI	-	-
(ii)	Alternate Investment Funds	-	-
(iii)	Banks, Financial Institutions, Insurance Companies	-	-
(iv)	FII's	-	-
	Sub Total	-	-
C	Others:		
(i)	Private Corporate Bodies	2,16,995	2.91
(ii)	Indian Public (including HUF)	22,56,613	30.29
(iii)	NRIs	1,05,381	1.41
(iv)	Any other (LLP, KMP, Clearing Members & IEPF)	1,04,944	1.41
	Sub Total	26,83,933	36.02
	GRAND TOTAL	74,51,229	100.00

J. Dematerialization of shares:

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

The percentage of shares held in physical and dematerialized form as on March 31, 2026, are as mentioned below;

Particulars	Number of shares	% of Listed Capital
National Securities Depository Limited	58,01,720	77.86%
Central Depository Services (India) Limited	15,78,608	21.19%
Total Demat mode (A)	7380328	99.05%
Physical mode (B)	70,901	0.95%
Total (A + B)	74,51,229	100%

K. Plant locations

A. Plot No. D – 2/20, GIDC – II, Dahej -2, Vagra, District Bharuch, Gujarat – 392130.

B. Kurkumbh Industrial Area, Plot No. D-13, Village Kurkumbh, Taluka Daund, District Pune-413802.

L. Address for correspondence: For information on share transactions in electronic form and physical form and general correspondence:**MUFG Intime India Private Limited**

C 101, 247 Park, L B S Marg,
Vikhroli West, Mumbai 400 083.

Tel: 022 - 4918 6000

Fax: 022 - 4918 6060

E-mail: Investor.helpdesk@in.mpms.mufg.com

Compliance Officer of the Company is

Mr. Ankit Shah (Company Secretary)

Liberty Building, S. V. T. Marg,

New Marine Lines,

Mumbai - 400 020.

Tel: 022-69117130

Email: investor@dai-ichiindia.com

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

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

O: The Company's Banking loan facilities were rated by CRISIL Ratings Limited ("CRISIL") for Financial Year 2025-26. During Financial Year 2025-26, CRISIL upgraded the credit ratings for long-term rating at CRISIL BBB-/Stable and short-term rating at CRISIL A3 on July 22, 2025, and subsequently downgraded the long-term rating at CRISIL BB+/-Stable and short-term rating at CRISIL A4+ on March 4, 2026.

The Company voluntarily requested withdrawal of its credit ratings from CRISIL for the bank facilities availed from Axis Bank Limited, as the sanctioned credit limits are below the Bank's requirement for maintaining an external credit rating. CRISIL confirmed the withdrawal of the credit ratings assigned to the Company's bank facilities on April 14, 2026.

10. DISCLOSURES:

- There were no materially significant related party transactions that may have potential conflict with the interest of the Company. The policy for dealing with related party transaction is uploaded on the website of the Company at the following link: <https://www.dai-ichiindia.com/wp-content/uploads/2025/05/RPT-Policy.pdf>



- The policy for determining 'material' subsidiaries is uploaded on the website of the Company at the following link: <https://www.dai-ichiindia.com/wp-content/uploads/2014/08/Policy-for-determining-Material-Subsidiary.pdf>
- During the past 3 (three) years there have been no instances of non-compliance, penalties, strictures imposed on the Company by stock exchange or Securities and Exchange Board of India (SEBI) or any other statutory authority on any matter related to capital markets.
- The Company has a Vigil Mechanism / Whistle Blower Policy. No personnel have been denied access to the audit committee to lodge their grievances. The policy is uploaded on the website of the Company at the following link: <https://www.dai-ichiindia.com/wp-content/uploads/2023/02/Vigil-Mechanism-Policy..pdf>
- The Company in accordance with Regulation 30 of the Listing Regulations, has framed the Policy for determination of materiality of event or information for the purpose of making disclosures of event or information to the Stock Exchange under Listing Regulations, as amended. The Policy includes criteria for determination of the materiality of event and information and the manner for making disclosure of such events and information to the Stock Exchange. The policy is available on the Company's website under the web link: <https://www.dai-ichiindia.com/wp-content/uploads/2025/05/Policy-for-determination-of-Material-Events.pdf>
- The Company has complied with all the mandatory corporate governance requirements specified in Regulations 17 to 27 and clauses (b) to (i) of sub regulation (2) of Regulation 46 of the Listing Regulations. The Company has complied with all the requirements of the corporate governance report as specified in sub-paras (2) to (10) of Part C of Schedule V of the Listing Regulations. The Company has not adopted the non-mandatory requirements of the Listing Regulations.
- The Company has in place a Risk Management Policy which identifies elements of risk and the measures to counter it. The policy is reviewed by the Board every year, at the first Board Meeting held after the commencement of the Financial Year.
- The Company has not raised/utilised any funds through preferential allotment or qualified institutions placement as specified under Regulation 32(7A) of the Listing Regulations.
- The Company has received a certificate dated May 5, 2026, from M/s Vinod Kothari & Company, Practicing Company Secretaries confirming that none of the Directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as directors of companies by the Board/Ministry of Corporate Affairs or any such statutory authority is enclosed to this report.
- The Board has accepted all the recommendations of the Committees of the Board given from time to time during the Financial Year under review.
- The details of the total fees paid to B S R & Co. LLP, Chartered Accountant, Statutory Auditor of the Company during the Financial Year ending March 31, 2026, is given below:

Particulars	Amount (in ₹)
Statutory Audit fees	18,00,000
Limited review of quarterly results	27,00,000
Reimbursement of expenses	2,75,700
Total	47,75,700

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

The Statutory Audit fees for M/s Jagtiani & Naik, Chartered Accountants (Firm Registration No. 103854W), as the Statutory Auditors for Dai-ichi Goseichemicals (India) Limited, a subsidiary of the Company, for the Financial Year 2025-26 is ₹ 20,000/-.

The Company paid ₹ 4,00,000/- to B K Khare & Co., Chartered Accountant, towards tax audit of the Company for Financial Year 2024-25, during the Financial Year ended March 31, 2026.

- Disclosure in relation to the Sexual Harassment of Women at the Workplace (Prevention, Prohibition & Redressal) Act, 2013, for the Financial Year ended March 31, 2026;

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

- The Company and its subsidiary have not taken or given any loans and advances to firms/Companies/ Body Corporates in which directors are interested or deemed to be interested.
- The Company has no material subsidiaries for the Financial Year ended March 31, 2026.
- Details of shares that were required to be transferred to the unclaimed or suspense or escrow account during the Financial Year ended March 31, 2026, voting rights of which are frozen, is as follows:

Particulars	No. of Shareholders	No. of Shares
Aggregate number of Shareholders and the outstanding shares lying in the unclaimed or suspense or escrow account as at April 1, 2025	1	700
(Less): Number of Shareholders who approached the Issuer for transfer of shares from the unclaimed or suspense or escrow account and to whom the shares were transferred from the unclaimed or suspense or escrow account	-	-
Add: Number of Shareholders and their shares transferred to unclaimed or suspense or escrow account during the year	-	-
(Less): Number of shares transferred from unclaimed or suspense or escrow account to the IEPF authority during the Financial Year 2025-26	-	-
Aggregate number of outstanding equity shares in the unclaimed or suspense or escrow account as at March 31, 2026	1	700

- There were no such agreements entered by the Company that are binding and required to be reported under clause 5A of paragraph A of Part A of Schedule III of Listing Regulations.
- The Company has complied with all the requirements of the corporate governance report as specified in sub-para (2) to (10) of Part C of Schedule V of the Listing Regulations.
- There are no such outstanding global depository receipts or american depository receipts or warrants or any convertible instruments issued by the Company which will have any impact on equity.
- There are no such instances of suspension in the trading of its shares pursuant to para 9(h) of Part C of Schedule V of Listing Regulations
- All mandatory requirements are complied with.

11. CODE OF CONDUCT:

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

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

Sd/-

Meher Vakil Taff

Vice-Chairperson, Chief Executive Officer & Managing Director

12. CERTIFICATE ON CORPORATE GOVERNANCE:

The Company has obtained certificate from M/s. Vinod Kothari & Company, Practicing Company Secretaries confirming compliances with conditions of Corporate Governance as stipulated in the Listing Regulations.



CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS
[Pursuant to Regulation 34(3) read with Para C (10)(i) of Schedule V to the SEBI
(Listing Obligations and Disclosure Requirements) Regulations, 2015]

To,
The Members of
Dai-ichi Karkaria Limited,
Liberty Building,
Sir Vithaldas Thackersey Marg,
Mumbai - 400020.

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

In our opinion and to the best of our information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to us by the Company & its officers, we hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ended March 31, 2026 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India or the Ministry of Corporate Affairs or any such other statutory authority.

Sl. No	Name of the Director as on March 31, 2026	DIN	Category of Directorship as on March 31, 2026	Date of Appointment
1	Mrs. Shernaz Firoze Vakil	00002519	Whole-time Director, Chairperson	February 26, 1979
2	Ms. Meher Vakil Taff	07778396	Managing Director	April 1, 2019
3	Mr. Adi Hirji Jehangir	00001752	Non-Executive, Non-Independent Director	February 19, 1986
4	Mr. Ashok Vishwanath Hiremath	00349345	Non-Executive, Independent Director	September 9, 2020
5	Mr. Behram Maneck Sorabji	02035239	Non-Executive, Independent Director	August 11, 2023
6	Mr. Srinivasan Vishwanathan	00208978	Non-Executive, Independent Director	January 23, 2025

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

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

Vinita Nair
Joint Managing Partner
Membership No.: F10559 C P No.: 11902
UDIN: F010559H000279388
Peer Review Certificate No.: 4123/2023

Place: Mumbai
Date : May 05, 2026

CERTIFICATE ON CORPORATE GOVERNANCE

**To,
The Members,
Dai-ichi Karkaria Limited
Mumbai**

We have examined the compliance of Corporate Governance by **Dai-ichi Karkaria Limited ("the Company")** for the financial year ending on 31 March, 2026, as stipulated in Regulations 17 to 27 and clauses (b) to (i) and (t) of sub-regulation (2) of regulation 46 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations").

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

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

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

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

**Vinita Nair
Joint Managing Partner
Membership No.: F10559
CP No.: 11902**

**UDIN: F010559H000279399
Peer Review Certificate No.: 4123/2023**

**Place: Mumbai
Date : May 05, 2026**



Independent Auditors' Report

To the Members of Dai-Ichi Karkaria Limited

Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the standalone financial statements of Dai-Ichi Karkaria Limited (the "Company") which comprise the standalone balance sheet as at 31 March 2026, and the standalone statement of profit and loss (including other comprehensive income), standalone statement of changes in equity and standalone statement of cash flows for the year then ended, and notes to the standalone financial statements, including material accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 ("Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31 March 2026, and its loss and other comprehensive loss, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

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

Key Audit Matter

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

Revenue Recognition	
See Note 3 (H) and Note 26 to standalone financial statements	
The key audit matter	How the matter was addressed in our audit
Revenue is recognised when the control of the products being sold has been transferred to the customer. Due to the Company's sales being under various contractual terms across the country and globally, delivery to customers in different regions might take different time periods and may result in undelivered goods at the period end. We consider a risk of misstatement in the Standalone Financial Statements related to transactions occurring close to the year end, as these transactions could be recorded in the incorrect financial period (cut-off). There is also a risk of revenue being fraudulently overstated due to pressure on the Company to achieve performance targets throughout the period and towards the period end. Accordingly, fraud and cut-off risks in revenue recognition is considered as a key audit matter.	Our procedures included following : - Assessing the Company's accounting policies in respect of revenue recognition by comparing with applicable accounting standards; - Evaluating the design and implementation and testing the operating effectiveness of the Company's internal controls over recognition of revenue on selected samples of transactions; - Perform substantive testing and cut-off testing throughout the period (including period end), by selecting samples using statistical sampling of revenue transactions recorded during the year and verifying the underlying documents, which included sales invoices, dispatch documents and proof of delivery, depending on the terms of contracts with customer; - Examining journal entries posted to revenue to identify unusual or irregular items; - Evaluating adequacy of disclosures given in the standalone financial statements.

Other Information

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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



Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government of India in terms of Section 143(11) of the Act, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
- 2 A. As required by Section 143(3) of the Act, we report that:
 - a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b. In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books except for the matter stated in the paragraph 2(B)(f) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014.
 - c. The standalone balance sheet, the standalone statement of profit and loss (including other comprehensive income), the standalone statement of changes in equity and the standalone statement of cash flows dealt with by this Report are in agreement with the books of account.
 - d. In our opinion, the aforesaid standalone financial statements comply with the Ind AS specified under Section 133 of the Act.
 - e. On the basis of the written representations received from the directors as on 1 April 2026 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2026 from being appointed as a director in terms of Section 164(2) of the Act.
 - f. the qualification relating to the maintenance of accounts and other matters connected therewith are as stated in the paragraph 2A(b) above on reporting under Section 143(3)(b) of the Act and paragraph 2B(f) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014.
 - g. With respect to the adequacy of the internal financial controls with reference to financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".
- B. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - a. The Company has disclosed the impact of pending litigations as at 31 March 2026 on its financial position in its standalone financial statements - Refer Note 34 to the standalone financial statements.
 - b. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - c. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.
 - d (i) The management has represented that, to the best of its knowledge and belief, as disclosed in the Note 49(iii) to the standalone financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
 - (ii) The management has represented that, to the best of its knowledge and belief, as disclosed in the Note 49(iv) to the standalone financial statements, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Parties ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
 - (iii) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (i) and (ii) above, contain any material misstatement.
 - e. The final dividend paid by the Company during the year, in respect of the same declared for the previous year, is in accordance with Section 123 of the Act to the extent it applies to payment of dividend.

As stated in Note 36 to the standalone financial statements, the Board of Directors of the Company has proposed final dividend for the year which is subject to the approval of the members at the ensuing Annual General Meeting. The dividend declared is in accordance with Section 123 of the Act to the extent it applies to declaration of dividend.

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

- i. the feature of audit trail (edit log) facility was not enabled at the database level to log any direct data changes;
- ii. the audit trail (edit log) at application level was available for upto 999 changes from 1 April 2025 till 5 May 2025, if any, for every master data or transaction. From 6 May 2025, onwards the audit trail (edit log) at application level was enabled for upto 10,000 changes, if any, for every master data or transaction changes.

Further, where audit trail (edit log) facility was enabled, we did not come across any instance of audit trail feature being tampered with.

Additionally, where audit trail (edit log) facility was enabled and operated in the previous year, the audit trail has been preserved by the Company as per the statutory requirements for record retention.

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

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

For B S R & Co. LLP

Chartered Accountants

Firm's Registration No.:101248W/W-100022

Sd/-

Farhad Bamji

Partner

Membership No.: 105234

ICAI UDIN:26105234RMDRIE4371

Place : Mumbai

Date : 08 May 2026



Annexure A to the Independent Auditor's Report on the Standalone Financial Statements of Dai-ichi Karkaria Limited for the year ended 31 March 2026

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

- (i) (a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment and Right of Use assets.
(B) The Company has maintained proper records showing full particulars of intangible assets.
- (i) (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has a regular programme of physical verification of its Property, Plant and Equipment and Right of Use Assets by which all property, plant and equipment and right of use assets are verified in a phased manner over a period of three years. In accordance with this programme, certain property, plant and equipment were verified during the year. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets. No discrepancies noticed on such verification.
- (c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties (other than immovable properties where the Company is the lessee and the leases agreements are duly executed in favour of the lessee) disclosed in the standalone financial statements are held in the name of the Company.
- (d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not revalued its Property, Plant and Equipment (including Right of Use assets) or intangible assets or both during the year.
- (e) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there are no proceedings initiated or pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder.
- (ii) (a) The inventory, except goods-in-transit has been physically verified by the management during the year. For goods-in-transit subsequent evidence of receipts has been linked with inventory records. In our opinion, the frequency of such verification is reasonable and procedures and coverage as followed by management were appropriate. No discrepancies were noticed on verification between the physical stocks and the book records that were more than 10% in the aggregate of each class of inventory
(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of security of current assets. In our opinion, the quarterly returns or statements filed by the Company with such banks or financial institutions are in agreement with the books of account of the Company.
- (iii) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured to companies, firms, limited liability partnership or any other parties during the year. The Company has made investments in other party, in respect of which the requisite information is as below. The Company has not made any investments in companies, firms or limited liability partnerships.
 - (a) Based on the audit procedures carried on by us and as per the information and explanations given to us, the Company has not provided any loans or advances in the nature of loans or stood guarantee or provided security to any other entity.
 - (b) According to the information and explanations given to us and based on the audit procedures conducted by us, in our opinion the investments made are, prima facie, not prejudicial to the interest of the Company. Further, the Company has not provided any guarantee or security or granted any loan or advance in the nature of loan to any party during the year.
 - (c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not given any loans or advance in the nature of loan to any party during the year. Accordingly, clause (iii)(c) to (f) of the Order is not applicable.
- (iv) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not given any loans, or provided any guarantee or security as specified under Section 185 and 186 of the Companies Act, 2013 ("the Act"). In respect of the investments made by the Company, in our opinion the provisions of Section 186 of the Act have been complied with.
- (v) The Company has not accepted any deposits or amounts which are deemed to be deposits from the public. Accordingly, clause 3(v) of the Order is not applicable.
- (vi) We have broadly reviewed the books of accounts maintained by the Company pursuant to the rules prescribed by the Central Government for maintenance of cost records under Section 148(1) of the Act in respect of its manufactured goods and are of the opinion that prima facie, the prescribed accounts and records have been made and maintained. However, we have not carried out a detailed examination of the records with a view to determine whether these are accurate or complete.

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

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

According to the information and explanations given to us and on the basis of our examination of the records of the Company, no undisputed amounts payable in respect of Goods and Services Tax, Provident Fund, Employees State Insurance, Income-Tax, Duty of Customs or Cess or other statutory dues were in arrears as at 31 March 2026 for a period of more than six months from the date they became payable.

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

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

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

- (ix) (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not defaulted in repayment of loans and borrowing or in the payment of interest thereon to any lender.
- (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not been declared a wilful defaulter by any bank or financial institution or government or government authority.
- (c) In our opinion and according to the information and explanations given to us by the management, the Company has not obtained any term loans during the year and the term loans obtained in the previous periods were fully utilised in the respective periods. Accordingly, clause 3(ix)(c) of the Order is not applicable.
- (d) According to the information and explanations given to us and on an overall examination of the standalone financial statements of the Company, we report that no funds raised on short-term basis have been used for long-term purposes by the Company.
- (e) According to the information and explanations given to us and on an overall examination of the standalone financial statements of the Company, we report that the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiary or joint venture as defined under the Act.
- (f) According to the information and explanations given to us and procedures performed by us, we report that the Company has not raised loans during the year on the pledge of securities held in its subsidiary or joint venture (as defined under the Act).



- (x) (a) The Company has not raised any moneys by way of initial public offer or further public offer (including debt instruments). Accordingly, clause 3(x)(a) of the Order is not applicable.
- (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year. Accordingly, clause 3(x)(b) of the Order is not applicable.
- (xi) (a) During the course of our examination of the books and records of the Company and according to the information and explanations given to us, no fraud by the Company or on the Company has been noticed or reported during the year.
- (b) According to the information and explanations given to us, no report under sub-section (12) of Section 143 of the Act has been filed by the auditors in Form ADT-4 as prescribed under Rule 13 of the Companies (Audit and Auditors) Rules, 2014 with the Central Government.
- (c) As represented to us by the management, there are no whistle blower complaints received by the Company during the year.
- (xii) According to the information and explanations given to us, the Company is not a Nidhi Company. Accordingly, clause 3(xii) of the Order is not applicable.
- (xiii) In our opinion and according to the information and explanations given to us, the transactions with related parties are in compliance with Section 177 and 188 of the Act, where applicable, and the details of the related party transactions have been disclosed in the standalone financial statements as required by the applicable accounting standards.
- (xiv) (a) Based on information and explanations provided to us and our audit procedures, in our opinion, the Company has an internal audit system commensurate with the size and nature of its business.
- (b) We have considered the internal audit reports of the Company issued till date for the period under audit.
- (xv) In our opinion and according to the information and explanations given to us, the Company has not entered into any non-cash transactions with its directors or persons connected to its directors and hence, provisions of Section 192 of the Act are not applicable to the Company.
- (xvi) (a) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, clause 3(xvi)(a) of the Order is not applicable.
- (b) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, clause 3(xvi)(b) of the Order is not applicable.
- (c) The Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, clause 3(xvi)(c) of the Order is not applicable.
- (d) The Company is not part of any group (as defined in the regulations made by the Reserve Bank of India). Accordingly, the requirements of clause 3(xvi)(d) are not applicable.
- (xvii) The Company has not incurred cash losses in the current and in the immediately preceding financial year.
- (xviii) There has been no resignation of the statutory auditors during the year. Accordingly, clause 3(xviii) of the Order is not applicable.
- (xix) According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that the Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.
- Also refer to the Other Information paragraph of our main audit report which explains that the other information comprising the information included in Annual report is expected to be made available to us after the date of this auditor's report.
- (xx) In our opinion and according to the information and explanations given to us, there is no unspent amount under sub-section (5) of Section 135 of the Act pursuant to any project. Accordingly, clauses 3(xx)(a) and 3(xx)(b) of the Order are not applicable.

For B S R & Co. LLP

Chartered Accountants

Firm's Registration No.:101248W/W-100022

Sd/-

Farhad Bamji

Partner

Membership No.: 105234

ICAI UDIN:26105234RMDRIE4371

Place : Mumbai

Date : 08 May 2026

Annexure B to the Independent Auditor's Report on the standalone financial statements of Dai-Ichi Karkaria Limited for the year ended 31 March 2026

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

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

Opinion

We have audited the internal financial controls with reference to financial statements of Dai-Ichi Karkaria Limited ("the Company") as of 31 March 2026 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

In our opinion, the Company has, in all material respects, adequate internal financial controls with reference to financial statements and such internal financial controls were operating effectively as at 31 March 2026, based on the internal financial controls with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (the "Guidance Note").

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

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

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to financial statements. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements were established and maintained and if such controls operated effectively in all material respects.

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

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

Meaning of Internal Financial Controls with Reference to Financial Statements

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



Inherent Limitations of Internal Financial Controls with Reference to Financial Statements

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

For B S R & Co. LLP

Chartered Accountants

Firm's Registration No.:101248W/W-100022

Sd/-

Farhad Bamji

Partner

Membership No.: 105234

ICAI UDIN:26105234RMDRIE4371

Place : Mumbai

Date : 08 May 2026

Standalone Balance Sheet as at 31 March 2026

(₹ in lakhs)

Particulars	Note No.	As at 31 March 2026	As at 31 March 2025
A. ASSETS			
NON-CURRENT ASSETS			
(a) Property, plant and equipment	4	11,038	11,431
(b) Capital work-in-progress	4	386	85
(c) Investment property	4	10	20
(d) Intangible assets	4	18	* -
(e) Right to use assets.....	4	1,099	1,112
(f) Financial assets			
(i) Investments in subsidiary & joint venture	5(a)	68	68
(ii) Other investments	5(b)	1	1
(iii) Other financial assets.....	6	527	689
(g) Deferred tax assets (net)	7	-	3
(h) Non current tax assets (net)	8	493	532
(i) Other non-current assets	9	10	11
Total non-current assets		13,650	13,952
CURRENT ASSETS			
(a) Inventories	10	1,997	1,919
(b) Financial Assets			
(i) Investments	11	422	27
(ii) Trade receivables	12	3,134	2,980
(iii) Cash and cash Equivalents	13	111	877
(iv) Bank balances other than (iii) above	14	181	170
(v) Other financial assets	15	211	107
(c) Other current assets	16	449	932
Total current assets		6,505	7,012
Total assets		20,155	20,964
B. EQUITY AND LIABILITIES			
EQUITY			
(a) Equity share capital	17	745	745
(b) Other equity	18	15,469	15,801
Total equity		16,214	16,546
LIABILITIES			
Non-current liabilities			
(a) Financial liabilities			
(i) Borrowings	19(a)	-	18
(ii) Other financial liabilities.....	19(b)	52	52
(b) Provisions	20	256	194
(c) Deferred Tax Liabilities (Net)	7	8	-
Total non-current liabilities		316	264
CURRENT LIABILITIES			
(a) Financial liabilities			
(i) Borrowings	21	1,300	1,255
(ii) Trade payables			
Total outstanding dues of micro enterprises and small enterprises; and	22	131	40
Total outstanding dues of creditors other than micro enterprises and small enterprises	22	1,675	2,360
(iii) Other financial liabilities	23	224	223
(b) Other current liabilities.....	24	68	86
(c) Provisions.....	25	227	190
Total current liabilities		3,625	4,154
Total liabilities (current and non current)		3,941	4,418
Total equity and liabilities		20,155	20,964

* Represents amount less than ₹ 1 lakh

Summary of material accounting policies

Notes forming part of the standalone financial statements

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

As per our report of even date attached

For B S R & Co. LLP

Chartered Accountants

Firm's Registration No: 101248W/W-100022

Farhad Bamji

Partner

Membership No: 105234

Place : Mumbai

Date : 8 May 2026

For and on behalf of the Board of Directors**Dai-Ichi Karkaria Limited****CIN: L24100MH1960PLC011681****S. F. Vakil**Chairperson and
Wholetime Director
(DIN: 00002519)**Farokh P Gandhi**Chief Financial Officer
Membership No. 47573**Meher Vakil Taff**Vice Chairperson, Chief Executive Officer
and Managing Director
(DIN: 07778396)**Ankit Shah**Company Secretary
Membership No. A35008
Place : Mumbai
Date : 8 May 2026



Standalone Statement of Profit and Loss for the year ended 31 March 2026

		(₹ in lakhs)	
Particulars	Note No.	Year ended 31 March, 2026	Year ended 31 March, 2025
Income			
Revenue from operations.....	26	16,130	18,138
Other income.....	27	735	446
Total income.....		16,865	18,584
Expenses			
Cost of materials consumed.....	28	10,524	11,524
Changes in inventories of finished goods, semi-finished goods and work-in-progress	29	158	124
Employee benefits expense.....	30	2,566	2,277
Finance costs.....	31	95	183
Depreciation and amortisation expense.....	32	1,013	1,015
Other expenses.....	33	2,536	2,767
Total expenses.....		16,892	17,890
(Loss)/Profit before exceptional item and tax		(27)	694
Exceptional items (Refer Note 48)			
One time impact of New Labour Codes		(20)	-
Profit on sale of tenancy rights		-	153
(Loss)/Profit after exceptional item before tax.....		(47)	847
Tax expenses			
Income tax adjustment of earlier years		(5)	18
Deferred tax (net).....		12	211
Total tax expenses		7	229
(Loss)/Profit after tax for the year		(54)	618
Other comprehensive income/(loss)			
Items that will not be reclassified to profit and loss			
Remeasurements of post-employment benefit obligation		(22)	(13)
Income tax related to items that will not be reclassified to profit or loss....		5	3
Other comprehensive income/(loss) for the year (net of income tax)		(17)	(10)
Total comprehensive income for the year.....		(71)	608
Earnings per equity share Basic and Diluted (of ₹ 10/- each)	38	(0.72)	8.29
Summary of material accounting policies	3		
Notes forming part of the standalone financial statements	1-51		
The accompanying notes are an integral part of these standalone financial statements			

As per our report of even date attached

For B S R & Co. LLP

Chartered Accountants

Firm's Registration No: 101248W/W-100022

Farhad Bamji

Partner

Membership No: 105234

Place : Mumbai

Date : 8 May 2026

For and on behalf of the Board of Directors

Dai-ichi Karkaria Limited

CIN: L24100MH1960PLC011681

S. F. Vakil

Chairperson and
Wholtime Director
(DIN: 00002519)

Farokh P Gandhi

Chief Financial Officer
Membership No. 47573

Meher Vakil Taff

Vice Chairperson, Chief Executive Officer
and Managing Director
(DIN: 07778396)

Ankit Shah

Company Secretary
Membership No. A35008

Place : Mumbai

Date : 8 May 2026

**Standalone Statement of Changes in Equity
for the year ended 31 March 2026**
A - Equity share capital

Particulars	As at 31 March, 2026		As at 31 March, 2025	
	Number of shares	₹ in lakhs	Number of shares	₹ in lakhs
(A) Authorised				
Equity shares of ₹ 10/- each with voting rights	1,00,00,000	1,000	1,00,00,000	1,000
(B) Issued, subscribed and fully paid				
Equity shares of ₹ 10/- each with voting rights				
Balance at the beginning of the reporting year	74,51,229	745	74,51,229	745
Changes in equity share capital during the year	-	-	-	-
Balance at the end of the reporting year	74,51,229	745	74,51,229	745

B - Other Equity

(₹ in lakhs)

Particulars	Reserves and Surplus					Total other equity
	Capital Reserve	Securities Premium Reserve	Capital Redemption Reserve	General Reserve	Retained Earnings	
Balance as at 1 April 2024	77	2,594	16	519	12,136	15,342
Profit for the year ended	-	-	-	-	618	618
Other Comprehensive income/(loss) for the year (net of tax)	-	-	-	-	(10)	(10)
Total Comprehensive income for the year	-	-	-	-	608	608
Transactions with owners of the Company	-	-	-	-	-	-
Dividend on Equity Shares	-	-	-	-	(149)	(149)
Balance as at 31 March 2025	77	2,594	16	519	12,595	15,801
Loss for the year ended	-	-	-	-	(54)	(54)
Other Comprehensive income/(loss) for the year (net of tax)	-	-	-	-	(17)	(17)
Total Comprehensive income for the year	-	-	-	-	(71)	(71)
Transactions with owners of the Company	-	-	-	-	-	-
Dividend on Equity Shares	-	-	-	-	(261)	(261)
Balance as at 31 March 2026	77	2,594	16	519	12,263	15,469

Summary of material accounting policies

3

Notes forming part of the standalone financial statements

1-51

As per our report of even date attached

For B S R & Co. LLP

Chartered Accountants

Firm's Registration No: 101248W/W-100022

Farhad Bamji

Partner

Membership No: 105234

Place : Mumbai

Date : 8 May 2026

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

Chairperson and
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Vice Chairperson, Chief Executive Officer
and Managing Director
(DIN: 07778396)

Ankit Shah

Company Secretary
Membership No. A35008

Place : Mumbai

Date : 8 May 2026



Standalone Statement of Cash Flow for the year ended 31 March 2026

(₹ in lakhs)

Particulars	For the Year ended 31 March, 2026	For the Year ended 31 March, 2025
A Cash Flow from Operating Activities:		
(Loss)/Profit after exceptional items before tax	(47)	847
<u>Adjustments for:</u>		
Depreciation and amortisation	1,013	1,015
Profit on sale of property, plant and equipments	-	(17)
Net loss(gain) on Investments at fair value through profit and loss	(10)	(1)
Dividend income	(271)	-
Interest income	(52)	(70)
Interest expenses	95	183
Inventory assets written off during the year	6	60
(Reversal)/Provision for doubtful trade receivables	(25)	70
Sundry balance written off	5	
Liabilities no longer payable written back	(5)	(1)
Unrealised foreign currency loss/(gain) on revaluation (net)	5	10
Subtotal of Adjustments	761	1,249
Operating Profit before working capital changes	714	2,096
Changes in working capital:		
Adjustments for increase/decrease in:		
Increase in trade receivables	(159)	(795)
(Increase)/Decrease in other financial assets and other assets	513	(376)
Increase in inventories	(84)	(313)
Increase/(Decrease) in trade payable, other financial liabilities and other liabilities	(592)	935
Increase in provisions	84	60
Subtotal of Adjustments	(238)	(489)
Net cash generated from operations	476	1,607
Less : Income tax paid (net)	42	5
Net cash generated from operating activities	518	1,612
B Cash Flow from Investing Activities:		
Purchases of property, plant and equipment and intangible assets	(943)	(296)
Proceeds from sale of property, plant and equipment	14	34
Investment in Mutual Fund	(385)	
Investment in fixed deposit with bank	19	(207)
Dividend received	271	-
Interest received	52	70
Net cash generated (used in)/ from investing activities	(972)	(399)

Standalone Statement of Cash Flow for the year ended 31 March, 2026 (Contd.)

(₹ in lakhs)

Particulars	For the Year ended 31 March, 2026	For the Year ended 31 March, 2025
C Cash Flow from Financing Activities:		
Repayment towards non-current borrowings	(18)	(116)
(Repayment)/Proceeds from current borrowings	45	(503)
Dividend paid	(261)	(149)
Interest paid	(96)	(183)
Net Cash (used in)/ from financing activities	(330)	(951)
D Net (Decrease) / Increase in cash and cash equivalents (A+B+C)	(784)	262
E Cash and cash equivalents as at beginning of the year	877	629
Add : Net Comprehensive Income	*-	-
Effect of movements in exchange rates on cash held	18	(14)
F Cash and cash equivalents as at end of the year (D+E)	111	877
* Amount below Rupees One Lakh		

Reconciliation of liabilities from financing activities	Non-current borrowing (including current portion) (a)	Current borrowings (b)	Total liabilities from financing activities (a+b)
Opening Balance (as at 1 April 2025)	18	1,255	1,273
Add : Proceeds during the year	-	45	45
Less : Repayment during the year	(18)	-	(18)
Closing Balance (as at 31 March 2026)	-	1,300	1,300

Notes:

- The above Cash Flow Statement has been prepared under the "Indirect Method" as set out in the Indian Accounting Standard (Ind AS-7) - "Statement of Cash Flows"
- Purchase of property, plant and equipment includes movements of capital work-in-progress (including capital advances) during the year.
- Cash and cash equivalents are cash and bank balance as per balance sheet

Summary of material accounting policies 3

Notes forming part of the Standalone financial statements 1-51

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

As per our report of even date attached

For B S R & Co. LLP

Chartered Accountants

Firm's Registration No: 101248W/W-100022

Farhad Bamji

Partner

Membership No: 105234

Place : Mumbai

Date : 8 May 2026

For and on behalf of the Board of Directors**Dai-Ichi Karkaria Limited****CIN: L24100MH1960PLC011681****S. F. Vakil**Chairperson and
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(DIN: 00002519)**Farokh P Gandhi**Chief Financial Officer
Membership No. 47573**Meher Wakil Taff**Vice Chairperson, Chief Executive Officer
and Managing Director
(DIN: 07778396)**Ankit Shah**Company Secretary
Membership No. A35008

Place : Mumbai

Date : 8 May 2026



Notes forming part of the Standalone financial statements for the year ended 31 March 2026

1. Company overview

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

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

2. Basis of preparation

A. Statement of compliance

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

The standalone financial statements were authorised for issue by the Company's Board of Directors on 8 May 2026. Details of the Company's material accounting policies are included in Note 3.

B. Functional and presentation currency

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

C. Basis of measurement

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

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

D. Current and non-current classification

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

E. Use of estimates and judgements

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

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

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

Useful lives of property, plant and equipment

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

Notes forming part of the Standalone financial statements for the year ended 31 March 2026 (Contd.)**Recoverability of deferred tax assets**

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

Fair value Measurement of financial instrument

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

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

Provisions and contingent liabilities

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

F. Recent accounting pronouncements

Recent pronouncements Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. For the year ended March 31, 2026, MCA has amended following Standards w.e.f. from April 1, 2025 viz Ind AS – 21 The Effects in Foreign Exchange Rates, Ind AS 1 Presentation of Financial Statements Ind AS 7, Statement of Cash Flows, Ind AS 107, Financial Instruments Disclosures and Ind AS 12 International Tax Reforms The Company has reviewed the new pronouncements and based on its evaluation has determined that it does not have any significant impact in its financial statements.

3. Material Accounting Policies**A. Financial instruments**

Financial assets and liabilities are recognised when the Company becomes a party to the contractual provisions of the instrument. Financial assets and liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value measured on initial recognition of financial asset or financial liability.

Cash and cash equivalents

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

Financial assets at amortised cost

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

Financial assets at fair value through other comprehensive income

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

Financial assets at fair value through profit or loss

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

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

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

Financial liabilities

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



Notes forming part of the Standalone financial statements for the year ended 31 March 2026 (Contd.)

Equity instruments

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

Derecognition of financial instruments

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

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

Offsetting

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

B. Impairment

Financial assets (other than at fair value)

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

Non-financial assets

Tangible and intangible assets

Property, plant and equipment and intangible assets with finite life are evaluated for recoverability whenever there is any indication that their carrying amounts may not be recoverable. If any such indication exists, the recoverable amount (i.e. higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the cash generating unit (CGU) to which the asset belongs.

If the recoverable amount of an asset (or CGU) is estimated to be less than its carrying amount, the carrying amount of the asset (or CGU) is reduced to its recoverable amount. An impairment loss is recognised in the standalone statement of profit and loss.

C. Property, plant and equipment / Depreciation

(i) Recognition and measurement

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

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

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

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

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

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

Notes forming part of the Standalone financial statements for the year ended 31 March 2026 (Contd.)**(ii) Subsequent expenditure**

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

(iii) Expenditure during construction period

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

(iv) Depreciation

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

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

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

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

D. Intangible assets**(i) Recognition and measurement**

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

(ii) Subsequent expenditure

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

(iii) Amortisation

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

The estimated useful lives are as follows:

Software	6 years
----------	---------

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

E. Inventories

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

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



Notes forming part of the Standalone financial statements for the year ended 31 March 2026 (Contd.)

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

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

F. Employee benefits

i. Short-term employee benefits

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

ii. Defined contribution plans

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

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

iii. Defined benefit plan

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

Gratuity

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

iv. Other long- term employee benefits – Compensated absences

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

G. Provisions, contingent liabilities and contingent assets

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

A present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle or a reliable estimate of the amount cannot be made, is disclosed as a contingent liability. Contingent liabilities are also disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non - occurrence of one or more uncertain future events not wholly within the control of the Company.

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

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

Notes forming part of the Standalone financial statements for the year ended 31 March 2026 (Contd.)**H. Revenue****i. Sale of goods**

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

ii. Rendering of services

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

iii. Rental income

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

iv. Export benefits

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

v. Dividend

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

vi. Interest income

Interest income is recognised using the effective interest rate method.

I. Income tax

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

Current tax

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

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

Deferred tax

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

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

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

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

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

J. Borrowing costs

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



Notes forming part of the Standalone financial statements for the year ended 31 March 2026 (Contd.)

K. Earnings per share

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

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

4. Foreign currency transactions

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

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

5. Investment in subsidiary and joint venture

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

6. Cash and cash equivalents

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

7. Cash flow statement

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

Notes forming part of the Standalone financial statements as at 31 March 2026(Contd.)

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

Particulars	Gross block			Accumulated depreciation/amortisation				Net Block	
	As at 1 April 2025	Additions	Disposal	As at 31 March 2026	As at 1 April 2025	For the year	Disposal	As at 31 March 2026	As at 31 March 2025
A. Tangible Assets									
Buildings Residential	55	-	-	55	30	6	-	36	19
Buildings: Non Residential	5,329	16	-	5,345	917	182	-	1,099	4,246
Road	585	-	-	585	377	58	-	435	150
Plant and Machinery	10,192	569	14	10,747	3,804	678	-	4,482	6,265
Furniture and Fixtures	194	1	-	195	111	18	-	129	66
Laboratory, office and factory equipment and air conditioners	384	24	-	408	179	23	-	202	205
Vehicles	143	-	-	143	33	25	-	58	85
Total tangible assets	16,882	610	14	17,478	5,451	990	-	11,037	11,431
B. Intangible Assets									
Computer software	38	19	-	57	38	*-	-	39	18
Total	16,920	629	14	17,535	5,489	991	-	11,055	11,431
C. Capital work-in-progress (Refer note 45 (C))	85	544	243	386	-	-	-	386	85
D. Investment property									
Building (Refer note 2)	153	-	-	153	133	10	-	143	10
E. Right of use assets									
Leasehold land	1,233	-	-	1,233	121	13	-	1,099	1,112

* Amount below Rupees One Lakh

Notes

- 1) Kindly refer note no 19 on Borrowings, for the details related to hypothecated property, plant and equipment of the Company
- 2) (i) Building includes commercial property which is classified as investment in property by the Company in accordance with IND AS 40 "Investment property"
(ii) The rental income recognised by the Company during the year ended March 31 2026 was ₹ 124 lakhs (March 31 2025 ₹ 81 lakhs) and was included in "Other income"
(iii) Total fair value of Investment Property is ₹ 1,490 lakhs (March 31 2025 ₹ 1,490 Lakhs)

Notes forming part of the Standalone financial statements as at 31 March 2026 (Contd.)

4 (a) Property, plant and equipment, capital work in progress, Intangible Assets, Investment property and Right of use assets (Continued)

(₹ in lakhs)

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

*Amount below Rupees One Lakh

Notes

- Kindly refer note no 19 on Borrowings, for the details related to hypothecated property, plant and equipment of the Company
- (i) Building includes commercial property which is classified as investment in property by the Company in accordance with IND AS 40 "Investment property"
- (ii) The rental income recognised by the Company during the year ended March 31 2025 was ₹ 81 lakhs (March 31 2024 ₹ 70 lakhs) and was included in "Other income"
- (iii) Total fair value of Investment Property is ₹ 1,490 lakhs (March 31 2024 ₹ 1,490)

Notes forming part of the Standalone financial statements as at 31 March 2026 (Contd.)

(₹ in lakhs)

Particulars	As at 31 March 2026	As at 31 March 2025
5(a). Investments - Non-current		
In Equity Shares, Unquoted (at cost)		
In Subsidiary		
(i) Dai-ichi Goseichemicals (India) Limited 48,500 shares (31 March 2025 : 48,500 shares).....	5	5
In Joint Venture		
(ii) ChampionX Dai-Ichi India Private Limited 1,125,000 shares (31 March 2025 : 1,125,000 shares).....	68	68
	73	73
Less :Provision for diminution in value of investment - Investment in Equity Shares of Dai-ichi Goseichemicals (India) Limited.....	(5)	(5)
Total	68	68
5(b). Other Investments		
(a) Unquoted :		
The Zoroastrian Co-operative Bank Limited, unquoted (at fair value through profit and loss)		
4,000 shares (31 March 2025 : 4,000 shares)	1	1
	1	1
6. Other Financial Assets - Non-current		
(Unsecured and considered good)		
To parties other than related parties		
Security deposits	246	253
Margin money deposits with original maturity greater than twelve months	281	436
Total	527	689
7. Deferred tax assets (net)		
Deferred Tax Assets		
Retirement benefits.....	122	97
Loss allowance on trade receivables.....	7	21
Bonus.....	7	6
Income tax loss.....	955	935
Fair valuation of investments.....	*_	*_
Others.....	46	6
Total deferred tax assets (a).....	1,137	1,065
Deferred tax liabilities		
Property, plant and equipment and Intangible assets	1,145	1,061
Fair valuation of investments	-	1
Others	*_	*_
Total deferred tax liabilities (b)	1,145	1,062
Net deferred tax (liability)/assets (a-b)	(8)	3
Deferred tax (liability)/assets recognised (net) (Refer note 46).....	(8)	3



Notes forming part of the Standalone financial statements as at 31 March 2026 (Contd.)

(₹ in lakhs)

Particulars	As at 31 March 2026	As at 31 March 2025
8. Other tax assets (net) (Unsecured, considered good)		
Advance Tax (Net of provision ₹ 1,036 lakhs (31 March 2025 : ₹ 1,638 lakhs))	493	532
Total	493	532
9. Other non current assets (Unsecured, considered good)		
Balance with Government Authorities	4	4
Prepaid expenses	6	7
Total	10	11
10. Inventories (At lower of cost and net realisable value)		
Raw materials (including goods-in-transit ₹ 113 Lakhs; 31 March 2025 ₹ 41.65 Lakhs)	1,299	1,089
Packing material.....	51	32
Work-in-progress.....	-	9
Finished goods (including goods-in-transit ₹ 80.67 Lakhs; 31 March 2025 ₹ 66 Lakhs)	358	464
Semi finished goods.....	138	181
Spare and consumables.....	151	144
Total	1,997	1,919
Footnote		
(i) Amount of write down of inventories to net realisable value and other provisions recognised in the Statement of Profit and Loss as an expense is ₹ 6 lakhs (31 March 2025 ₹ 60 lakhs)		
(ii) Inventories are hypothecated against cash credit facility from bank		
11. Current investments (a) In equity instruments (at fair value through profit and loss) (i) Quoted:		
2,412 shares (31 March 2025: 2,412 shares) of ₹ 10 each fully paid up in Heubach Colorants India Limited (formely known as Clariant Chemicals (India) Limited)	7	14
8,100 shares (31 March 2025: 8,100 shares) of ₹ 10 each fully paid up in Bank of India.....	11	10
2,000 shares (31 March 2025: 2,000) of ₹ 2 each in Bharat Seats Limited	6	3
(ii) Unquoted		
1,000 shares (31 March 2025: 1,000 shares) of ₹ 25 each fully paid up of The Shamrao Vithal Co-operative Bank Limited.....	* -	* -
2,500 shares (31 March 2025: 2,500 shares) of ₹ 10 each fully paid up of The Saraswat Co-operative Bank Limited.....	* -	* -
(b) In Mutual Funds (at fair value through profit and loss) Unquoted Mutual Funds		
57,058.054 units (31 March 2025 : Nil units) of ₹ 10 each of DSP Short Term Fund - G.F.	30	-
307,932.768 units (31 March 2025 : Nil units) of ₹ 10 each of DSP Saving Fund - Growth fund	175	-
487,694.845 units (31 March 2025 : Nil units) of ₹ 10 each of DSP Low Duration Fund-G.F.	104	-
2,309.904 units (31 March 2025 : Nil units) of ₹ 10 each of DSP Ultra Short Fund - G.F.	89	-
Total	422	27

Notes forming part of the Standalone financial statements as at 31 March 2026 (Contd.)

(₹ in lakhs)

Particulars	As at 31 March 2026	As at 31 March 2025
1) Aggregate cost of quoted investments	4	4
2) Aggregate market value of listed and quoted investments	24	27
3) Aggregate cost of unquoted investments	398	* -
4) Aggregate cost of unquoted investments (net of diminution in value written off)	398	* -
* Amount below Rupees One Lakh		
12. Trade receivables (unsecured)		
Considered good	3,134	2,980
Credit impaired	28	84
Less :- Loss allowance	(28)	(84)
Total	3,134	2,980
(i) Of the above, dues include amount due from related parties ₹ 548 lakhs (31 March 2025: ₹ 472 lakhs)		
(ii) Trade Receivables include ₹ 543 lakhs (31 March 2025: ₹ 472 lakhs) due from the one customer.		
(iii) Trade receivables are hypothecated as security for borrowings		
(iv) Ageing of trade receivable is disclosed in Note 45 D for schedule III disclosure.		
13. Cash and cash equivalents		
Balances with banks		
(i) In current accounts	7	8
(ii) In exchange earners foreign currency account	104	869
Cash on hand	* -	* -
Total	111	877
* Amount below Rupees One Lakh		
14. Bank balances other than cash and cash equivalents		
Unpaid dividend	7	7
Deposits with banks with original maturity of more than three months but less than twelve months	174	163
(Balances held as margin money against guarantees and other commitments)		
Total	181	170
15. Other financial assets - current (unsecured, considered good)		
Export incentive receivable	58	80
Margin money deposits with original maturity greater than twelve months (maturing within twelve months)	153	27
Total	211	107
16. Other current assets (unsecured, considered good)		
Prepaid expenses	79	98
Advance to suppliers	35	33
Balances with government authorities		
i) Goods and service tax	335	801
Total	449	932



Notes forming part of the Standalone financial statements as at 31 March 2026 (Contd.)

17. Share capital

(₹ in lakhs)

Particulars	As at 31 March, 2026		As at 31 March, 2025	
	Number of shares	Amount	Number of shares	Amount
(A) Authorised				
Equity shares of ₹ 10/- each with voting rights	1,00,00,000	1,000	1,00,00,000	1,000
(B) Issued, subscribed and fully paid				
Equity shares of ₹ 10/- each with voting rights.....	74,51,229	745	74,51,229	745
Total	74,51,229	745	74,51,229	745

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

Particulars	As at 31 March, 2026		As at 31 March, 2025	
	Number of shares	Amount	Number of shares	Amount
Equity shares				
At the commencement of year.....	74,51,229	745	74,51,229	745
Add / (Less): Equity shares issued / bought back during the year	-	-	-	-
At the end of the year	74,51,229	745	74,51,229	745

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

Class of shares / Name of shareholder	As at 31 March, 2026		As at 31 March, 2025		% change during the year
	Number of shares held	% holding	Number of shares held	% holding	
Equity shares with voting rights					
Mrs. S. F Vakil (Promoter shareholder)	34,07,169	45.73%	36,27,169	48.68%	-2.95%

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

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

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

Notes forming part of the Standalone financial statements as at 31 March 2026 (Contd.)**18. Other equity**

(₹ in lakhs)

Particulars	As at 31 March 2026	As at 31 March 2025
(a) Capital reserve		
Balance as at the commencement and end of the year	77	77
(b) Capital redemption reserve		
Balance as at the commencement and end of the year	16	16
(c) Securities premium account		
Balance as at the commencement and end of the year	2,594	2,594
(d) General reserve		
Balance as at the commencement and end of the year	519	519
(e) Retained Earnings		
Balance as at the commencement and end of the year.....	12,697	12,228
Add: (Loss)/ Profit for the year.....	(54)	618
	12,643	12,846
Less : Dividend to equity shareholders (₹ 3.5 per share) (Previous year ₹ 2 per share) (Refer note 36)	(261)	(149)
	(261)	(149)
Balance as at the end of the year	12,382	12,697
(f) Other terms of other comprehensive income /(loss)		
Balance as at the commencement of the year	(102)	(92)
Add: Remeasurement of employment benefit obligation (net of tax).....	(17)	(10)
Balance as at the end of the year	(119)	(102)
Total	15,469	15,801

Nature and Purpose of Reserves

- (a) Capital reserve
Any profit or loss on purchase, sale, issue or cancellation of the Company's own equity instruments is transferred to capital reserve.
- (b) Capital redemption reserve
A statutory reserve created to the extent of sum equal to the nominal value of the share capital extinguished on buyback of company's own shares pursuant to Section 69 of the Companies Act, 2013. The reserve is utilised in accordance with the provisions of section 69 of the Companies Act, 2013.
- (c) Securities premium account
Securities premium reserve is credited when shares are issued at a premium. It is utilized in accordance with the provisions of the Act, to issue bonus shares, to provide for premium on redemption of shares, write-off equity related expenses like underwriting costs, etc.
- (d) General reserve
General reserve is a free reserve, which is created by transferring funds from retained earnings to be used time to time to transfer profits from retained earnings for appropriation purposes.
- (e) Retained earnings
Retained earnings are the profits that the Company has earned till date, less any transfers to General Reserve and payment of dividend.
- (f) Other items of other comprehensive income
Other items of other comprehensive income consist of re-measurement of net defined benefit liability/asset.
- (g) Dividends declared by the Company are based on profits available for distribution. During financial year 2025-26 Company has paid final dividend of ₹ 3.5 per share in respect of the year ended 31 March 2025.
- (h) The Board of Directors of the Company at the meeting held on 8 May 2026 proposed a dividend of ₹ 1.50 per share (previous year ₹ 3.5 per share) subject to approval of the members at the ensuing Annual General Meeting.



Notes forming part of the Standalone financial statements as at 31 March 2026 (Contd.)

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

(₹ in lakhs)

Particulars	As at 31 March 2026	As at 31 March 2025
(a) Vehicle term loan from bank - secured (Refer note (i))	-	18
Total	-	18

Note (i) - Vehicle term loan

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

During the current year the company has repaid entire vehicle loan from proceeds from business operations.

19(b). Non - current financial liabilities - others

	As at 31 March 2026	As at 31 March 2025
Security deposits.....	42	38
Deferred rent.....	10	14
Total	52	52

20. Provision - non current

Provision for employee benefits

Gratuity.....	41	18
Compensated absences	215	176
Total	256	194

21. Current financial liabilities - borrowings

Cash credit (secured) (Refer note (i)).....	1,300	1,236
Total	1,300	1,236
Current maturities of long term borrowings (Refer note (i))		
- Term loans from banks & others (Refer note 19 (a) for repayment schedule)	-	19
	1,300	1,255

Note (i)

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

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

22. Trade payables

i) total outstanding dues of micro enterprises and small enterprises (Refer note below)	131	40
ii) total outstanding dues of creditors other than micro enterprises and small enterprises (Refer note 41 for Related party transactions).....	1,675	2,360
Total	1,806	2,400

Note

Ageing of trade payable is disclosed in Note 45 B for schedule III disclosure.

Micro enterprises and small enterprises

Information in respect of micro, small and medium enterprises as defined under micro, small and medium enterprises development act, 2006 (MSMED Act, 2006) has been determined to the extent such parties have been identified on the basis of information available with the Company.

Notes forming part of the Standalone financial statements as at 31 March 2026 (Contd.)

(₹ in lakhs)

Particulars	As at 31 March 2026	As at 31 March 2025
The following disclosures are made for the amounts due to the micro, small and medium enterprises:		
(i) Principal Amount remaining unpaid to any supplier as at the end of the year	131	40
(ii) Interest due thereon remaining unpaid to any supplier as at the end of the year	-	-
(iii) The amount of interest paid by the buyer under MSMED Act 2006 along with the amounts of the payment made to the supplier beyond the appointed day during the year	4	4
(iv) The amount of interest due and payable for the period of the delay in making payment (which have been paid but beyond the appointed date during the year but without adding the interest specified under the MSMED Act	-	-
(v) The amount of interest accrued and remaining unpaid at the end of the year	-	-
(vi) The amount of further interest remaining due and payable even in the succeeding year, until such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallowance as a deductible expenditure under section 23 of MSMED Act 2006	-	-
Dues to Micro and Small Enterprises have been determined to the extent such parties have been identified on the basis of information collected by the Management. This has been relied upon by the auditors.		

23. Other financial liabilities - current

Unpaid dividends**	7	7
Employee benefits payable	210	195
Security deposits	3	3
Payables on purchase of property, plant and equipment (***)	-	14
Deferred rent	4	4
Total	224	223

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

*** Payables on purchase of property, plant and equipment includes MSME vendor balance of ₹ Nil (31 March 2025 ₹ 5 lakhs)

24. Other current liabilities

Advance from customers.....	6	17
Payable to statutory authorities.....	62	69
Total	68	86

25. Provisions - current

Provision for employee benefits		
Gratuity	92	74
Compensated absences.....	135	116
Total	227	190

26. Revenue from operations

	For the year ended 31 March 2026	For the year ended 31 March 2025
(a) Sale of products	16,065	18,052
(b) Other operating revenues (Refer Note (i) below)	65	86
Total	16,130	18,138

Notes:

(i) Other operating revenues comprises:

Scrap sales	65	75
Others	-	11
Total	65	86



Notes forming part of the Standalone financial statements as at 31 March 2026 (Contd.)

(₹ in lakhs)

Note : Ind AS 115 – Revenue from Contracts with Customers

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

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

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Revenue from contract with customer as per Contract price.....	16,164	18,116
Add/(Less) : Discounts and other adjustments.....	(61)	(78)
Less:- Sales returns /credits /reversals (net).....	(38)	14
Revenue from contract with customer as per statement of profit and loss...	16,065	18,052

Disaggregation of revenue - Revenue from major products

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Pour Point Depressant for crude oil.....	1,871	2,280
Demulsifier for oil field applications.....	1,848	429
Pour Point Depressant for lube oil	1,342	1,850
Metal passivator for refineries	1,054	2,090
Others.....	9,950	11,403
	16,065	18,052

27. Other income

	For the year ended 31 March 2026	For the year ended 31 March 2025
Interest income - others (Refer Note (i))	52	70
Dividend income from		
-Joint venture.....	270	-
-Others.....	1	* -
Profit on revaluation of investments.....	10	1
Export incentives.....	77	145
Rental income.....	124	81
Profit on sales of property, plant and equipment.....	-	17
Other non-operating income (including exchange gain) (Refer note (ii)).....	201	132
Total	735	446
Note (i) Interest income comprises:		
Interest from banks on deposits	44	41
Others interest (Interest on income tax refund).....	8	29
	52	70
Note (ii) Other non-operating income		
Net gain on foreign currency transactions and translation.....	158	128
Liabilities no longer payable written back.....	5	1
Reversal of provision for doubtful trade receivables (Refer note 43)	25	-
Miscellaneous receipts	13	3
Total	201	132

* Amount below Rupees One Lakh

Notes forming part of the Standalone financial statements for the year ended 31 March 2026 (Contd.)

(₹ in lakhs)

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
28. Cost of materials consumed		
Opening Stock.....	1,121	745
Add : Purchases.....	10,754	11,900
Less : Closing Stock.....	(1,351)	(1,121)
Total	10,524	11,524
Raw Materials consumed comprises of the following :		
Fatty Alcohol, Phenol & glycol	2,884	2,636
Ethylene Oxide.....	2,085	1,728
Oils and Fatty Acids	949	900
Metal Oxide	869	1,918
Acrylic Polymer.....	454	443
Solvents	413	542
Others	2,871	3,357
Total	10,525	11,524
29. Changes in inventories of finished goods, semi finished goods and work-in-progress		
<u>Inventories at the end of the year</u>		
Finished goods	358	464
Semi finished goods	138	181
Work-in-progress	-	9
	496	654
<u>Inventories at the beginning of the year</u>		
Finished goods	464	438
Semi finished goods	181	277
Work-in-progress.....	9	63
	654	778
Net Decrease	158	124
30. Employee Benefits Expense		
Salaries, wages and bonus	2,286	2,010
Contribution to provident and other funds.....	161	131
Staff welfare expenses	119	136
Total	2,566	2,277
31. Finance costs		
Interest expenses - On borrowings	90	153
- Others	5	30
Total	95	183
32. Depreciation and amortisation expense		
Depreciation of Property, plant and equipment, Investment property, intangible assets and Right of use assets.....	1,013	1,015
Total	1,013	1,015
33. Other expenses		
Consumption of stores and spare parts.....	62	107
Power and fuel.....	785	751
Repairs to plant and machinery.....	81	-
Repairs to others.....	13	103
Effluent treatment expenses.....	11	15
Insurance.....	86	69



Notes forming part of the Standalone financial statements for the year ended 31 March 2026 (Contd.)

(₹ in lakhs)

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Rates and taxes, excluding, taxes on income.....	32	29
Rent expense.....	36	38
Travelling expenses.....	78	45
Legal and professional fees.....	178	204
Payment to auditors.....		
Audit fees.....	18	18
Tax audit.....	4	4
Limited review of quaterly results.....	27	27
Reimbursement of expenses.....	3	3
Freight and forwarding expense.....	351	475
Commission expense.....	41	51
Contract labour charges.....	397	420
Directors sitting fees.....	10	12
Corporate social responsibility expense (Refer note no 39).....	13	-
Donation.....	2	* -
Security charges.....	77	74
Property, plant and equipment written off.....	* -	* -
Inventory assets written off during the year.....	6	60
Provision for doubtful trade receivables	-	70
Miscellaneous expenses.....	225	192
Total	2,536	2,767

* Amount below Rupees One Lakh

34. Contingent Liabilities and Capital Commitments

(₹ in lakhs)

a) Contingent Liabilities

Sr. No	Particulars	As at 31 March 2026	As at 31 March 2025
	Claims against the Company not acknowledged as debt:		
(i)	Octroi (classification of raw materials)* * Includes ₹ 142 lakhs (31 March 2025: ₹ 142 lakhs) for which bank guarantee has been given and shown under note below 34 (a)(vi)	243	243
(ii)	Disputed income tax demands in respect of deductions/disallowances for earlier years pending with Appellate Tribunals (Determination of nature of receipt)	30	30
(iii)	Disputed income tax demands in respect of deductions/disallowances for earlier years pending with Income Tax Authorities	367	373
(iv)	Disputed Goods and Service Tax demands related to input tax credit claims	210	210
(v)	Service Tax (Dispute on availment of cenvat on exempt goods)	54	54
(vi)	Guarantees issued to others by Bank secured by counter guarantee of the Company and by charge on the property, plant and equipment, inventories and trade receivables of the company	277	390
(vii)	Bond for availing duty exemption under Exemption Entitlement certificate Scheme	-	89
(viii)	Bond for availing duty benefit under Manufacture and Other Operations in Warehouse regulation scheme	300	300
	Total	1,481	1,689

Notes forming part of the Standalone financial statements for the year ended 31 March 2026 (Contd.)**b) Capital Commitments**

(₹ in lakhs)

Particulars	As at 31 March 2026	As at 31 March 2025
Estimated amount of contracts remaining to be executed on capital account and not provided for (tangible assets - Property, plant and equipment (net of advances))	45	24

35. Details on derivative instruments and unhedged foreign currency exposures

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

Particulars	As at 31 March, 2026		As at 31 March, 2025	
	(INR in Lakhs)	(USD in Lakhs)	(INR in Lakhs)	Foreign Currency in lakhs
Receivables	1,307	USD 13.82	978	USD 11.46
(Payables)	(184)	USD 1.94	(99)	USD 1.15
(Payables)	-	-	*-	CHF 0.01

Note : Receivables includes balance of Exchange Earner Foreign Currency account

* Amount below Rupees One Lakh

36. Dividend paid and proposed:

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

Particulars	Dividend per Equity Shares (₹.)	Year ended 31 March 2026	Dividend per Equity Shares (₹.)	Year ended 31 March 2025
Final dividend on equity shares	3.50	261	2.00	149
Total	-	261	-	149

The Board of Directors at the meeting held on 8 May 2026 proposed a dividend of ₹ 1.50 per share (previous year ₹ 3.5 per share) subject to approval of the members at the ensuing Annual General Meeting.

37. Disclosure of Employee Benefits as per Ind AS 19 is as under:**i) Defined contribution plans:**

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

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

(₹ in lakhs)

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
- Contribution to Provident Fund	123	106
- Contribution to Employee State Insurance Corporation	* -	* -
Total	123	106

* Amount below Rupees One Lakh

ii) Defined benefit plan:

The Company earmarks liability towards funded Group Life Insurance Corporation gratuity plan and provides for payment to vested employees as under:

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

As per the provisions of Code on Social Security 2020 with vesting period of 5 years of service.

b) On death in service:

As per the provisions of Code on Social Security 2020 without any vesting period.

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



Notes forming part of the Standalone financial statements for the year ended 31 March 2026 (Contd.)

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

The most recent actuarial valuation of the present value of the defined benefit obligation for gratuity was carried out as at 31 March 2026 by an independent actuary. The present value of the defined benefit obligations and the related current service cost and past service cost, were measured using the Projected Unit Credit Method.

The following table sets out the status of the gratuity plan and the amounts recognised in the Standalone financial statements as at 31 March 2026

(₹ in lakhs)

Sr. No.	Particulars	As at 31 March 2026	As at 31 March 2025
I)	Reconciliation in present value of obligations (PVO) – defined benefit obligation :		
	Current Service Cost.....	18	13
	Interest Cost.....	14	12
	Actuarial loss/(gain).....	22	13
	Benefits paid.....	(12)	(5)
	PVO at the beginning of the year	207	173
	PVO at end of the year.....	270	207
II)	Change in fair value of plan assets		
	Expected return on plan assets.....	8	7
	Return on plan assets.....	* -	* -
	Contributions by the employer.....	28	25
	Benefits paid.....	(12)	(5)
	Fair value of plan assets at beginning of the year.....	121	94
	Fair value of plan assets at end of the year.....	145	121
III)	Analysis of defined benefit obligation :		
	Defined benefit obligation at the end of the year.....	270	207
	Provision for protected gratuity.....	8	9
	Fair value of plan assets at the end of the year.....	145	121
	Current / Non current classifications		
	Current	92	74
	Non current	41	21
	Total	133	95
IV)	Reconciliation of PVO and fair value of plan assets:		
	PVO at end of year.....	270	207
	Provision for protected gratuity.....	8	9
	Fair Value of plan assets.....	145	121
	Funded status.....	(125)	86
	Net liability recognised in the balance sheet	133	95
V)	Expense recognised in the statement of profit or loss:		
	Current Service cost	18	13
	Past Service cost	20	-
	Net interest.....	6	6
	Expense recognised in the statement of profit or loss.....	44	19

Notes forming part of the Standalone financial statements for the year ended 31 March 2026 (Contd.)

(₹ in lakhs)

Sr. No.	Particulars	As at 31 March 2026	As at 31 March 2025
VI)	Other comprehensive income (OCI):		
	Actuarial Loss/(Gain) recognised for the year.....	22	13
	Return on plan assets excluding interest income.....	*-	*-
	Total actuarial Loss/(Gain) recognised in OCI.....	22	13
VII)	Assumption used in accounting for the gratuity plan:		
	Discount rate (%)	6.54%	6.54%
	Expected return on plan assets	6.54%	6.54%
	Salary escalation rate (%)	7.00%	7.00%
	Attrition	21.8%	21.8%
	Mortality Table	Indian Assured Lives Mortality (2012-14)	Indian Assured Lives Mortality (2012-14)

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

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

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

(₹ in lakhs)

Experience adjustments	As at 31 March 2026	As at 31 March 2025	As at 31 March 2024	As at 31 March 2023	As at 31 March 2022
Gratuity					
Expected gain / (loss) adjustments on plan liability	22	10	5	4	(33)
Experience gain / (loss) adjustments on plan assets	* -	* -	(1)	(1)	1
Defined Benefits at the end of the year	270	207	173	168	185
Plan Assets at the end of the year	145	121	94	86	79
Funded status Deficit	(133)	(95)	(89)	(92)	(107)
Contribution expected to be paid to the plan during next financial year	92	73	63	53	51

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

As at 31 March 2026 the weighted average duration of the defined benefit obligation is three years (31 March 2025 : three years)

Sensitivity Analysis

Particulars	As at 31 March 2026	As at 31 March 2025
Delta Effect of +1% Change in Rate of Discounting	(6)	(5)
Delta Effect of -1% Change in Rate of Discounting	7	5
Delta Effect of +1% Change in Rate of Salary Increase	6	5
Delta Effect of -1% Change in Rate of Salary Increase	(6)	(5)
Delta Effect of +1% Change in Rate of Employee attrition	* -	*-
Delta Effect of -1% Change in Rate of Employee attrition	* -	*-

* Amount below Rupees One Lakh



Notes forming part of the Standalone financial statements for the year ended 31 March 2026 (Contd.)

(₹ in lakhs)

38. Earnings per share (EPS)

Particulars			Year ended 31 March 2026	Year ended 31 March 2025
Profit after tax attributable to equity shareholders	₹ in lakhs	A	(54)	618
Weighted average number of equity shares outstanding during the year	Nos.	B	74,51,229	74,51,229
Basic and diluted earnings per equity share	In ₹	(A / B)	(0.72)	8.29
Face value per equity share	In ₹		10	10

39. Corporate Social Responsibility expenditure

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
1 Amount required to be spent by the Company during the year	13.35	-
2 Amount of expenditure incurred on :		
i. Construction /acquisition of any asset	-	-
ii. On purposes other than (i) above	13.35	-
3 Shortfall at the end of the year	-	-
4 Total of previous years shortfall	-	-
5 Reasons for shortfall	-	-
6 Nautre of CSR activities	Eradicating hunger, poverty, malnutrition and integrated village development program	-

40. Segment Reporting

The Company management, pursuant to 'Ind AS 108 – Operating Segments' has concluded that the Company has only one reportable segment which is Specialty Chemicals. Accordingly, no separate disclosures of segment information have been made.

41. Related party disclosures

Description of relationship	Names of related parties
(i) Subsidiary	Dai-ichi Goseichemicals (India) Limited (DGCIL)
(ii) Jointly controlled entities (JCE)	ChampionX Dai-ichi India Private Ltd. (CXDI)
(iii) Key Management Personnel (KMP)	i) Mrs. S. F. Vakil - Chairperson and Whole time Director
	ii) Ms. Meher Vakil Taff - Managing Director (MFV) (w.e.f. from 1st April 2023 - Managing Director) and (w.e.f. from 1st April 2026 - Vice Chairperson, Chief Executive Officer and Managing Director
	iii) Mr. A H Jehangir (AHJ)
	iv) Mr. Ashok V. Hiremath (Independent Director) (AVH)
	v) Mr. Cyrus Bagwadia (Independent Director) (CB) (w.e.f. - 11 August 2023 to 23 January 2025)
	vi) Mr. Behram Sorabji (Independent Director) (BS)
	vi) Mr. Srinivasan Vishwanathan (Independent Director) (SV) (w.e.f. - 23 January 2025)
	vii) Mr Farokh P Gandhi (Chief Financial Officer) (FG)
	viii) Mr. Ankit P Shah (Company Secretary) (AS)

Notes forming part of the Standalone financial statements for the year ended 31 March 2026 (Contd.)

(iv) Relatives of KMP	i) Mr. Firoze Adi Vakil - Husband of Mrs S. F. Vakil (FAV)
	ii) Mr. Jahangir F. Vakil - Son of Mrs S. F. Vakil (JFV)
	iii) Mrs. P. R. Mehta -Sister of Mrs S. F. Vakil (PRM)
	iv) Mr. Matthew I. Taff - Husband of Ms. Meher Vakil Taff (MT)
	v) Mr Feroze D Neterwala - Brother of Mrs S.F. Vakil (FDN)
(v) Entities in which KMP / Relatives of Entities in which KMP / Relatives of KMP can exercise significant influence	i) Indian Oxides and Chemicals Private Limited (IOCL)
	ii) Rose Investments Limited (RIL),
	iii) General Pharmaceuticals Pvt. Ltd. (GPPL)
	iv) Netal (India) Limited (NIL)
	v) Chemicals and Ferro Alloys Pvt. Ltd (CFAPL)
	vi) Uni Klinger Limited (UKL)
	vii) Natch Products & Services Pvt. Ltd. (NPSPL)
(vi) Enterprises over which director can exercise significant influence	i) Maneckji & Shirinbai Neterwala Foundation (MSNF)

(₹ in lakhs)

Particulars	Subsidiaries (DGCIL)	JCE (CXDI)	KMP	Relatives of KMP	Entities in which KMP / relatives of KMP can exercise significant influence	Enterprises over which director can exercise significant influence	Total
<u>Purchase of goods:</u>							
CXDI	-	-	-	-	-	-	-
	-	-	-	-	-	-	-
IOCL	-	-	-	-	860	-	860
	-	-	-	-	(1,924)	-	(1,924)
GPPL	-	-	-	-	78	-	78
	-	-	-	-	(72)	-	(72)
UKL	-	-	-	-	6	-	6
	-	-	-	-	-	-	-
<u>Sale of goods:</u>							
CXDI	-	2,579	-	-	-	-	2,579
	-	(1,652)	-	-	-	-	(1,652)
GPPL	-	-	-	-	-	-	-
	-	-	-	-	(6)	-	(6)
<u>Rendering of services/ Reimbursement of expenses:</u>							
CXDI	-	13	-	-	-	-	13
	-	(14)	-	-	-	-	(14)
IOCL	-	-	-	-	15	-	15
	-	-	-	-	(9)	-	(9)
NPSPL	-	-	-	-	3	-	3
	-	-	-	-	(2)	-	(2)



Notes forming part of the Standalone financial statements for the year ended 31 March 2026 (Contd.)

(₹ in lakhs)

Particulars	Subsidiaries (DGCIL)	JCE (CXDI)	KMP	Relatives of KMP	Entities in which KMP / relatives of KMP can exercise significant influence	Enterprises over which director can exercise significant influence	Total
<u>Receiving of services/ Reimbursement of expenses :</u>							
SFV	-	-	1	-	-	-	1
	-	-	(1)	-	-	-	(1)
MFV	-	-	4	-	-	-	4
	-	-	(3)	-	-	-	(3)
GPPL	-	-	-	-	-	-	-
	-	-	-	-	-	-	-
CFAPL	-	-	-	-	* -	-	* -
	-	-	-	-	* -	-	* -
NPSPL	-	-	-	-	2	-	2
	-	-	-	-	(1)	-	(1)
FAV	-	-	-	-	* -	-	* -
	-	-	-	-	-	-	-
FDN	-	-	-	* -	-	-	-
	-	-	-	-	-	-	-
<u>Rent</u>							
SFV	-	-	39	-	-	-	39
	-	-	(39)	-	-	-	(39)
<u>Interest Paid</u>							
SFV	-	-	-	-	-	-	-
	-	-	(18)	-	-	-	(18)
<u>Remuneration :</u>							
SFV	-	-	390	-	-	-	390
	-	-	(339)	-	-	-	(339)
MFV	-	-	357	-	-	-	357
	-	-	(312)	-	-	-	(312)
FG	-	-	100	-	-	-	100
	-	-	(87)	-	-	-	(87)
AS	-	-	49	-	-	-	49
	-	-	(33)	-	-	-	(33)
<u>Directors' Sitting Fees :</u>							
AHJ	-	-	1	-	-	-	1
	-	-	(2)	-	-	-	(2)
AVH	-	-	3	-	-	-	3
	-	-	(3)	-	-	-	(3)
CB (w.e.f. 11 August 2023 to 23 January 2025)	-	-	-	-	-	-	-
	-	-	(3)	-	-	-	(3)
BS (w.e.f. 11 August 2023)	-	-	3	-	-	-	3
	-	-	(3)	-	-	-	(3)

Notes forming part of the Standalone financial statements for the year ended 31 March 2026 (Contd.)

(₹ in lakhs)

Particulars	Subsidiaries (DGCIL)	JCE (CXDI)	KMP	Relatives of KMP	Entities in which KMP / relatives of KMP can exercise significant influence	Enterprises over which director can exercise significant influence	Total
Srinivansan Vishwanathan (w.e.f 23 January 2025)	-	-	2	-	-	-	2
	-	-	(1)	-	-	-	(1)
<u>Dividend received:</u>							
CXDI	-	270	-	-	-	-	270
	-	-	-	-	-	-	-
<u>Loan Repaid :</u>							
SFV	-	-	-	-	-	-	-
	-	-	(327)	-	-	-	(327)
<u>Dividend paid:</u>							
SFV	-	-	127	-	-	-	127
	-	-	(73)	-	-	-	(73)
MFV	-	-	13	-	-	-	13
	-	-	(3)	-	-	-	(3)
FAV	-	-	-	3	-	-	3
	-	-	-	(2)	-	-	(2)
PRM	-	-	-	-	-	-	-
	-	-	-	(6)	-	-	(6)
RIL	-	-	-	-	9	-	9
	-	-	-	-	(5)	-	(5)
GPPL	-	-	-	-	* -	-	* -
	-	-	-	-	* -	-	* -
CFAPL	-	-	-	-	-	-	-
	-	-	-	-	-	-	-
<u>Balances outstanding at the end of the year</u>							
<u>Investments :</u>							
CXDI	-	68	-	-	-	-	68
	-	(68)	-	-	-	-	(68)
<u>Trade receivables:</u>							
CXDI	-	543	-	-	-	-	543
	-	(472)	-	-	-	-	(472)
IOCL	-	-	-	-	1	-	1
	-	-	-	-	-	-	-
NPSPL	-	-	-	-	4	-	4
	-	-	-	-	(2)	-	(2)
<u>Deposits for office :</u>							
SFV	-	-	32	-	-	-	32
	-	-	(32)	-	-	-	(32)



Notes forming part of the Standalone financial statements for the year ended 31 March 2026 (Contd.)

(₹ in lakhs)

Particulars	Subsidiaries (DGCIL)	JCE (CXDI)	KMP	Relatives of KMP	Entities in which KMP / relatives of KMP can exercise significant influence	Enterprises over which director can exercise significant influence	Total
Trade payable :							-
IOCL	-	-	-	-	-	-	-
	-	-	-	-	(21)	-	(21)
UKL	-	-	-	-	-	-	-
	-	-	-	-	(1)	-	(1)
NPSPL	-	-	-	-	-	-	-
	-	-	-	-	* -	-	* -
GPPL	-	-	-	-	* -	-	* -
	-	-	-	-	(13)	-	(13)
SFV	-	-	-	-	-	-	-
	-	-	-	-	* -	-	* -
MFV	-	-	* -	-	-	-	* -
	-	-	* -	-	* -	-	* -

* Amount below Rupees One Lakh

Note: Figures in bracket relate to the previous year

(₹ in lakhs)

Payment of sitting fees to Independent directors	Year ended 31 March 2026	Year ended 31 March 2025
Sitting fees	12	12

Key management personnel compensation

Key management personnel compensation comprised the following :

(₹ in lakhs)

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Post-employment benefits	61	50
Other long-term benefits	170	150

Based on the recommendation of the Nomination and Remuneration committee, all decisions relating to the remuneration of the directors are taken by the Board of Directors of the Company, in accordance with shareholders' approval, wherever necessary.

All other related party transactions are made in the normal course of business and on terms equivalent to those that prevail in an arm's length transactions.

Note : Figures in the brackets are the corresponding figures of the previous year.

42. Interest in joint ventures

(₹ in lakhs)

Name and country of incorporation	% of interest / ownership	Amount of interest based on accounts for the year ended 31 March 2026					
		Assets	Liabilities	Income	Expenditure	Contingent liabilities	Capital commitments
ChampionX Dai-ichi India Private Ltd (India)	50	6,039	6,039	6,082	5,413	329	-
Previous year	50	5,835	5,835	5,691	4,919	315	-

Notes forming part of the Standalone financial statements for the year ended 31 March 2026 (Contd.)**43. Financial instruments – Fair values and risk management****A. Accounting classification and fair values**

The Company uses the following hierarchic structure of valuation methods to determine and disclose information about the fair value of financial instruments:

Level 1: inputs to valuation are quoted (unadjusted) prices in active markets for identical assets and liabilities;

Level 2: inputs to valuation are other than quoted prices included in level 1 that are observable for asset or liability, either directly or indirectly;

Level 3: inputs are not based on observable market data. Fair value are determined in whole or in part using a valuation model based on assumption that are either supported by prices from observable current market transaction in the same instruments nor are they based on available market data.

The carrying value of financial instruments by categories is as follows :

(₹ in lakhs)

Particulars	As at 31 March 2026							
	Carrying amount				Fair value			
	FVTPL	FVTOCI	Amortised Cost	Total	Level 1	Level 2	Level 3	Total
Financial assets								
Cash and cash equivalents	-	-	111	111	-	-	-	-
Other bank balances	-	-	181	181	-	-	-	-
Current investments	422	-	-	422	422	-	-	422
Non current investments (other than in subsidiary and joint venture)	-	-	1	1	-	-	-	-
Financial Assets - Non-current	-	-	527	527	-	-	-	-
Trade receivables	-	-	3,134	3,134	-	-	-	-
Other current financial assets	-	-	211	211	-	-	-	-
	422	-	4,165	4,587	422	-	-	422
Financial liabilities								
Non current borrowings (Including current maturity of long term debts)	-	-	-	-	-	-	-	-
Current borrowings	-	-	1,300	1,300	-	-	-	-
Other non current financial liabilities	-	-	52	52	-	-	-	-
Trade payables	-	-	1,806	1,806	-	-	-	-
Other current financial liabilities	-	-	224	224	-	-	-	-
	-	-	3,382	3,382	-	-	-	-
As at 31 March 2025								
Particulars	Carrying amount				Fair value			
	FVTPL	FVTOCI	Amortised Cost	Total	Level 1	Level 2	Level 3	Total
Financial assets								
Cash and cash equivalents	-	-	877	877	-	-	-	-
Other bank balances	-	-	170	170	-	-	-	-
Current investments	27	-	-	27	27	-	-	27
Non current investments (other than in subsidiary and joint venture)	-	-	1	1	-	-	-	-
Financial Assets - Non-current	-	-	689	689	-	-	-	-
Trade receivables	-	-	2,980	2,980	-	-	-	-
Other current financial assets	-	-	107	107	-	-	-	-
	27	-	4,824	4,851	27	-	-	27



Notes forming part of the Standalone financial statements for the year ended 31 March 2026 (Contd.)

(₹ in lakhs)

Particulars	As at 31 March 2025							
	Carrying amount				Fair value			
	FVTPL	FVTOCI	Amortised Cost	Total	Level 1	Level 2	Level 3	Total
Financial liabilities								
Non current borrowings	-	-	18	18	-	-	-	-
Current borrowings	-	-	1,255	1,255	-	-	-	-
Other non current financial liabilities			52	52				
Trade payables	-	-	2,400	2,400	-	-	-	-
Other current financial liabilities	-	-	223	223	-	-	-	-
	-	-	3,948	3,948	-	-	-	-

B. Measurement of fair values

The Management assessed that cash and bank balances, trade receivables, trade payables, cash credit and other financial assets and liabilities approximate their carrying amounts largely due to short-term maturities of these instruments.

The following methods and assumptions were used to estimate the fair value.

- a) The fair value of the quoted investments/units of mutual fund scheme are based on market price/net asset value at the reporting date.

i. Risk management framework

The Company's board of directors has overall responsibility for the establishment and oversight of the Company's risk management framework.

The Company's risk management policies are established to identify and analyse the risks faced by the Company, to set appropriate risk limits and controls and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Company's activities. The Company, through its training and management standards and procedures, aims to maintain a disciplined and constructive control environment in which all employees understand their roles and obligations.

The audit committee oversees how management monitors compliance with the Company's risk management policies and procedures, and reviews the adequacy of the risk management framework in relation to the risks faced by the Company.

i. Credit risk

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Company's receivables from customers and investments in debt securities.

The carrying amount of following financial assets represents the maximum credit exposure:

Trade receivables

Trade receivables are consisting of a large number of customers. The Company's exposure to credit risk is influenced mainly by the individual characteristics of each customer. However, management also considers the factors that may influence the credit risk of its customer base, including the default risk of the industry and country in which customers operate.

The Risk Management Committee has established a credit policy under which each new customer is analysed individually for creditworthiness before the Company's standard payment and delivery terms and conditions are offered. Sale limits are established for each customer and reviewed quarterly.

The Company establishes an allowance for impairment that represents its estimate of expected losses in respect of trade and other receivables.

At 31 March 2026, the maximum exposure to credit risk for trade receivables by geographic region was as follows.

(₹ in lakhs)

Particulars	As at 31 March 2026	As at 31 March 2025
India	1,952	2,040
Other regions	1,182	940
	3,134	2,980

Notes forming part of the Standalone financial statements for the year ended 31 March 2026 (Contd.)**Impairment**

At 31 March 2026, the ageing of trade receivables that were not impaired was as follows.

(₹ in lakhs)

Particulars	As at 31 March 2026	As at 31 March 2025
Neither past due nor impaired		
Past due 1–180 days	3,134	2,980
Past due more than 180 days	-	-
	3,134	2,980

Management believes that the un-impaired amounts that are past due by more than 180 days are still collectible in full, based on historical payment behaviour and extensive analysis of customer credit risk.

The movement in the allowance for impairment in respect of trade receivables during the year was as follows.

(₹ in lakhs)

Particulars	As at 31 March 2026	As at 31 March 2025
Balance as at the beginning of the year.....	84	14
Impairment loss recognised as bad debt.....	(31)	70
Reversal of Impairment loss.....	(25)	-
Balance as at the end of the year.....	28	84

ii. Liquidity risk

Liquidity risk is the risk that the Company will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The Company's approach to managing liquidity is to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when they are due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Company's reputation.

The majority of the Company's Trade receivables are due for maturity within 60 days from the date of billing to the customer. Further, the general credit terms for Trade payables are approximately 45 days. The difference between the above mentioned credit period provides sufficient headroom to meet the short-term working capital needs for day-to-day operations of the Company. Any short-term surplus cash generated, over and above the amount required for working capital management and other operational requirements, are retained as Cash and Investment in short term deposits with banks. The said investments are made in instruments with appropriate maturities and sufficient liquidity.

Exposure to liquidity risk

The following are the remaining contractual maturities of financial liabilities at the reporting date. The amounts are gross and undiscounted, and include estimated interest payments and exclude the impact of netting agreements.

(₹ in lakhs)

	Contractual cash flows						
31 March 2026	Carrying amount	Total	Due in 1st year	Due in 2nd year	Due in 3rd year	Due in 4th year	Due in 5th year
Non-derivative financial liabilities							
Working capital term loan	-	-	-	-	-	-	-
Working capital loan from banks	1,300	1,300	1,300	-	-	-	-
Trade payables	1,806	1,806	1,806	-	-	-	-
Other current financial liabilities	224	224	224	-	-	-	-



Notes forming part of the Standalone financial statements for the year ended 31 March 2026 (Contd.)

(₹ in lakhs)

	Contractual cash flows						
31 March 2025	Carrying amount	Total	Due in 1st year	Due in 2nd year	Due in 3rd year	Due in 4th year	Due in 5th year
Non-derivative financial liabilities							
Working capital term loan	37	37	19	18	-	-	-
Working capital loan from banks	1,236	1,236	1,236	-	-	-	-
Trade payables	2,400	2,400	2,400	-	-	-	-
Other current financial liabilities	223	223	223	-	-	-	-

Interest rate risk

Interest rate risk can be either fair value interest rate risk or cash flow interest rate risk. Fair value interest rate risk is the risk of changes in fair values of fixed interest bearing investments because of fluctuations in the interest rates. Cash flow interest rate risk is the risk that the future cash flows of floating interest bearing investments will fluctuate because of fluctuations in the interest rates.

Exposure to interest rate risk

Company's interest rate risk arises from borrowings and fixed income securities. Fixed income securities exposes the Company to fair value interest rate risk. The interest rate profile of the Company's interest-bearing financial instruments as reported to the management of the Company is as follows.

(₹ in lakhs)

Particulars	As at 31 March 2026	As at 31 March 2025
Fixed-rate instruments		
Financial liabilities - vehicle loan and loan from director	-	37
	-	37
Variable-rate instruments		
Financial liabilities - term loan, working capital demand loan and cash credit	(1,300)	(1,273)
	(1,300)	(1,273)
Total	(1,300)	(1,236)

Fair value sensitivity analysis for fixed-rate instruments

The Company does not account for any fixed-rate financial assets or financial liabilities at fair value through profit or loss. Therefore, a change in interest rates at the reporting date would not affect profit or loss.

Fair value sensitivity analysis for variable rate instruments

(₹ in lakhs)

INR	Profit or loss		Equity, net of tax	
	100 bp increase	100 bp decrease	100 bp increase	100 bp decrease
31 March 2026				
Variable-rate instruments	(13)	13	(10)	10
Cash flow sensitivity (net)	(13)	13	(10)	10
31 March 2025				
Variable-rate instruments	(13)	13	(10)	10
Cash flow sensitivity (net)	(13)	13	(10)	10

Notes forming part of the Standalone financial statements for the year ended 31 March 2026 (Contd.)

The risk estimates provided assume a change of 100 basis points interest rate for the interest rate benchmark as applicable to the borrowings summarised above. This calculation also assumes that the change occurs at the balance sheet date and has been calculated based on risk exposures outstanding as at that date. The year end balances are not necessarily representative of the average debt outstanding during the year.

44. Capital Management

The Company's policy is to maintain a strong capital base so as to maintain investor, creditor and market confidence and to sustain future development of the business. Management monitors the return on capital as well as the level of dividends to ordinary shareholders.

The Company monitors capital using a ratio of 'adjusted net debt' to 'total equity'. For this purpose, adjusted net debt is defined as total liabilities, comprising interest-bearing loans and borrowings and obligations under finance leases, less cash and cash equivalents. Adjusted equity comprises all components of equity.

The Company's adjusted net debt to equity ratio at 31 March 2026 was as follows.

(₹ in lakhs)

Particulars	As at 31 March 2026	As at 31 March 2025
Total Borrowing	1,300	1,273
Less : Cash and cash equivalent	(111)	(877)
Adjusted net debt	1,189	396
Total equity	16,214	16,546
Net debt to equity ratio	0.07	0.02

45 Additional Regulatory information**A Ratios**

Particulars	Numerator	Denominator	Current year	Previous year	% Change	Reason for variance
Current ratio (in times)	Total current asset	Total current liabilities	1.79	1.69	6%	
Debt-Equity ratio (in times)	Debt consist of borrowings	Total equity	0.08	0.07	14%	
Debt service coverage ratio (in times)	Earning for Debt Service = Net Profit after taxes + Non cash Operating expenses + Interest+ Other non cash adjustments	Debt service = Interest payment & principal repayment during the year	10.66	12.20	-13%	
Return on equity ratio (in %)	Profit for the year	Total equity	0%	4.79%	-100%	The Net Profit was higher in previous year due to exceptional income and operational profit
Inventory turnover ratio (in times)	Average inventory	Cost of raw material consumed + Changes in inventories	5.46	6.50	-16%	
Trade receivables turnover ratio (in times)	Revenue from operations	Average trade receivables	5.28	6.90	-23%	
Trade payables turnover ratio (in times)	Cost of goods sold	Average trade payables	5.00	5.80	-14%	



Notes forming part of the Standalone financial statements for the year ended 31 March 2026 (Contd.)

Particulars	Numerator	Denominator	Current year	Previous year	% Change	Reason for variance
Net capital turnover ratio (in times)	Revenue from Operations	Working capital (ie Total current assets less Total current liabilities)	5.60	6.30	-11%	
Net profit ratio (in %)	Profit/(Loss) for the year	Revenue from operations	0%	5%	-100%	Previous year due to profit from exceptional and operational income the ratio had improved
Return on capital employed (in %)	Profit before tax and finance costs	Closing capital employed = Net worth + Current and Non Current Borrowings	0%	5%	-100%	Previous year due to profit from exceptional and operational income the ratio had improved
Return on investment (in %)	Income generated from invested funds	Invested funds in treasury investments	4%	6%	-33%	Fixed deposit interest rate and marginal reduction in deposit in current year the ratio has reduced

B Trade payable ageing schedule :

a) As at 31-March-2026

(₹ in lakhs)

Particulars	Outstanding for following periods from due date of payment					
	Not Due	Less than 1 year	1 -2 years	2 -3 years	More than 3 year	Total
i) MSME	114	17	-	-	-	131
ii) Others trade payables	1,415	256	-	-	5	1,676
iii) Disputed MSME	-	-	-	-	-	-
iv) Disputed dues - Others	-	-	-	-	-	-
Total	1,529	273	-	-	5	1,807

Note : MSME ageing includes payables on purchase of property, plant and equipment amounting to ₹ Nil (31 March 2025 ₹ 5 lakhs)

b) As at 31-March-2025

(₹ in lakhs)

Particulars	Outstanding for following periods from due date of payment					
	Not Due	Less than 1 year	1 -2 years	2 -3 years	More than 3 year	Total
i) MSME	8	32	-	-	-	40
ii) Others trade payables	2,128	230	-	2	-	2,360
iii) Disputed MSME	-	-	-	-	-	-
iv) Disputed dues - Others	-	-	-	-	-	-
Total	2,136	262	-	2	-	2,400

C Capital work in progress ageing schedule :

a) As on 31-March 2026

(₹ in lakhs)

Particulars	Amount in CWIP for a period of				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Projects in progress	376	10	-	-	386
Projects temporarily suspended	-	-	-	-	-
	376	10	-	-	386

No projects are overdue or has exceeded its cost as per original plan as on date of balance sheet. All projects are expected to be completed in financial year 2026-27.

Notes forming part of the Standalone financial statements for the year ended 31 March 2026 (Contd.)

(₹ in lakhs)

b) As at 31 March 2025

Particulars	Amount in CWIP for a period of				
	Less than 1 year	1 - 2 years	2 - 3 years	More than 3 years	Total
Projects in progress	85	-	-	-	85
Projects temporarily suspended	-	-	-	-	-
	85	-	-	-	85

No projects are overdue or has exceeded its cost as per original plan as on date of balance sheet.

D Trade receivable aging schedule :**a) As on 31-March 2026**

(₹ in lakhs)

Particulars	Outstanding for following period from due date of payments						
	Not Due	Less than 6 months	6 months < 1 year	1 - 2 years	2 - 3 years	More than 3 years	Total
i) Undisputed - considered good	2,547	587	-	-	-	-	3,134
ii) Undisputed - which have significant increase in credit risk	-	-	-	-	-	-	-
iii) Undisputed Trade Receivables - credit impaired	3	2	1	3	-	19	28
iv) Disputed Trade Receivables - considered doubtful	-	-	-	-	-	-	-
v) Disputed - which have significant increase in credit risk	-	-	-	-	-	-	-
vi) Disputed - credit impaired	-	-	-	-	-	-	-
	2,550	589	1	3	-	19	3,162
Less : Loss allowance							(28)
							3,134

b) As on 31-March 2025

(₹ in lakhs)

Particulars	Outstanding for following period from due date of payments						
	Not Due	Less than 6 months	6 months < 1 year	1 - 2 years	2 - 3 years	More than 3 years	Total
i) Undisputed - considered good	2,439	541	-	-	-	-	2,980
ii) Undisputed - which have significant increase in credit risk	-	-	-	-	-	-	-
iii) Undisputed Trade Receivables - credit impaired	22	10	1	1	18	32	84
iv) Disputed Trade Receivables - considered doubtful	-	-	-	-	-	-	-
v) Disputed - which have significant increase in credit risk	-	-	-	-	-	-	-
vi) Disputed - credit impaired	-	-	-	-	-	-	-
	2,461	551	1	1	18	32	3,064
Less : Loss Allowance							(84)
							2,980



Notes forming part of the Standalone financial statements for the year ended 31 March 2026 (Contd.)

46. Income Taxes

(A) Components of Income tax expenses

(i) Tax expense recognised in the standalone profit and loss

(₹ in lakhs)

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Current tax		
Income tax adjustment of earlier years.....	(5)	18
Current year.....	-	-
Total Current tax expense.....	(5)	18
Deferred tax.....	12	211
Total deferred tax expense.....	12	211
Tax expense for the year.....	7	229

(ii) Tax recognised in other comprehensive income

(₹ in lakhs)

Particulars	For the year ended 31 March 2026			For the year ended 31 March 2025		
	Before tax	Tax (expense)/ benefit	Net of tax	Before tax	Tax (expense) / benefit	Net of tax
Items that will not be reclassified to profit or loss						
Remeasurements of the defined benefit plans	(22)	5	(17)	(13)	3	(10)
	(22)	5	(17)	(13)	3	(10)

(B) Reconciliation of effective tax rate

(₹ in lakhs)

Particulars	(%)	For the year ended 31 March 2026	(%)	For the year ended 31 March 2025
Profit before tax.....		(47)		847
Tax using the group's domestic tax rate (Current year 25.17% and Previous year 25.17%).....	25.17%	(12)	25.17%	213
Tax effect of:				
Decrease in substantially enacted tax rate		-		-
Others		* -		(1)
Recognised in OCI		-		-
		(12)		211

* Amount below Rupees One Lakh

The Company's domestic tax rates for the years ended 31 March 2026 is 25.17% and 31 March 2025 was 25.17%.

Notes forming part of the Standalone financial statements for the year ended 31 March 2026 (Contd.)**(C) Movement in deferred tax assets and liabilities**

(₹ in lakhs)

Particulars	31 March, 2026					
	Net balance 1 April 2025	Recognised in profit or loss	Recognised in OCI	Net	Deferred tax asset	Deferred tax liability
Deferred Tax Liabilities:						
Property, plant and equipment and Intangible assets	(1,061)	(84)	-	(1,145)	-	(1,145)
Investment and Others	5	(5)	-	-	-	-
Deferred Tax Assets:						
Insurance claim adjusted in tax WDV	-	-	-	-	-	-
Trade receivables	21	(14)	-	7	7	-
Income tax loss (including depreciation)	935	20	-	955	955	-
Other items	103	72	1	175	175	-
Deferred Tax assets (Liabilities)	3	(11)	1	(8)	1,137	(1,145)
Offsetting of deferred tax assets and deferred tax liabilities					(1,145)	
Net Deferred Tax assets (Liabilities)	3	(11)	1	(8)	(8)	

Particulars	31 March, 2025					
	Net balance 1 April 2024	Recognised in profit or loss	Recognised in OCI	Net	Deferred tax asset	Deferred tax liability
Deferred Tax Liabilities:						
Property, plant and equipment and Intangible assets	(1,123)	62	-	(1,061)	-	(1,061)
Investment and others	(2)	7	-	5	-	5
Deferred Tax Assets:						
Insurance claim adjusted in tax WDV	-	-	-	-	-	-
Trade receivables	4	17	-	21	21	-
Income tax loss (including depreciation)	1,244	(309)	-	935	935	-
Other items	91	12		103	103	-
Deferred Tax assets (Liabilities)	214	(211)		3	1,059	(1,056)
Offsetting of deferred tax assets and deferred tax liabilities					(1,056)	
Net Deferred Tax assets (Liabilities)	214	(211)	-	3	3	

The Company during the previous year 2024-25 has utilized deferred tax asset (DTA); on account of set off of losses against previous year's profit.

The Company offsets tax assets and liabilities if and only if it has a legally enforceable right to set off current tax assets and current tax liabilities and the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same tax authority. Significant management judgement is required in determining provision for income tax, deferred income tax assets and liabilities and recoverability of deferred income tax assets. The recoverability of deferred income tax assets is based on estimates of taxable income by each jurisdiction in which the relevant entity operates and the period over which deferred income tax assets will be recovered.

D. Tax assets and liabilities

(₹ in lakhs)

Particulars	As at 31 March 2026	As at 31 March 2025
Non Current tax assets (net)	493	532
Non Current tax liability (net)	-	-

47. Events after the reporting period

No significant adjusting event occurred between the balance sheet date and date of the approval of these financial statements by the Board of Directors of the Company requiring adjustment or disclosure.

48. Exceptional Items

- a. During the previous year, the Company sold its tenancy rights to a property situated in Mumbai for a total consideration of ₹ 153 lakhs. This transaction had resulted in a gain of ₹ 153 lakhs, which has been recognized as an exceptional item in the standalone financial statements.



Notes forming part of the Standalone financial statements for the year ended 31 March 2026 (Contd.)

On November 21, 2025, the Government of India notified the four Labour Codes - the Code on Wages, 2019, the Industrial Relations Code, 2020, the Code on Social Security, 2020, and the Occupational Safety, Health and Working Conditions Code, 2020 - consolidating 29 existing labour laws. The Ministry of Labour & Employment published draft Central Rules and FAQs to enable assessment of the financial impact due to changes in regulations. The Company has assessed and disclosed the incremental impact of these changes on the best information available and consistent with the guidance provided by the Institute of Chartered Accountants of India.

Considering the regulatory-driven and non-recurring nature of this impact, the Company has presented such incremental impact under Exceptional Items amounting to ₹ 20 lakhs in the standalone financial results for the year ended March 31, 2026. The Company continues to monitor the finalisation of Central / State Rules and clarifications from the Government on other aspects of the Labour Code and would provide appropriate accounting effects on the basis of such developments as needed.

49. Other Statutory Information

- (i) The Company did not have any transactions with companies struck off under section 248 of the Companies Act, 2013 or Section 560 of Companies Act, 1956 during the financial year.
 - (ii) No transactions to report against the following disclosure requirements as notified by MCA pursuant to amended Schedule III:
 - (a) Crypto Currency or Virtual Currency
 - (b) Benami Property held under Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder
 - (c) Registration of charges or satisfaction with Registrar of Companies
 - (d) Approved scheme(s) of Arrangements
 - (e) Number of layers of companies
 - (f) Undisclosed income
 - (g) Revaluation of PPE and intangible assets
 - (h) Title Deeds of immovable properties not held in name of the company
 - (i) Wilful defaulter
 - (iii) The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:
 - (a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (Ultimate Beneficiaries) or
 - (b) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries
 - (iv) The Company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:
 - (a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or
 - (b) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries
- 50** The Company has borrowings from bank on the basis of security of current assets. The quarterly returns or statement of current assets filed by the Company with banks are in agreement with the books of accounts.
- 51** Information with regard to other matters specified in Schedule III to the Act is either nil or not applicable to the Company for the year.

As per our report of even dated attached

For B S R & Co. LLP

Chartered Accountants

Firm's Registration No: 101248W/W-100022

Farhad Bamji

Partner

Membership No: 105234

Place : Mumbai

Date : 8 May 2026

For and on behalf of the Board of Directors

Dai-ichi Karkaria Limited

CIN: L24100MH1960PLC011681

S. F. Vakil

Chairperson and
Wholtime Director
(DIN: 00002519)

Farokh P Gandhi

Chief Financial Officer
Membership No. 47573

Meher Vakil Taff

Vice Chairperson, Chief Executive
Officer and Managing Director
(DIN: 07778396)

Ankit Shah

Company Secretary
Membership No. A35008

Place : Mumbai

Date : 8 May 2026

Independent Auditor's Report**To the Members of Dai-Ichi Karkaria Limited****Report on the Audit of the Consolidated Financial Statements****Opinion**

We have audited the consolidated financial statements of Dai-Ichi Karkaria Limited (hereinafter referred to as the "Holding Company") and its subsidiary (Holding Company and its subsidiary together referred to as "the Group") and its joint venture, which comprise the consolidated balance sheet as at 31 March 2026, and the consolidated statement of profit and loss (including other comprehensive income), consolidated statement of changes in equity and consolidated statement of cash flows for the year then ended, and notes to the consolidated financial statements, including material accounting policies and other explanatory information (hereinafter referred to as "the consolidated financial statements").

In our opinion and to the best of our information and according to the explanations given to us, and based on the consideration of report of the other auditor on separate financial statements of such subsidiary as was audited by the other auditor, the aforesaid consolidated financial statements give the information required by the Companies Act, 2013 ("Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the consolidated state of affairs of the Group and joint venture as at 31 March 2026, of its consolidated loss and other comprehensive loss, consolidated changes in equity and consolidated cash flows for the year then ended.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under Section 143(10) of the Act. Our responsibilities under those SAs are further described in the Auditor's Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Group and joint venture in accordance with the ethical requirements that are relevant to our audit of the consolidated financial statements in terms of the Code of Ethics issued by the Institute of Chartered Accountants of India and the relevant provisions of the Act, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence obtained by us along with the consideration of report of the other auditor referred to in paragraph (a) of the "Other Matter" section below, is sufficient and appropriate to provide a basis for our opinion on the consolidated financial statements.

Key Audit Matter

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

Revenue Recognition

See Note 3(I) and Note 26 to consolidated financial statements

The key audit matter

Revenue is recognised when the control over the underlying products has been transferred to the customer.

Due to the Holding Company's sales being under various contractual terms across the country and globally, delivery to customers in different regions might take different time periods and may result in undelivered goods at the period end. We consider a risk of misstatement in the Consolidated Financial Statements related to transactions occurring close to the year end, as these transactions could be recorded in the incorrect financial period (cut-off).

There is also a risk of revenue being fraudulently overstated due to pressure on the Holding Company to achieve performance targets throughout the period and towards the period end. Accordingly, fraud and cut-off risks in revenue recognition is considered as a key audit matter.

How the matter was addressed in our audit

Our procedures included following :

- Assessing the Holding Company's accounting policies in respect of revenue recognition by comparing with applicable accounting standards;
- Evaluating the design and implementation and testing the operating effectiveness of the Holding Company's internal controls over recognition of revenue on selected samples of transactions;
- Performed substantive testing and cut-off testing throughout the period (including period end), by selecting samples using statistical sampling of revenue transactions recorded during the year and verifying the underlying documents, which included sales invoices, dispatch documents and proof of delivery, depending on the terms of contracts with customer;
- Examining manual journal entries posted to revenue to identify unusual or irregular items;
- Evaluating adequacy of disclosures given in the consolidated financial statements.



Other Information

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

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

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

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

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

The Holding Company's Management and Board of Directors are responsible for the preparation and presentation of these consolidated financial statements in term of the requirements of the Act that give a true and fair view of the consolidated state of affairs, consolidated profit/ loss and other comprehensive income, consolidated statement of changes in equity and consolidated cash flows of the Group including its joint venture in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under Section 133 of the Act. The respective Management and Board of Directors of the companies included in the Group and of its joint venture are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of each company and for preventing and detecting frauds and other irregularities; the selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Management and Board of Directors of the Holding Company, as aforesaid.

In preparing the consolidated financial statements, the respective Management and Board of Directors of the companies included in the Group and of its joint venture are responsible for assessing the ability of each company to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the respective Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the companies included in the Group and the respective Board of Directors of its joint venture are responsible for overseeing the financial reporting process of each company.

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

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

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

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Management and Board of Directors.

- Conclude on the appropriateness of the Management and Board of Directors use of the going concern basis of accounting in preparation of consolidated financial statements and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the appropriateness of this assumption. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group and its joint venture to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial statements of such entities or business activities within the Group and its joint venture to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities included in the consolidated financial statements of which we are the independent auditors. For the other entity included in the consolidated financial statements, which has been audited by other auditor, such other auditor remain responsible for the direction, supervision and performance of the audit carried out by them. We remain solely responsible for our audit opinion. Our responsibilities in this regard are further described in paragraph (a) of the section titled "Other Matter" in this audit report.

We communicate with those charged with governance of the Holding Company and such other entity included in the consolidated financial statements of which we are the independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

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

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

Other Matter

- a. We did not audit the financial statements of one subsidiary, whose financial statements reflect total assets (before consolidation adjustments) of ₹ 0.61 lakhs as at 31 March 2026, total revenues (before consolidation adjustments) of ₹ Nil and net cash flows (before consolidation adjustments) amounting to ₹ 0.24 lakhs for the year ended on that date, as considered in the consolidated financial statements. This financial statement has been audited by other auditor whose report has been furnished to us by the Management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of this subsidiary, and our report in terms of sub-section (3) of Section 143 of the Act, in so far as it relates to the aforesaid subsidiary is based solely on the report of the other auditor.

Our opinion on the consolidated financial statements, and our report on Other Legal and Regulatory Requirements below, is not modified in respect of this matter with respect to our reliance on the work done and the report of the other auditor.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government of India in terms of Section 143(11) of the Act, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. A. As required by Section 143(3) of the Act, based on our audit and on the consideration of report of the other auditor on separate financial statements of such subsidiary, as was audited by other auditor, as noted in the "Other Matter" paragraph, we report, to the extent applicable, that:
 - a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated financial statements.
 - b. In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books and the report of the other auditor except for the matters stated in the paragraph 2(B)(f) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014.



- c. The consolidated balance sheet, the consolidated statement of profit and loss (including other comprehensive income), the consolidated statement of changes in equity and the consolidated statement of cash flows dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements.
 - d. In our opinion, the aforesaid consolidated financial statements comply with the Ind AS specified under Section 133 of the Act.
 - e. On the basis of the written representations received from the directors of the Holding Company as on 1 April 2025 taken on record by the Board of Directors of the Holding Company and the reports of the statutory auditor of its subsidiary company and joint venture company incorporated in India, none of the directors of the Group companies and joint venture company incorporated in India is disqualified as on 31 March 2026 from being appointed as a director in terms of Section 164(2) of the Act.
 - f. the qualification relating to the maintenance of accounts and other matters connected therewith are as stated in the paragraph 2A(b) above on reporting under Section 143(3)(b) of the Act and paragraph 2B(f) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014.
 - g. With respect to the adequacy of the internal financial controls with reference to financial statements of the Holding Company and its subsidiary company and the operating effectiveness of such controls, refer to our separate Report in “Annexure B”.
- B. With respect to the other matters to be included in the Auditor’s Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us and based on the consideration of the report of the other auditor on separate financial statements of the subsidiary, as noted in the “Other Matter” paragraph:
- a. The consolidated financial statements disclose the impact of pending litigations as at 31 March 2026 on the consolidated financial position of the Group and joint venture. Refer Note 34 to the consolidated financial statements.
 - b. The Group and joint venture did not have any material foreseeable losses on long-term contracts including derivative contracts during the year ended 31 March 2026.
 - c. There has been no delay in transferring amounts to the Investor Education and Protection Fund by the Holding Company or its subsidiary company and joint venture company incorporated in India during the year ended 31 March 2026.
 - d.
 - (i) The respective management of the Holding Company and its subsidiary company and joint venture company incorporated in India whose financial statements have been audited under the Act have represented to us and the other auditor of such subsidiary company that, to the best of their knowledge and belief, as disclosed in the Note 50(iii) to the consolidated financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Holding Company or any of such subsidiary company and joint venture company to or in any other person(s) or entity(ies), including foreign entities (“Intermediaries”), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Holding Company or any of such subsidiary company and joint venture company (“Ultimate Beneficiaries”) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
 - (ii) The respective management of the Holding Company and its subsidiary company and joint venture company incorporated in India whose financial statements have been audited under the Act have represented to us and the other auditor of such subsidiary company that, to the best of their knowledge and belief, as disclosed in the Note 50(iv) to the consolidated financial statements, no funds have been received by the Holding Company or any of such subsidiary company and joint venture company from any person(s) or entity(ies), including foreign entities (“Funding Parties”), with the understanding, whether recorded in writing or otherwise, that the Holding Company or any of such subsidiary company and joint venture company shall directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Parties (“Ultimate Beneficiaries”) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(iii) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances performed by us and that performed by the auditor of the subsidiary company incorporated in India whose financial statements have been audited under the Act, nothing has come to our or other auditor notice that has caused us or the other auditor to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (i) and (ii) above, contain any material misstatement.

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

As stated in Note 39 to the consolidated financial statements, the respective Board of Directors of the Holding Company incorporated in India have proposed final dividend for the year which is subject to the approval of the respective members at the ensuing Annual General Meeting. The dividend declared is in accordance with Section 123 of the Act to the extent it applies to declaration of dividend.

f. Based on our examination which included test checks, and that performed by the auditor of the subsidiary company incorporated in India whose financial statements have been audited under the Act except for the instances mentioned below, the Company has used an accounting software for maintaining its books of account, which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software:

i. In case of holding company and joint venture company the feature of audit trail (edit log) facility was not enabled at the database level to log any direct data changes;

ii. For holding company, the audit trail (edit log) at application level was available for upto 999 changes from 1 April 2025 till 5 May 2025, if any, for every master data or transaction. From 6 May 2025, onwards Audit trail (edit log) at application level was enabled for upto 10,000 changes, if any, for every master data or transaction changes.

iii. For joint venture company Audit trail (edit log) at application level was enabled for upto 1,000 changes, if any, for every master data or transaction changes.

Further, where audit trail (edit log) facility was enabled, we did not come across any instance of audit trail feature being tampered with.

Additionally, where audit trail (edit log) facility was enabled and operated in the previous year, the audit trail has been preserved by the Company as per the statutory requirements for record retention.

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

In our opinion and according to the information and explanations given to us and based on the report of the statutory auditors of such subsidiary company incorporated in India which was not audited by us, the remuneration paid during the current year by the Holding Company and its subsidiary company and joint venture company to its directors is in accordance with the provisions of Section 197 of the Act. The remuneration paid to any director by the Holding Company and its subsidiary company and joint venture company is not in excess of the limit laid down under Section 197 of the Act. The Ministry of Corporate Affairs has not prescribed other details under Section 197(16) of the Act which are required to be commented upon by us.

For **B S R & Co. LLP**

Chartered Accountants

Firm's Registration No.:101248W/W-100022

Sd/-

Farhad Bamji

Partner

Membership No.: 105234

ICAI UDIN:26105234ETDZIA3637

Place: Mumbai

Date: 08 May 2026



Annexure A to the Independent Auditor's Report on the Consolidated Financial Statements of Dai-Ichi Karkaria Limited for the year ended 31 March 2026

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

(xxi) In our opinion and according to the information and explanations given to us, there are no qualifications or adverse remarks by the respective auditors in the Companies (Auditor's Report) Order, 2020 reports of the companies incorporated in India and included in the consolidated financial statements.

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

Farhad Bamji
Partner
Membership No.: 105234
ICAI UDIN:26105234ETDZIA3637

Place: Mumbai
Date: 08 May 2026

Annexure B to the Independent Auditor's Report on the consolidated financial statements of Dai-Ichi Karkaria Limited for the year ended 31 March 2026

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

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

Opinion

In conjunction with our audit of the consolidated financial statements of Dai-Ichi Karkaria Limited (hereinafter referred to as "the Holding Company") as of and for the year ended 31 March 2026, we have audited the internal financial controls with reference to financial statements of the Holding Company and such company incorporated in India under the Act which is its subsidiary company, as of that date.

In our opinion and based on the consideration of report of the other auditor on internal financial controls with reference to financial statements of subsidiary company as was audited by the other auditor, the Holding Company and such company incorporated in India which is its subsidiary company, have, in all material respects, adequate internal financial controls with reference to financial statements and such internal financial controls were operating effectively as at 31 March 2026, based on the internal financial controls with reference to financial statements criteria established by such company considering the essential components of such internal controls stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (the "Guidance Note").

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

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

Auditor's Responsibility

Our responsibility is to express an opinion on the internal financial controls with reference to financial statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to financial statements. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements were established and maintained and if such controls operated effectively in all material respects.

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

We believe that the audit evidence we have obtained and the audit evidence obtained by the other auditor of the relevant subsidiary company in terms of their report referred to in the Other Matter paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls with reference to financial statements.

Meaning of Internal Financial Controls with Reference to Financial Statements

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



Inherent Limitations of Internal Financial Controls with Reference to Financial Statements

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

Other Matter

Our aforesaid report under Section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls with reference to financial statements insofar as it relates to one subsidiary company, which is company incorporated in India, is based on the corresponding report of the auditor of such company incorporated in India.

Our opinion is not modified in respect of this matter.

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

Farhad Bamji
Partner
Membership No.: 105234
ICAI UDIN:26105234ETDZIA3637

Place: Mumbai
Date: 08 May 2026

Consolidated Balance Sheet as at 31 March 2026

(₹ in lakhs)

As at
31 March, 2025

Particulars	Note	As at 31 March, 2026	As at 31 March, 2025
ASSETS			
NON-CURRENT ASSETS			
(a) Property, plant and equipment	4	11,038	11,431
(b) Capital work-in-progress	4	386	85
(c) Investment property		10	20
(d) Intangible assets	4	18	-
(e) Right to use assets	4	1,099	1,112
(f) Financial assets			
(i) Investments in Joint Venture	5(a)	2,317	2,338
(ii) Other Investments	5(b)	1	1
(iii) Other financial assets.....	6	527	689
(g) Deferred Tax assets (net)	7	-	3
(h) Other tax assets (net)	8	493	532
(i) Other non-current assets	9	10	11
Total non-current assets		15,899	16,222
CURRENT ASSETS			
(a) Inventories	10	1,997	1,919
(b) Financial Assets			
(i) Investments	11	422	27
(ii) Trade receivables	12	3,134	2,980
(iii) Cash and cash Equivalents	13	111	877
(iv) Bank balances other than (iii) above	14	181	170
(v) Other financial assets	15	211	107
(c) Other current assets.....	16	449	932
Total current assets		6,505	7,012
Total Assets		22,404	23,234
EQUITY AND LIABILITIES			
EQUITY			
(a) Equity share capital	17	745	745
(b) Other equity	18	17,718	18,071
Total equity		18,463	18,816
LIABILITIES			
NON-CURRENT LIABILITIES			
(a) Financial liabilities			
(i) Borrowings	19(a)	-	18
(ii) Other financial liabilities.....	19(b)	52	52
(b) Provisions	20	256	194
(c) Deferred Tax Liabilities (net)	7	8	-
Total non-current liabilities		316	264
CURRENT LIABILITIES			
(a) Financial Liabilities			
(i) Borrowings	21	1,300	1,255
(ii) Trade Payables			
Total outstanding dues of Micro Enterprises and Small Enterprises; and	22	131	40
Total outstanding dues of Creditors other than Micro Enterprises and Small Enterprises	22	1,675	2,360
(iii) Other financial liabilities	23	224	223
(b) Other current liabilities.....	24	68	86
(c) Provisions.....	25	227	190
Total current liabilities		3,625	4,154
Total Liabilities		3,941	4,418
Total Equity And Liabilities		22,404	23,234
* Represents amount less than ₹ 1 lakh			
Summary of material accounting policies	3		
Notes forming part of the Consolidated financial statements	1-52		

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

As per our report of even date attached

For B S R & Co. LLP

Chartered Accountants

Firm's Registration No: 101248W/W-100022

Farhad Bamji

Partner

Membership No: 105234

For and on behalf of the Board of Directors**Dai-Ichi Karkaria Limited****CIN: L24100MH1960PLC011681****S. F. Vakil**Chairperson and
Wholtime Director
(DIN: 00002519)**Farokh P Gandhi**Chief Financial Officer
Membership No. 47573**Meher Vakil Taff**Vice Chairperson, Chief
Executive Officer and
Managing Director
(DIN: 07778396)**Ankit Shah**Company Secretary
Membership No. A35008

Place : Mumbai

Date : 8 May 2026

Place : Mumbai

Date : 8 May 2026



Consolidated Statement of Profit and Loss for the year ended 31 March 2026

(₹ in lakhs)

Particulars	Note	Year ended 31 March, 2026	Year ended 31 March, 2025
Income			
Revenue from operations.....	26	16,130	18,138
Other income.....	27	465	446
Total income.....		16,595	18,584
Expenses			
Cost of materials consumed.....	28	10,524	11,524
Changes in inventories of finished goods, semi-finished goods and work-in-progress	29	158	124
Employee benefits expense.....	30	2,566	2,277
Finance costs.....	31	95	183
Depreciation and amortisation expense.....	32	1,013	1,015
Other expenses.....	33	2,536	2,767
Total expenses.....		16,892	17,890
(Loss) / Profit before tax and exceptional items.....		(297)	694
Exceptional items (Refer Note 49)			
One time Impact of New Labour Code		(20)	-
Profit on sale of tenancy rights		-	153
(Loss) / Profit after exceptional items before tax		(317)	847
Tax expenses:			
Income tax adjustment of earlier years.....		(5)	18
Deferred tax (Net).....		12	211
Total tax expenses		7	229
(Loss) / Profit after tax for the year		(324)	618
Share of Profit in Joint Ventures (net of tax).....		250	284
(Loss) / Profit for the year (including profit in joint venture)		(74)	902
Other comprehensive income / (loss).....			
Items that will not be reclassified to profit and loss.....			
Remeasurements of post-employment benefit obligation.....		(22)	(13)
Income tax related to items that will not be reclassified to profit or loss....		5	3
Share of Profit / (Loss) in Joint Ventures (net of tax).....		(1)	(2)
Other comprehensive income / (Loss) for the year, (net of income tax)....		(18)	(12)
Total comprehensive income for the year.....		(92)	890
Earnings per equity share basic and diluted (of ₹ 10/- each)	38	(0.99)	12.11

Summary of material accounting policies

3

Notes forming part of the consolidated financial statements

1-52

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

As per our report of even date attached

For B S R & Co. LLP

Chartered Accountants

Firm's Registration No: 101248W/W-100022

Farhad Bamji

Partner

Membership No: 105234

For and on behalf of the Board of Directors

Dai-ichi Karkaria Limited

CIN: L24100MH1960PLC011681

S. F. Vakil

Chairperson and
Wholetime Director
(DIN: 00002519)

Farokh P Gandhi

Chief Financial Officer
Membership No. 47573

Meher Vakil Taff

Vice Chairperson, Chief
Executive Officer and
Managing Director
(DIN: 07778396)

Ankit Shah

Company Secretary
Membership No. A35008

Place : Mumbai
Date : 8 May 2026

Place : Mumbai
Date : 8 May 2026

Consolidated Statement of Changes in Equity

as at 31 march 2026

A - Equity share capital

Particulars	As at 31 March, 2026		As at 31 March, 2025	
	Number of shares	₹ in lakhs	Number of shares	₹ in lakhs
(A) Authorised				
Equity shares of ₹ 10/- each with voting rights	1,00,00,000	1,000	1,00,00,000	1,000
(B) Issued, subscribed and fully paid				
Equity shares of ₹ 10/- each with voting rights				
Balance at the beginning of the reporting year	74,51,229	745	74,51,229	745
Changes in equity share capital during the year	-	-	-	-
Balance at the end of the reporting year	74,51,229	745	74,51,229	745

B - Other Equity

(₹ in lakhs)

Particulars	Reserves and Surplus						Total other equity
	Capital reserve	Securities premium reserve	Capital redemption reserve	General reserve	Retained earnings	Share of joint venture	
Balance as at 1 April 2024	77	2,594	16	519	12,353	1,772	17,331
Profit for the year	-	-	-	-	618	284	902
Other Comprehensive Income for the year (net of tax)	-	-	-	-	(10)	(3)	(13)
Total comprehensive income/(expense) for the year	-	-	-	-	608	281	889
Transactions with owners of the Company							
Dividend on Equity Shares	-	-	-	-	(149)	-	(149)
Balance as at 31 March 2025	77	2,594	16	519	12,812	2,053	18,071
Profit for the year	-	-	-	-	(324)	250	(74)
Other Comprehensive (Loss) for the year (net of tax)	-	-	-	-	(17)	(1)	(18)
Total Comprehensive income for the year	-	-	-	-	(341)	249	(92)
Dividend on Equity Shares	-	-	-	-	(261)	-	(261)
Balance as at 31 March 2026	77	2,594	16	519	12,210	2,302	17,718

Summary of material accounting policies

3

Notes forming part of the consolidated financial statements

1-52

As per our report of even date attached

For B S R & Co. LLP

Chartered Accountants

Firm's Registration No: 101248W/W-100022

Farhad Bamji

Partner

Membership No: 105234

Place : Mumbai

Date : 8 May 2026

For and on behalf of the Board of Directors**Dai-Ichi Karkaria Limited****CIN: L24100MH1960PLC011681****S. F. Vakil**Chairperson and
Wholtime Director
(DIN: 00002519)**Farokh P Gandhi**Chief Financial Officer
Membership No. 47573**Meher Vakil Taff**Vice Chairperson, Chief
Executive Officer and
Managing Director
(DIN: 07778396)**Ankit Shah**Company Secretary
Membership No. A35008

Place : Mumbai

Date : 8 May 2026



Consolidated Statement of Cash Flow for the year ended 31 March 2026

(₹ in lakhs)

Particulars	Year ended 31 March, 2026	Year ended 31 March, 2025
A. <u>Cash Flow from Operating Activities:</u>		
Profit after exceptional items before tax (including joint venture share)	(67)	1,131
<u>Adjustments for:</u>		
Depreciation and amortisation	1,013	1,015
Profit on sale of property, plant and equipments	-	(17)
Net loss(gain) on Investments at fair value through profit and loss	(10)	(1)
Dividend income	(1)	-
Interest income	(52)	(70)
Interest expenses	95	183
Inventory assets written off during the year	6	60
(Reversal) / Provision for doubtful trade receivables	(25)	70
Sundry balance written off	5	-
Liabilities no longer payable written back (net of tax)	(5)	(1)
Share of Profit in joint venture	(250)	(284)
Unrealised foreign currency loss/(gain) on revaluation (net)	5	10
Subtotal of Adjustments	781	965
Operating Profit before working capital changes	714	2,096
Changes in working capital:		
Adjustments for increase/decrease in:		
Increase in trade receivables	(159)	(795)
(Increase) / Decrease in other financial assets and other assets	513	(376)
Increase in inventories	(84)	(313)
Increase / (Decrease) in trade payable, other financial liabilities and other liabilities	(592)	935
Increase in provisions	84	60
Subtotal of Adjustments	(238)	(489)
Net cash generated from operations	476	1,607
Add : Income tax paid (net)	42	5
Net cash generated from operating activities	518	1,612
B. <u>Cash Flow from investing activities:</u>		
Purchases of property, plant and equipment	(943)	(296)
Proceed from sale of property, plant and equipments and intangible assets	14	34
Dividend received from associate company	270	-
Investment in Mutual Fund	(385)	-
Investment in fixed deposit with bank	19	(207)
Dividend received	1	-
Interest received	52	70
Net Cash generated (used in)/ from investing activities	(972)	(399)

Consolidated Statement of Cash Flow for the year ended 31 March 2026 (Contd.)

		(₹ in lakhs)	
Particulars	Year ended 31 March, 2026	Year ended 31 March, 2025	
C Cash Flow from Financing Activities:			
Repayment towards non-current borrowings	(18)	(116)	
Repayment of current borrowings	45	(503)	
Dividend paid	(261)	(149)	
Interest paid	(96)	(183)	
Net cash (used in)/from financing activities	(330)	(951)	
D Net (Decrease) / Increase in cash and cash equivalents (A+B+C)	(784)	262	
E Cash and cash equivalents as at beginning of the year	877	629	
Net Comprehensive income	-	-	
Add: Effect of exchange differences on cash and cash equivalents held in foreign currency	18	(14)	
F Cash and cash equivalents as at end of the year (D+E)	111	877	
* Amount below Rupees One Lakh			

Reconciliation of liabilities from financing activities	Non-current borrowing (including current portion) (a)	Current borrowings (b)	Total liabilities from financing activities (a+b)
Opening Balance (as at 1 April 2025)	18	1,255	1,273
Add : Proceeds during the year	-	45	45
Less : Repayment during the year	(18)	-	(18)
Closing Balance (as at 31 March 2026)	-	1,300	1,300

Notes:

- The above Cash Flow Statement has been prepared under the "Indirect Method" as set out in the Indian Accounting Standard (Ind AS-7) - "Statement of Cash Flows"
- Purchase of property, plant and equipment includes movements of capital work-in-progress (including capital advances) during the year.
- Cash and cash equivalents are cash and bank balance as per balance sheet (Refer note no 13)

Summary of material accounting policies 3

Notes forming part of the Consolidated financial statements 1-52

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

As per our report of even date attached

For B S R & Co. LLP

Chartered Accountants

Firm's Registration No: 101248W/W-100022

Farhad Bamji

Partner

Membership No: 105234

For and on behalf of the Board of Directors

Dai-Ichi Karkaria Limited

CIN: L24100MH1960PLC011681

S. F. Vakil

Chairperson and
Wholtime Director
(DIN: 00002519)

Farokh P Gandhi

Chief Financial Officer
Membership No. 47573

Meher Vakil Taff

Vice Chairperson, Chief
Executive Officer and
Managing Director
(DIN: 07778396)

Ankit Shah

Company Secretary
Membership No. A35008

Place : Mumbai

Date : 8 May 2026

Place : Mumbai

Date : 8 May 2026



Notes forming part of the consolidated financial statements as at 31 March 2026

1. Holding Company overview

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

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

2. Basis of preparation

A. Statement of compliance

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

The consolidated financial statements were authorised for issue by the Holding Company's Board of Directors on 8 May 2026. Details of the Group's material accounting policies are included in Note 3.

B. Functional and presentation currency

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

C. Basis of measurement

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

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

D. Current and non-current classification

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

E. Use of estimates and judgements

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

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

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

Useful lives of property, plant and equipment

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

Notes forming part of the consolidated financial statements as at 31 March 2026 (Contd.)**Recoverability of deferred tax assets**

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

Fair value Measurement of financial instrument

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

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

Provisions and contingent liabilities

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

F. Recent accounting pronouncements

Recent pronouncements Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. For the year ended March 31, 2026, MCA has amended following Standards w.e.f. from April 1, 2025 viz Ind AS – 21 The Effects in Foreign Exchange Rates, Ind AS 1 Presentation of Financial Statements Ind AS 7, Statement of Cash Flows, Ind AS 107, Financial Instruments Disclosures and Ind AS 12 International Tax Reforms The Holding Company has reviewed the new pronouncements and based on its evaluation has determined that it does not have any significant impact in its financial statements.

3. Material Accounting Policies**A. Basis for Consolidation****(i) Subsidiaries**

Subsidiaries are entities controlled by the Group. The Group "controls" an entity when it is expressed to or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its powers over the entity. The financial statements of subsidiaries are included in the consolidated financial statements from the date on which control commences until the date on which control ceases.

Consolidated procedure followed is as under:

Items of assets, liabilities equity, income, expenses and cash flows of the parent with those of its subsidiaries are combined like to like basis. For this purpose, income and expense of the subsidiary are based on the amounts of the assets and liabilities recognized in the consolidated financial statements at the acquisition date.

(ii) Equity accounted investees

The Group's interest in equity accounted investees comprise interests in associates and a joint venture.

Associates are those entities in which the Group has significant influence, but not control or joint control, over the financial and operating policies. A joint venture is an arrangement in which the Group has joint control, whereby the Group has rights to the net assets of the arrangement, rather than rights to its assets and obligations for its liabilities.

Interest in associates and the joint venture are accounted for using the equity method. They are initially recognised at cost, which includes transaction costs. Subsequent to initial recognition, the consolidated financial statements include the Groups share of the profit or loss and OCI of equity-accounted investees, until the date on which significant influence or joint control ceases.



Notes forming part of the consolidated financial statements as at 31 March 2026 (Contd.)

B. Financial instruments

Financial assets and liabilities are recognised when the Group becomes a party to the contractual provisions of the instrument. Financial assets and liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value measured on initial recognition of financial asset or financial liability.

Cash and cash equivalents

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

Financial assets at amortised cost

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

Financial assets at fair value through other comprehensive income

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

Financial assets at fair value through profit or loss

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

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

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

Financial liabilities

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

Equity instruments

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

Derecognition of financial instruments

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

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

Offsetting

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

Notes forming part of the consolidated financial statements as at 31 March 2026 (Contd.)**C. Impairment****Financial assets (other than at fair value)**

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

Non-financial assets**Tangible and intangible assets**

Property, plant and equipment and intangible assets with finite life are evaluated for recoverability whenever there is any indication that their carrying amounts may not be recoverable. If any such indication exists, the recoverable amount (i.e. higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the cash generating unit (CGU) to which the asset belongs.

If the recoverable amount of an asset (or CGU) is estimated to be less than its carrying amount, the carrying amount of the asset (or CGU) is reduced to its recoverable amount. An impairment loss is recognised in the consolidated statement of profit and loss.

D. Property, plant and equipment and Depreciation**(i) Recognition and measurement**

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

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

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

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

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

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

(ii) Subsequent expenditure

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

(iii) Expenditure during construction period

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



Notes forming part of the consolidated financial statements as at 31 March 2026 (Contd.)

(iv) Depreciation

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

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

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

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

E. Intangible assets

(i) Recognition and measurement

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

(ii) Subsequent expenditure

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

(iii) Amortisation

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

The estimated useful lives are as follows:

Software	6 years
----------	---------

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

F. Inventories

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

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

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

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

Notes forming part of the consolidated financial statements as at 31 March 2026 (Contd.)**G. Employee benefits****i. Short-term employee benefits**

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

ii. Defined contribution plans

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

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

iii. Defined benefit plan

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

Gratuity

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

iv. Other long-term employee benefits – Compensated absences

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

H. Provisions, contingent liabilities and contingent assets

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

A present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle or a reliable estimate of the amount cannot be made, is disclosed as a contingent liability. Contingent liabilities are also disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non - occurrence of one or more uncertain future events not wholly within the control of the Group.

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

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



Notes forming part of the consolidated financial statements as at 31 March 2026 (Contd.)

I. Revenue

i. Sale of goods

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

ii. Rendering of services

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

iii. Rental income

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

iv. Export benefits

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

v. Dividend

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

vi. Interest income

Interest income is recognised using the effective interest rate method.

J. Income tax

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

Current tax

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

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

Deferred tax

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

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

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

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

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

Notes forming part of the consolidated financial statements as at 31 March 2026 (Contd.)**K. Borrowing costs**

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

L. Earnings per share

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

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

4. Foreign currency transactions

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

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

5. Investment in subsidiary and joint venture

The Group's investment in its subsidiary and joint venture are carried at cost.

6. Cash and cash equivalents

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

7. Cash flow statement

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

Notes forming part of the consolidated financial statements as at 31 March 2026 (Contd.)

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

Particulars		Gross block			Accumulated depreciation/amortisation				Net Block	
As at 1 April 2025	Additions	Deductions	As at 31 March 2026	As at 1 April 2025	For the Year	Deductions	As at 31 March 2026	As at 31 March 2026	As at 31 March 2025	
A. Tangible Assets										
Buildings residential	55	-	55	30	6	-	36	19	25	
Buildings: Non residential	5,329	16	5,345	917	182	-	1,099	4,246	4,412	
Road	585	-	585	377	58	-	435	150	208	
Plant and machinery	10,192	569	10,747	3,804	678	-	4,482	6,265	6,388	
Furniture and fixtures	194	1	195	111	18	-	129	66	83	
Laboratory, office and factory equipment and air conditioners	384	24	408	179	23	-	202	206	205	
Vehicles	143	-	143	33	25	-	58	85	110	
Total tangible assets	16,882	610	17,478	5,451	990	-	6,441	11,037	11,431	
B. Intangible assets										
Computer software	38	19	57	38	* -	-	39	18	-	
Total	16,920	629	17,535	5,489	991	-	6,480	11,055	11,431	
C. Capital work-in-progress (Refer note 45 (C))	85	544	386	-	-	-	-	386	85	
D. Investment property										
Building (Refer note 2)	153	-	153	133	10	-	143	10	20	
E. Right of use assets										
Leasehold land	1,233	-	1,233	121	13	-	134	1,099	1,112	

* Amount below Rupees One Lakh

Notes

- Kindly refer note no 19 on Borrowings, for the details related to hypothecated property, plant and equipment of the Holding Company
- (i) Building includes commercial property which is classified as investment in property by the Holding Company in accordance with IND AS 40 "Investment property"
 (ii) The rental income recognised by the Holding Company during the year ended March 31 2026 was ₹ 124 lakhs (March 31 2025 ₹ 81 lakhs) and was included in "Other income"
 (iii) Total fair value of Investment Property is ₹ 1,490 lakhs (March 31 2025 ₹ 1,490 Lakhs)

Notes forming part of the consolidated financial statements as at 31 March 2026 (Contd.)**4(a). Property, plant and equipment, capital work in progress, Intangible Assets, Investment property and Right of use assets (Continued) (₹ in lakhs)**

Particulars	Gross block			Accumulated depreciation/amortisation			Net Block	
	As at 1 April 2024	Additions	Disposal	As at 31 March 2025	As at 1 April 2024	For the year	Disposal	As at 31 March 2025
A. Tangible Assets								
Buildings residential	24	31	-	55	23	7	-	30
Buildings: Non residential	5,121	208	-	5,329	722	195	-	916
Road	585	-	-	585	318	59	-	377
Plant and machinery	10,188	36	32	10,192	3,159	663	18	3,804
Furniture and fixtures	190	4	-	194	97	14	-	111
Laboratory, office and factory equipment and air conditioners	373	11	-	384	149	30	-	179
Vehicles	107	129	93	143	91	28	86	33
Total tangible assets	16,588	419	125	16,882	4,559	996	104	5,451
B. Intangible assets								
Computer software	38	-	-	38	38	-	-	38
Total	16,626	419	125	16,920	4,597	996	104	5,489
C. Capital work-in-progress (Refer note 45 (C))	238	181	334	85	-	-	-	85
D. Investment property								
Building (Refer note 2)	153	-	-	153	127	6	-	133
D. Right of use assets								
Leasehold land	1,233	-	-	1,233	108	13	-	121
								1,112

*Amount below Rupees One Lakh

Notes

- 1) Kindly refer note no 19 on Borrowings, for the details related to hypothecated property, plant and equipment of the Holding Company
- 2) (i) Building includes commercial property which is classified as investment in property by the Holding Company in accordance with IND AS 40 "Investment property"
- (ii) The rental income recognised by the Holding Company during the year ended March 31 2025 was ₹ 81 lakhs (March 31 2024 ₹ 70 lakhs) and was included in "Other income"
- (iii) Total fair value of Investment Property is ₹ 1,490 lakhs and the Holding Company has not recognised any impairment loss during the year (March 31 2024 ₹ 1,490 lakhs)



Notes forming part of the consolidated financial statements as at 31 March 2026 (Contd.)

Particulars	As at 31 March 2026	(₹ in lakhs) As at 31 March 2025
5 (a). Investments - Non-current		
In Equity Shares, Unquoted (at cost)		
In Joint Venture		
(i) ChampionX Dai-ichi India Private Limited		
1,125,000 shares (31 March 2025 : 1,125,000 shares).....	68	68
Add :- Shares of Profit in Joint Ventures	2,249	2,270
	2,317	2,338
Less : Provision for diminution in value of investment - Investment in Equity		
Shares of Dai-ichi Goseichemicals (India) Limited	-	-
	2,317	2,338
5 (b). Other Investments		
(a) Unquoted:		
The Zoroastrian Co-operative Bank Limited, unquoted (at fair value through profit and loss)		
4,000 shares (31 March 2025 : 4,000 shares)	1	1
	1	1
6. Other Financial Assets - Non-current		
(Unsecured and considered good)		
To parties other than related parties		
Security deposits	246	253
Margin money deposits with original maturity greater than twelve months.....	281	436
Total	527	689
7. Deferred tax assets (net)		
Deferred Tax Assets		
Retirement benefits.....	122	97
Loss allowance on trade receivables.....	7	21
Bonus.....	7	6
MSME Balance	* -	-
Income tax loss.....	955	935
Fair value of investments.....	* -	-
Others.....	46	6
Total deferred tax assets (a)	1,137	1,065
Deferred tax liabilities		
Property, plant and equipment and Intangible assets	1,145	1,061
Fair valuation of investments	-	1
Others.....	* -	-
Total deferred tax liabilities (b)	1,145	1,062
Net deferred tax (liability)/assets (a-b)	(8)	3
Deferred tax (liability) / assets recognised (net) (Refer note 46 and 47)	(8)	3

Notes forming part of the consolidated financial statements as at 31 March 2026 (Contd.)

Particulars	(₹ in lakhs)	
	As at 31 March 2026	As at 31 March 2025
8. Other tax assets (net)		
(Unsecured, considered good)		
Advance Tax (Net of provision ₹ 1,036 lakhs (31 March 2025 : ₹ 1,638 lakhs))	493	532
Total	493	532
9. Other non current assets		
(Unsecured, considered good)		
Balance with government authorities	4	4
Prepaid expenses	6	7
Total	10	11
* Amount below Rupees One Lakh		
10. Inventories		
(At lower of cost and net realisable value)		
Raw materials (including goods-in-transit ₹ 113 Lakhs ;31 March 2025 ₹ 41.65 Lakhs)	1,299	1,089
Packing material.....	51	32
Work-in-progress.....	-	9
Finished goods (including goods-in-transit ₹ 80.67 Lakhs; 31 March 2025 ₹ 66 Lakhs)	358	464
Semi finished goods.....	138	181
Spare and consumables.....	151	144
Total	1,997	1,919
Footnote		
(i) Amount of write down of inventories to net realisable value and other provisions recognised in the Statement of Profit and Loss as an expense is ₹ 6 lakhs. (31 March 2025 ₹ 60 lakhs)		
(ii) Inventories are hypothecated against cash credit facility from bank		
11. Current investments		
(a) In equity instruments (at fair value through profit and loss)		
(i) Quoted:		
2,412 shares (31 March 2025: 2,412 shares) of ₹ 10 each fully paid up in Heubach Colorants India Limited (formerly known as Clariant Chemicals (India) Limited).....	7	14
8,100 shares (31 March 2025: 8,100 shares) of ₹ 10 each fully paid up in Bank of India	11	10
2,000 shares (31 March 2025: 2,000) of ₹ 2 each in Bharat Seats Limited	6	3
(ii) Unquoted		
1,000 shares (31 March 2025: 1,000 shares) of ₹ 25 each fully paid up of The Shamrao Vithal Co-operative Bank Limited	* -	* -
2,500 shares (31 March 2025: 2,500 shares) of ₹ 10 each fully paid up of The Saraswat Co-operative Bank Limited	* -	* -
(b) In Mutual Funds (at fair value through profit and loss)		
Un Quoted Mutual Funds		
57,058.054 units (31 March 2025 : Nil units) of ₹ 10 each of DSP Short Term Fund - Growth fund	30	-
307,932.768 units (31 March 2025 : Nil units) of ₹ 10 each of DSP Saving Fund - Growth fund	175	-
487,694.845 units (31 March 2025 : Nil units) of ₹ 10 each of DSP Low Duration Fund-Growth Fund	104	-
2,309.904 units (31 March 2025 : Nil units) of ₹ 10 each of DSP Ultra Short Fund - Growth Fund	89	-
Total	422	27



Notes forming part of the consolidated financial statements as at 31 March 2026 (Contd.)

Particulars	(₹ in lakhs)	
	As at 31 March 2026	As at 31 March 2025
1) Aggregate cost of quoted investments	4	4
2) Aggregate market value of listed and quoted investments	24	27
3) Aggregate cost of unquoted investments	398	-
4) Aggregate cost of unquoted investments (net of diminution in value written off)	398	-
* Amount below Rupees One Lakh		
12. Trade receivables (unsecured)		
Considered good	3,134	2,980
Credit impaired	28	84
Less :- Loss allowance	(28)	(84)
Total	3,134	2,980
(i) Of the above, dues include amount due from related parties ₹ 548 lakhs (31 March 2025: ₹ 472 lakhs)		
(ii) Trade Receivables include ₹ 543 lakhs (31 March 2025: ₹ 472 lakhs) due from the one customer.		
(iii) Trade receivables are hypothecated as security for borrowings		
(iv) Ageing of trade receivable is disclosed in Note 45 D for schedule III disclosure.		
13. Cash and cash equivalents		
Balances with banks		
(i) In current accounts	7	8
(ii) In exchange earners foreign currency account	104	869
(iii) Deposits with original maturity of less than three months	-	-
Cash on hand	* -	* -
Total	111	877
* Amount below Rupees One Lakh		
14. Bank balances other than cash and cash equivalents		
Unpaid dividend	7	7
Deposits with banks with original maturity of more than three months but less than twelve months	174	163
(Balances held as margin money against guarantees and other commitments)		
Total	181	170
15. Other financial assets - current (unsecured, considered good)		
Export incentive receivable	58	80
Margin money deposits with original maturity greater than twelve months (maturing within twelve months)	153	27
Total	211	107
16. Other current assets (unsecured, considered good)		
Prepaid expenses	79	97
Advance to suppliers	35	33
Balances with government authorities		
i) Goods and service tax act	335	801
Total	449	932

Notes forming part of the consolidated financial statements as at 31 March 2026 (Contd.)

(₹ in lakhs)

Particulars	As at 31 March, 2026		As at 31 March, 2025	
	Number of shares	Amount	Number of shares	Amount
17. Share capital				
(A) Authorised				
Equity shares of ₹ 10/- each with voting rights	1,00,00,000	1,000	1,00,00,000	1,000
(B) Issued, Subscribed and fully paid				
Equity shares of ₹ 10/- each with voting rights	74,51,229	745	74,51,229	745
Total	74,51,229	745	74,51,229	745

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

Particulars	As at 31 March, 2026		As at 31 March, 2025	
	Number of shares	Amount	Number of shares	Amount
Equity shares				
At the commencement of period	74,51,229	745	74,51,229	745
Add / (Less): Equity shares issued / bought back during the year	-	-	-	-
Closing Balance	74,51,229	745	74,51,229	745

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

Class of shares / Name of shareholder	As at 31 March, 2026		As at 31 March, 2025		% change during the year
	Number of shares held	% holding	Number of shares held	% holding	
Equity shares with voting rights					
Mrs. S.F. Vakil (Promoter Shareholder).....	3,407,169	45.73%	36,27,169	48.68%	-2.95%

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

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

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



Notes forming part of the consolidated financial statements as at 31 March 2026 (Contd.)

18. Other equity

Particulars	As at 31 March 2026	(₹ in lakhs) As at 31 March 2025
(a) Capital reserve		
Balance as at the commencement and end of the year	77	77
(b) Capital redemption reserve		
Balance as at the commencement and end of the year	16	16
(c) Securities premium account		
Balance as at the commencement and end of the year	2,594	2,594
(d) General reserve		
Balance as at the commencement and end of the year	519	519
(e) Retained Earnings		
Balance as at the commencement of the year.....	12,919	12,450
Add: (Loss) / Profit for the year.....	(324)	618
	12,595	13,068
Less : Dividend to equity shareholders (₹ 2 per share)	(261)	(149)
(Previous year ₹ 2 per share) (Refer note 39)		
	(261)	(149)
Balance as at the end of the year.....	12,334	12,919
(f) Share of Joint Venture		
Share in Profit in Joint Venture	2,306	2,056
(g) Other terms of other comprehensive income /(expenses)		
Balance as at the commencement of the year	(110)	(97)
Remeasurements of post-employment benefit obligation	(17)	(10)
Income tax related to items that will not be reclassified to profit or loss		
Share of (Loss) in Joint Ventures (net of Tax)	(1)	(3)
Balance as at the end of the year.....	(128)	(110)
Total	17,718	18,071

Nature and Purpose of Reserves

- Capital reserve
Any profit or loss on purchase, sale, issue or cancellation of the Group's own equity instruments is transferred to capital reserve.
- Capital redemption reserve
A statutory reserve created to the extent of sum equal to the nominal value of the share capital extinguished on buyback of holding company's own shares pursuant to Section 69 of the Companies Act, 2013. The reserve is utilised in accordance with the provisions of section 69 of the Companies Act, 2013.
- Securities premium account
Securities premium reserve is credited when shares are issued at a premium. It is utilized in accordance with the provisions of the Act, to issue bonus shares, to provide for premium on redemption of shares, write-off equity related expenses like underwriting costs, etc.
- General reserve
General reserve is a free reserve, which is created by transferring funds from retained earnings to be used time to time to transfer profits from retained earnings for appropriation purposes.
- Retained earnings
Retained earnings are the profits that the Company has earned till date, less any transfers to General Reserve and payment of dividend.
- Other items of other comprehensive income
Other items of other comprehensive income consist of re-measurement of net defined benefit liability/asset.
- Dividends declared by the Holding Company are based on profits available for distribution. During financial year 2025-26 Company has paid final dividend of ₹ 3.5 per share in respect of the year ended 31 March 2025.
- The Board of Directors of the Holding Company at the meeting held on 08 May 2026 proposed a dividend of ₹ 1.50 per share (previous year ₹ 3.5 per share) subject to approval of the members at the ensuing Annual General Meeting.

Notes forming part of the consolidated financial statements as at 31 March 2026 (Contd.)**19 (a). Non - current financial liabilities - borrowings**

(₹ in lakhs)

Particulars	As at 31 March 2026	As at 31 March 2025
(a) Vehicle term loan from bank - secured (Refer note (i))	-	18
Total	-	18

Note (i) - Vehicle term loan

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

During the current year the Holding Company has repaid entire vehicle loan from proceeds from business operations

19 (b) Non - current financial liabilities - others

(₹ in lakhs)

Particulars	As at 31 March 2026	As at 31 March 2025
Security deposit.....	42	38
Deferred rent.....	10	14
Total	52	52

20. Provision - non current

Provision for employee benefits

Gratuity.....	41	18
Compensated absences	215	176
Total	256	194

21. Current financial liabilities - borrowings

Cash credit (secured)	1,300	1,236
Total	1,300	1,236
Current maturities of long term borrowings (Refer note (i))		
- Term loans from banks & others (Refer note 19 (a) for repayment schedule)	-	19
	1,300	1,255

Note (i)

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

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

22. Trade payables- Current

	As at 31 March 2026	As at 31 March 2025
i) Total outstanding dues of micro enterprises and small enterprises (Refer note below)	131	40
ii) Total outstanding dues of creditors other than micro enterprises and small enterprises (Refer note 41 for Related party transactions)	1,675	2,360
Total	1,806	2,400



Notes forming part of the consolidated financial statements as at 31 March 2026 (Contd.)

(₹ in lakhs)

Note

Ageing of trade payable is disclosed in Note 45 B for schedule III disclosure.

Micro enterprises and small enterprises

Information in respect of micro, small and medium enterprises as defined under micro, small and medium enterprises development act, 2006 (MSMED Act, 2006) has been determined to the extent such parties have been identified on the basis of information available with the Company.

The following disclosures are made for the amounts due to the micro, small and medium enterprises:

	As at 31 March 2026	As at 31 March 2025
(i) Principal Amount remaining unpaid to any supplier as at the end of the year	131	40
(ii) Interest due thereon remaining unpaid to any supplier as at the end of the year	-	-
(iii) The amount of interest paid by the buyer under MSMED Act 2006 along with the amounts of the payment made to the supplier beyond the appointed day during the year	4	4
(iv) The amount of interest due and payable for the period of the delay in making payment (which have been paid but beyond the appointed date during the year but without adding the interest specified under the MSMED Act	-	-
(v) The amount of interest accrued and remaining unpaid at the end of the year	-	-
(vi) The amount of further interest remaining due and payable even in the succeeding year, until such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallowance as a deductible expenditure under section 23 of MSMED Act 2006	-	-

Dues to micro and small enterprises have been determined to the extent such parties have been identified on the basis of information collected by the management. This has been relied upon by the auditors.

23. Other financial liabilities - current

Particulars

	As at 31 March 2026	As at 31 March 2025
Unpaid dividends**	7	7
Employee benefits payable	210	195
Security deposits	3	3
Payables on purchase of property, plant and equipment (***)	-	14
Deferred rent	4	4
Total	224	223

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

*** Payables on purchase of property, plant and equipment includes MSME vendor balance of ₹ Nil (31 March 2025 ₹ 5 lakhs)

24. Other current liabilities

	As at 31 March 2026	As at 31 March 2025
Advance from customers	6	17
Payable to statutory authorities	62	69
Total	68	86

25. Provisions - current

	As at 31 March 2026	As at 31 March 2025
Provision for Employee Benefits		
Gratuity	92	74
Compensated absences	135	116
Total	227	190

Notes forming part of the consolidated financial statements for the year ended 31 March 2026 (Contd.)

(₹ in lakhs)

26. Revenue from operations**Particulars**

	For the year ended 31 March 2026	For the year ended 31 March 2025
(a) Sale of products	16,065	18,052
(b) Other operating revenues (Refer Note (i) below)	65	86
Total	16,130	18,137
Notes:		
(i) Other operating revenues comprises:		
Scrap sales	65	75
Others	-	11
Total	65	86

Note: Ind AS 115 – Revenue from Contracts with Customers

- (A) The Group is primarily in the business of manufacture and sale of specialty chemicals. All sales are made at a point in time and revenue recognised upon satisfaction of the performance obligations which is typically upon dispatch/ delivery. The group has a credit evaluation policy based on which the credit limits for the trade receivables are established, the group does not give significant credit period resulting in no significant financing component.
- (B) Reconciliation of revenue as per contract price and as recognised in statement of profit and loss:

(₹ in lakhs)

Particulars

	For the year ended 31 March 2026	For the year ended 31 March 2025
Revenue from contract with customer as per contract price	16,164	18,116
Less: Discounts and other adjustments	(61)	(78)
Less:- Sales returns /credits /reversals (net)	(38)	14
Revenue from contract with customer as per statement of profit and loss	16,065	18,052

Disaggregation of revenue - Revenue from major products

(₹ in lakhs)

Particulars

	For the year ended 31 March 2026	For the year ended 31 March 2025
Pour Point Depressant for crude oil	1,871	2,280
Demulsifier for oil field applications	1,848	429
Pour Point Depressant for lube oil	1,342	1,850
Metal passivator for refineries	1,054	2,090
Others	9,950	11,403
	16,065	18,052

(₹ in lakhs)

27. Other income**Particulars**

	For the year ended 31 March 2026	For the year ended 31 March 2025
Interest income - others (Refer Note (i))	52	70
Dividend income from		
-Others	1	* -
Profit on revaluation of investments.....	10	1
Export incentives	77	145
Rental income	124	81
Profit on sales of property, plant and equipment.....	-	17
Other non-operating income (including exchange gain) (Refer note (ii))....	201	132
Total	465	446



Notes forming part of the consolidated financial statements for the year ended 31 March 2026 (Contd.)

Particulars	(₹ in lakhs)	
	For the year ended 31 March 2026	For the year ended 31 March 2025
Note (i) Interest income comprises:		
Interest from banks on deposits	44	41
Others interest (Interest on value added tax refund)	8	29
Total	52	70
Note (ii) Other non-operating income		
Net gain on foreign currency transactions and translation.....	158	128
Liabilities no longer payable written back.....	5	1
Reversal of provision for doubtful trade receivables (Refer note 43)	25	-
Miscellaneous receipts.....	13	3
Total	201	133
* Amount below Rupees One Lakh		
28. Cost of materials consumed		
Opening Stock.....	1,121	745
Add : Purchases.....	10,754	11,900
Less : Closing Stock.....	(1,351)	(1,121)
Total	10,524	11,524
<u>Raw Materials consumed comprises of the following :</u>		
Fatty Alcohol, Phenol & glycol	2,884	2,636
Ethylene Oxide	2,085	1,728
Oils and Fatty Acids	949	900
Metal Oxide	869	1,918
Acrylic Polymer	454	443
Solvents	413	542
Others	2,871	3,357
Total	10,525	11,524
29. Changes in inventories of finished goods, semi finished goods and work-in-progress		
<u>Inventories at the end of the year</u>		
Finished goods	358	464
Semi finished goods	138	181
Work-in-progress	-	9
	496	654
<u>Inventories at the beginning of the year</u>		
Finished goods	464	438
Semi finished goods	181	277
Work-in-progress.....	9	63
	654	778
Net Decrease	158	124
30. Employee benefits expense		
Salaries, wages and bonus	2,286	2,010
Contribution to provident and other funds.....	161	131
Staff welfare expenses	119	136
Total	2,566	2,277
31. Finance costs		
Interest expenses - On borrowings	90	153
- Others	5	30
Total	95	183

Notes forming part of the consolidated financial statements for the year ended 31 March 2026 (Contd.)

Particulars	(₹ in lakhs)	
	For the year ended 31 March 2026	For the year ended 31 March 2025
32. Depreciation and amortisation expense		
Depreciation of Property, plant and equipment, Investment property, intangible assets and Right of use assets.....	1,013	1,015
Total	1,013	1,015
33. Other expenses		
Consumption of stores and spare parts	62	107
Power and fuel	785	751
Repairs to plant and machinery	81	-
Repairs to others	13	103
Effluent treatment expenses	11	15
Insurance	86	69
Rates and taxes, excluding, taxes on income	32	29
Rent expense	36	38
Traveling expenses	78	45
Legal and professional fees	178	204
Payment to auditors		
Audit fees	18	18
Tax audit	4	4
Limited review of quaterly results	27	27
Reimbursement of expenses	3	3
Freight and forwarding expense	351	475
Commission expense	41	51
Contract labour charges	397	420
Directors sitting fees	10	12
Corporate social responsibility expense (Refer note 36)	13	-
Donation	2	* -
Security charges	77	74
Property, plant and equipment written off	* -	-
Inventory assets written off during the year	6	60
Provision for doubtful trade receivables	-	70
Miscellaneous expenses	225	192
Total	2,536	2,767

* Amount below Rupees One Lakh

34. Contingent Liabilities and Capital Commitments**a) Contingent Liabilities**

(₹ in lakhs)

Sr. No.	Particulars	As at 31 March 2026	As at 31 March 2025
(i)	Claims against the Holding Company not acknowledged as debt: Octroi (classification of raw materials)* * Includes ₹ 142 lakhs (31 March 2025: ₹ 142 lakhs) for which bank guarantee has been given and shown under note below 34 (a)(vi)	243	243
(ii)	Disputed income tax demands in respect of deductions/disallowances for earlier years pending with appellate tribunals (Determination of nature of receipt)	30	30
(iii)	Disputed income tax demands in respect of deductions/disallowances for earlier years pending with income tax authorities	367	373
(iv)	Disputed Goods and Service Tax demands related to input tax credit claims	210	210
(v)	Service tax (Dispute on availment of cenvat on exempt goods)	54	54
(vi)	Guarantees issued to others by bank secured by counter guarantee of the Holding Company and by charge on the property, plant and equipment, inventories and trade receivables of the company	277	390



Notes forming part of the consolidated financial statements for the year ended 31 March 2026 (Contd.)

(₹ in lakhs)

Sr. No.	Particulars	As at 31 March 2026	As at 31 March 2025
(vii)	Bond for availing duty exemption under exemption entitlement certificate Scheme	-	89
(viii)	Bond for availing duty benefit under manufacture and other operations in warehouse regulation scheme	300	300
(ix)	Group's share of Bonds for availing duty exemption under exemption entitlement certificate scheme (pertaining to 50% Joint Venture - Champion X Dai-ichi India Private Limited)	-	-
(x)	Group's share of Guarantee issued to others by bank (pertaining to 50% Joint Venture - Champion X Dai-ichi India Private Limited)	118	301
(xi)	Group's share of Central Sales Tax Demands (pertaining to 50% Joint Venture - Champion X Dai-ichi India Private Limited)	162	153
(xii)	Group's share of Income Tax Demand (pertaining to 50% Joint Venture - Champion X Dai-ichi India Private Limited)	3	3
	Total	1,764	2,146

b) Capital Commitments

(₹ in lakhs)

Particulars	As at 31 March 2026	As at 31 March 2025
Estimated amount of contracts remaining to be executed on capital account and not provided for (Tangible assets - Property, plant and equipment (net of advances))	45	24

35. Details on derivative instruments and unhedged foreign currency exposures

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

Particulars	As at 31 March 2026		As at 31 March 2025	
	(INR in Lakhs)	(USD in lakhs)	(INR in Lakhs)	(Foreign Currency in lakhs)
Receivables	1,307	USD 13.82	978	USD 11.46
(Payables)	(184)	USD 1.94	(99)	USD 1.15
(Payables)	-	-	* -	CHF 0.01

Note : Receivables includes balance of Exchange Earner Foreign Currency account

* Amount below Rupees One Lakh

36. Corporate Social Responsibility expenditure

(₹ in lakhs)

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
1 Amount required to be spent by the Company during the year	13.35	-
2 Amount of expenditure incurred on :		
i. Construction /acquisition of any asset	-	-
ii. On purposes other than (i) above	13.35	-
3 Shortfall at the end of the year	-	-
4 Total of previous years shortfall	-	-
5 Reasons for shortfall	-	-
6 Nautre of CSR activities	Eradicating hunger, poverty, malnutrition and integrated village development program	-

Notes forming part of the consolidated financial statements for the year ended 31 March 2026 (Contd.)**37. Disclosure of Employee Benefits as per Ind AS 19 is as under:****i) Defined contribution plans:**

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

The Group has recognised the following amounts in the standalone statement of Profit and Loss (₹ in lakhs)

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
- Contribution to Provident Fund	123	106
- Contribution to Employee State Insurance Corporation	* -	* -
Total	123	106

* Amount below Rupees One Lakh

ii) Defined benefit plan:

The Group earmarks liability towards funded Group Life Insurance Corporation gratuity plan and provides for payment to vested employees as under:

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

As per the provisions of Code on Social Security 2020 with vesting period of 5 years of service.

b) On death in service:

As per the provisions of Code on Social Security 2020 without any vesting period.

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

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

The most recent actuarial valuation of the present value of the defined benefit obligation for gratuity was carried out as at 31 March 2026 by an independent actuary. The present value of the defined benefit obligations and the related current service cost and past service cost, were measured using the Projected Unit Credit Method.

The following table sets out the status of the gratuity plan and the amounts recognised in the Group's financial statements as at 31 March 2026

(₹ in lakhs)

Sr. No.	Particulars	As at 31 March 2026	As at 31 March 2025
i)	Reconciliation in present value of obligations (PVO) – defined benefit obligation :		
	Current Service Cost	18	13
	Interest Cost	14	12
	Actuarial loss/(gain)	22	13
	Benefits paid	(12)	(5)
	PVO at the beginning of the year	207	173
	PVO at end of the year	270	207
ii)	Change in fair value of plan assets	8	7
	Expected return on plan assets	* -	-
	Return on plan assets.....	28	25
	Contributions by the employer.....	(12)	(5)
	Benefits paid.....	121	94
	Fair value of plan assets at beginning of the year.....	145	121
	Fair value of plan assets at end of the year.....		



Notes forming part of the consolidated financial statements for the year ended 31 March 2026 (Contd.)

(₹ in lakhs)

Sr. No.	Particulars	As at 31 March 2026	As at 31 March 2025
iii)	Analysis of Defined Benefit Obligation :		
	Defined Benefit Obligation at the end of the year	270	207
	Provision for protected gratuity.....	8	9
	Fair Value of Plan assets at the end of the year	145	121
	Current / Non current classifications		
	Current	92	74
	Non current	41	21
	Total	133	95
iv)	Reconciliation of PVO and fair value of plan assets:		
	PVO at end of year.....	270	207
	Provision for protected gratuity.....	8	9
	Fair Value of plan assets.....	145	121
	Funded status.....	(125)	86
	Net liability recognised in the balance sheet.....	133	95
v)	Expense recognised in the statement of profit or loss:		
	Current Service cost	18	13
	Past Service cost.....	20	-
	Net interest.....	6	6
	Expense recognised in the statement of profit or loss.....	24	19
vi)	Other comprehensive income (OCI):		
	Actuarial Loss/(Gain) recognised for the period.....	22	13
	Return on plan assets excluding interest income.....	* -	* -
	Total actuarial Loss/(Gain) recognised in OCI.....	22	13
vii)	Assumption used in accounting for the gratuity plan:		
	Discount rate (%).....	6.54%	6.54%
	Expected return on plan assets.....	6.54%	6.54%
	Salary escalation rate (%).....	7.00%	7.00%
	Attrition.....	21.8%	21.8%
	Mortality Table	Indian Assured Lives Mortality (2012-14)	Indian Assured Lives Mortality (2012-14)

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

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

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

(₹ in lakhs)

Experience adjustments	As at 31 March 2026	As at 31 March 2025	As at 31 March 2024	As at 31 March 2023	As at 31 March 2022
Gratuity					
Expected gain / (loss) adjustments on plan liabilities	22	10	5	4	(33)
Experience gain / (loss) adjustments on plan assets	* -	* -	(1)	(1)	1
Defined Benefits at the end of the year	270	207	173	168	185
Plan Assets at the end of the year	145	121	94	86	79
Funded status Deficit	(133)	(95)	(89)	(92)	(107)
Contribution expected to be paid to the plan during next financial year	92	73	63	53	51

Notes forming part of the consolidated financial statements for the year ended 31 March 2026 (Contd.)

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

As at 31 March 2026 the weighted average duration of the defined benefit obligation is three years (31 March 2025 : three years)

Sensitivity Analysis

Particulars	As at 31 March 2026	As at 31 March 2025
Delta Effect of +1% Change in Rate of Discounting	(6)	(5)
Delta Effect of -1% Change in Rate of Discounting	7	5
Delta Effect of +1% Change in Rate of Salary Increase	6	5
Delta Effect of -1% Change in Rate of Salary Increase	(6)	(5)
Delta Effect of +1% Change in Rate of Employee attrition	* -	* -
Delta Effect of -1% Change in Rate of Employee attrition	* -	* -

* Amount below Rupees One Lakh

38. Earnings per share (EPS)

(₹ in lakhs)

Particulars		Year ended 31 March 2026	Year ended 31 March 2025
Profit after tax attributable to equity shareholders ₹ in lakhs A		(73)	902
Weighted average number of equity shares outstanding during the year Nos. B		74,51,229	74,51,229
Basic and diluted earnings per equity share In ₹ (A / B)		(0.98)	12.11
Face value per equity share In ₹		10	10

39. Dividend paid and proposed:

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

(₹ in lakhs)

Particulars	Dividend Per Equity Shares (₹)	Year ended 31 March 2026	Dividend Per Equity Shares (₹)	Year ended 31 March 2025
Final Dividend on Equity Shares	3.50	261	2.00	149
Total	-	261	-	149

The Board of Directors of the Holding Company at the meeting held on 8 May 2026 proposed a dividend of ₹ 1.50 per share (previous year ₹ 3.5 per share) subject to approval of the members at the ensuing Annual General Meeting.

40. Segment Reporting

The Company's management, pursuant to 'Ind AS 108 – Operating Segments' has concluded that the Company has only one reportable segment which is specialty chemicals. Accordingly, no separate disclosures of segment information have been made.



Notes forming part of the consolidated financial statements for the year ended 31 March 2026 (Contd.)

41. Related party disclosures

Description of relationship	Names of related parties
(i) Ultimate Holding Company	
(i) Subsidiary	Dai-ichi Goseichemicals (India) Limited (DGCIL)
(ii) Jointly controlled entities (JCE)	ChampionX Dai-ichi India Private Ltd. (CXDI)
(iii) Key Management Personnel (KMP)	i) Mrs. S. F. Vakil - Chairperson and Whole time Director
	ii) Ms. Meher Vakil Taff - Managing Director (MFV) (w.e.f. from 1st April 2023 - Managing Director) and (w.e.f. from 1st April 2026 - Vice Chairperson, Chief Executive Officer and Managing Director
	iii) Mr. A H Jehangir (AHJ)
	iv) Mr. Ashok V. Hiremath (Independent Director) (AVH)
	v) Mr. Cyrus Bagwadia (Independent Director) (CB) (w.e.f. - 11 August 2023 to 23 January 2025)
	vi) Mr. Behram Sorabji (Independent Director) (BS) (w.e.f. - 11 August 2023)
	vii) Mr. Srinivasan Vishwanathan (Independent Director) (SV) (w.e.f. - 23 January 2025)
	viii) Mr Farokh P Gandhi (Chief Financial Officer) (FG)
	ix) Mr. Ankit P Shah (Company Secretary) (AS)
(iv) Relatives of KMP	i) Mr. Firoze Adi Vakil - Husband of Mrs S. F. Vakil (FAV)
	ii) Mr. Jahangir F. Vakil - Son of Mrs S. F. Vakil (JFV)
	iii) Mrs. P. R. Mehta -Sister of Mrs S. F. Vakil (PRM)
	iv) Mr. Matthew I. Taff - Husband of Ms. Meher Vakil Taff (MT)
	v) Mr Feroze D Neterwala - Brother of Mrs S.F. Vakil (FDN)
(v) Entities in which KMP / Relatives of KMP can exercise significant influence	i) Indian Oxides and Chemicals Private Limited (IOCL)
	ii) Rose Investments Limited (RIL),
	iii) General Pharmaceuticals Pvt. Ltd. (GPPL)
	iv) Netal (India) Limited (NIL)
	v) Neterwala Consulting & Corporate Services Limited (NCCL) (merged with CFAPL in FY 2023-24)
	vi) Chemicals and Ferro Alloys Pvt. Ltd (CFAPL)
	vii) Uni Klinger Limited (UKL)
	viii) Natch Products & Services Pvt. Ltd. (NPSPL)
(vi) Enterprises over which director can exercise significant influence	i) Maneckji & Shirinbai Neterwala Foundation (MSNF)

Notes forming part of the consolidated financial statements for the year ended 31 March 2026 (Contd.)

(₹ in lakhs)

Particulars	Subsidiaries (DGCIL)	JCE (CXDI)	KMP	Relatives of KMP	Entities in which KMP / relatives of KMP can exercise significant influence	Enterprises over which director can exercise significant influence	Total
<u>Purchase of goods:</u>							
CXDI	-	-	-	-	-	-	-
	-	-	-	-	-	-	-
IOCL	-	-	-	-	860	-	860
	-	-	-	-	(1,924)	-	(1,924)
GPPL	-	-	-	-	78	-	78
	-	-	-	-	(72)	-	(72)
UKL	-	-	-	-	6	-	6
	-	-	-	-	-	-	-
<u>Sale of goods:</u>							
CXDI	-	2,579	-	-	-	-	2,579
	-	(1,652)	-	-	-	-	(1,652)
GPPL	-	-	-	-	-	-	-
	-	-	-	-	(6)	-	(6)
<u>Rendering of services/ Reimbursement of expenses:</u>							
CXDI	-	13	-	-	-	-	13
	-	(14)	-	-	-	-	(14)
IOCL	-	-	-	-	15	-	15
	-	-	-	-	(9)	-	(9)
NPSPL	-	-	-	-	3	-	3
	-	-	-	-	(2)	-	-
<u>Receiving of services/ Reimbursement of expenses :</u>							
SFV	-	-	1	-	-	-	1
	-	-	(1)	-	-	-	(1)
MFV	-	-	4	-	-	-	4
	-	-	(3)	-	-	-	(3)
CFAPL	-	-	-	-	* -	-	* -
	-	-	-	-	* -	-	* -
NPSPL	-	-	* -	-	2	-	2
	-	-	* -	-	(1)	-	(1)
FAV	-	-	-	-	* -	-	* -
	-	-	-	-	-	-	-
FDN	-	-	-	* -	-	-	-
	-	-	-	-	-	-	-
<u>Rent :</u>							
SFV	-	-	39	-	-	-	39
	-	-	(39)	-	-	-	(39)
<u>Interest Paid:</u>							
SFV	-	-	-	-	-	-	-
	-	-	(18)	-	-	-	(18)



Notes forming part of the consolidated financial statements for the year ended 31 March 2026 (Contd.)

(₹ in lakhs)

Particulars	Subsidiaries (DGCIL)	JCE (CXDI)	KMP	Relatives of KMP	Entities in which KMP / relatives of KMP can exercise significant influence	Enterprizes over which director can exercise significant influence	Total
<u>Remuneration :</u>							
SFV	-	-	390	-	-	-	390
	-	-	(339)	-	-	-	(339)
MFV	-	-	357	-	-	-	357
	-	-	(312)	-	-	-	(312)
FG	-	-	100	-	-	-	100
	-	-	(87)	-	-	-	(87)
AS	-	-	49	-	-	-	49
	-	-	(33)	-	-	-	(33)
<u>Directors' Sitting Fees :</u>							
AHJ	-	-	1	-	-	-	1
	-	-	(2)	-	-	-	(2)
AVH	-	-	3	-	-	-	3
	-	-	(3)	-	-	-	(3)
CB (w.e.f. 11 August 2023 to 23 January 2025)	-	-	-	-	-	-	-
	-	-	(3)	-	-	-	(3)
BS (w.e.f. 11 August 2023)	-	-	3	-	-	-	3
	-	-	(3)	-	-	-	(3)
Srinivansan Vishwanathan (w.e.f 23 January 2025)	-	-	2	-	-	-	2
	-	-	(1)	-	-	-	(1)
<u>Dividend received :</u>							
CXDI	-	270	-	-	-	-	270
	-	-	-	-	-	-	-
<u>Loan Repaid :</u>							
SFV	-	-	-	-	-	-	-
	-	-	(327)	-	-	-	(327)
<u>Dividend paid:</u>							
SFV	-	-	127	-	-	-	127
	-	-	(73)	-	-	-	(73)
MFV	-	-	13	-	-	-	13
	-	-	(3)	-	-	-	(3)
FAV	-	-	-	3	-	-	3
	-	-	-	(2)	-	-	(2)
PRM	-	-	-	-	-	-	-
	-	-	-	(6)	-	-	(6)
RIL	-	-	-	-	9	-	9
	-	-	-	-	(5)	-	(5)
GPPL	-	-	-	-	*	-	*
	-	-	-	-	*	-	*
CFAPL	-	-	-	-	-	-	-
	-	-	-	-	-	-	-

Notes forming part of the consolidated financial statements for the year ended 31 March 2026 (Contd.)

(₹ in lakhs)

Particulars	Subsidiaries (DGCIL)	JCE (CXDI)	KMP	Relatives of KMP	Entities in which KMP / relatives of KMP can exercise significant influence	Enterprizes over which director can exercise significant influence	Total
Balances outstanding at the end of the year							
Investments :							
CXDI	-	68	-	-	-	-	68
	-	(68)	-	-	-	-	(68)
Trade receivables:							
CXDI	-	543	-	-	-	-	543
	-	(472)	-	-	-	-	(472)
IOCL	-	-	-	-	1	-	1
	-	-	-	-	-	-	-
NIL	-	-	-	-	4	-	4
	-	-	-	-	(2)	-	(2)
Deposits for office :							
SFV	-	-	32	-	-	-	32
	-	-	(32)	-	-	-	(32)
Loan Taken :							
SFV	-	-	-	-	-	-	-
Trade payable :							
IOCL	-	-	-	-	-	-	-
	-	-	-	-	(21)	-	(21)
UKL	-	-	-	-	-	-	-
	-	-	-	-	(1)	-	(1)
NPSPL	-	-	-	-	*	-	*
	-	-	-	-	-	-	-
GPPL	-	-	-	-	*	-	*
	-	-	-	-	(13)	-	(13)
SFV	-	-	-	-	*	-	*
	-	-	-	-	-	-	*
MFV	-	-	*	-	*	-	*
	-	-	*	-	-	-	*

* Amount below Rupees One Lakh

Note: Figures in bracket relate to the previous year

(₹ in lakhs)

Payment of sitting fees to Independent directors	Year ended 31 March 2026	Year ended 31 March 2025
Sitting fees	12	12

Key management personnel compensation

Key management personnel compensation comprised the following :

(₹ in lakhs)

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Post-employment benefits	61	50
Other long-term benefits	170	150



Notes forming part of the consolidated financial statements for the year ended 31 March 2026 (Contd.)

Based on the recommendation of the Nomination and Remuneration committee, all decisions relating to the remuneration of the directors are taken by the Board of Directors of the Group, in accordance with shareholders' approval, wherever necessary.

All other related party transactions are made in the normal course of business and on terms equivalent to those that prevail in an arm's length transactions.

Note : Figures in the brackets are the corresponding figures of the previous year.

42. Interest in joint ventures

(₹ in lakhs)

Name and country of incorporation	% of interest / ownership	Amount of interest based on accounts for the year ended 31 March 2026					
		Assets	Liabilities	Income	Expenditure	Contingent liabilities	Capital commitments
ChampionX Dai-ichi India Private Ltd (India)	50	6,039	6,039	6,082	5,413	329	-
Previous year	50	5,835	5,835	5,691	4,919	315	-

43. Financial instruments – Fair values and risk management

A. Accounting classification and fair values

The Group uses the following hierarchic structure of valuation methods to determine and disclose information about the fair value of financial instruments:

Level 1: inputs to valuation are quoted (unadjusted) prices in active markets for identical assets and liabilities;

Level 2: inputs to valuation are other than quoted prices included in level 1 that are observable for asset or liability, either directly or indirectly;

Level 3: inputs are not based on observable market data. Fair value are determined in whole or in part using a valuation model based on assumption that are either supported by prices from observable current market transaction in the same instruments nor are they based on available market data.

The carrying value of financial instruments by categories is as follows :

(₹ in lakhs)

Particulars	As at 31 March 2026							
	Carrying amount				Fair value			
	FVTPL	FVTOCI	Amortised Cost	Total	Level 1	Level 2	Level 3	Total
Financial assets								
Cash and cash equivalents	-	-	111	111	-	-	-	-
Other bank balances	-	-	181	181	-	-	-	-
Unquoted Equity Shares *								
Current investments	422	-	-	422	422	-	-	422
Non current investments (other than in subsidiary and joint venture)	-	-	1	1	-	-	-	-
Financial Assets - Non-current	-	-	527	527	-	-	-	-
Trade receivables	-	-	3,134	3,134	-	-	-	-
Other current financial assets	-	-	211	211	-	-	-	-
	422	-	4,165	4,587	422	-	-	422
Financial liabilities								
Non current borrowings	-	-	-	-	-	-	-	-
Current borrowings	-	-	1,300	1,300	-	-	-	-
Other non current financial liabilities	-	-	52	52	-	-	-	-
Trade payables	-	-	1,806	1,806	-	-	-	-
Other Non-Current financial liabilities	-	-	-	-	-	-	-	-
Other current financial liabilities	-	-	224	224	-	-	-	-
	-	-	3,382	3,382	-	-	-	-

Notes forming part of the consolidated financial statements for the year ended 31 March 2026 (Contd.)

(₹ in lakhs)

Particulars	As at 31 March 2025							
	Carrying amount				Fair value			
	FVTPL	FVTOCI	Amortised Cost	Total	Level 1	Level 2	Level 3	Total
Financial assets								
Cash and cash equivalents	-	-	877	877	-	-	-	-
Other bank balances	-	-	170	170	-	-	-	-
Non-current investments	-	-	-	-	-	-	-	-
Current investments	27	-	-	27	27	-	-	27
Non current investments (other than in subsidiary and joint venture)	-	-	1	1	-	-	-	-
Non current loans	-	-	689	689	-	-	-	-
Trade receivables	-	-	2,980	2,980	-	-	-	-
Other current financial assets	-	-	107	107	-	-	-	-
	27	-	4,824	4,851	27	-	-	27
Financial liabilities								
Non current borrowings (Including current maturity of long term debts)	-	-	18	18	-	-	-	-
Current borrowings	-	-	1,255	1,255	-	-	-	-
Other non current financial liabilities	-	-	52	52	-	-	-	-
Trade payables	-	-	2,400	2,400	-	-	-	-
Other current financial liabilities	-	-	223	223	-	-	-	-
	-	-	3,948	3,948	-	-	-	-

B. Measurement of fair values

The Management assessed that cash and bank balances, trade receivables, trade payables, cash credit and other financial assets and liabilities approximate their carrying amounts largely due to short-term maturities of these instruments.

The following methods and assumptions were used to estimate the fair value

a) The fair value of the quoted investments/units of mutual fund scheme are based on market price/net asset value at the reporting date.

i. Risk management framework

The Group's board of directors has overall responsibility for the establishment and oversight of the Group's risk management framework.

The Group's risk management policies are established to identify and analyse the risks faced by the Group, to set appropriate risk limits and controls and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Group's activities. The Group, through its training and management standards and procedures, aims to maintain a disciplined and constructive control environment in which all employees understand their roles and obligations.

The audit committee oversees how management monitors compliance with the Group's risk management policies and procedures, and reviews the adequacy of the risk management framework in relation to the risks faced by the Group.

i. Credit risk

Credit risk is the risk of financial loss to the Group if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Group's receivables from customers and investments in debt securities.

The carrying amount of following financial assets represents the maximum credit exposure:

Trade receivables

Trade receivables are consisting of a large number of customers. The Group's exposure to credit risk is influenced mainly by the individual characteristics of each customer. However, management also considers the factors that may influence the credit risk of its customer base, including the default risk of the industry and country in which customers operate.



Notes forming part of the consolidated financial statements for the year ended 31 March 2026 (Contd.)

The Risk Management Committee has established a credit policy under which each new customer is analysed individually for creditworthiness before the Group's standard payment and delivery terms and conditions are offered. Sale limits are established for each customer and reviewed quarterly.

The Group establishes an allowance for impairment that represents its estimate of expected losses in respect of trade and other receivables.

At 31 March 2026, the maximum exposure to credit risk for trade receivables by geographic region was as follows.

(₹ in lakhs)

Particulars	As at 31 March 2026	As at 31 March 2025
India	1,952	2,040
Other regions	1,182	940
	3,134	2,980

Impairment

At 31 March 2026, the ageing of trade receivables that were not impaired was as follows.

(₹ in lakhs)

Particulars	As at 31 March 2026	As at 31 March 2025
Neither past due nor impaired		
Past due 1–180 days	3,134	2,980
Past due more than 180 days	-	-
	3,134	2,980

Management believes that the un-impaired amounts that are past due by more than 180 days are still collectible in full, based on historical payment behaviour and extensive analysis of customer credit risk.

The movement in the allowance for impairment in respect of trade receivables during the year was as follows.

(₹ in lakhs)

Particulars	As at 31 March 2026	As at 31 March 2025
Balance as at the beginning of the year	84	14
Impairment loss recognised as bad debt	(31)	70
Reversal of impairment loss	(25)	-
Balance as at the end of the year	28	84

ii. Liquidity risk

Liquidity risk is the risk that the Group will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The Group's approach to managing liquidity is to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when they are due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Group's reputation.

The majority of the Group's Trade receivables are due for maturity within 60 days from the date of billing to the customer. Further, the general credit terms for Trade payables are approximately 45 days. The difference between the above mentioned credit period provides sufficient headroom to meet the short-term working capital needs for day-to-day operations of the Group. Any short-term surplus cash generated, over and above the amount required for working capital management and other operational requirements, are retained as Cash and Investment in short term deposits with banks. The said investments are made in instruments with appropriate maturities and sufficient liquidity.

The Group policy is to place cash and cash equivalents and short-term deposits with reputable banks and financial institutions

Exposure to liquidity risk

The following are the remaining contractual maturities of financial liabilities at the reporting date. The amounts are gross and undiscounted, and include estimated interest payments and exclude the impact of netting agreements.

Notes forming part of the consolidated financial statements for the year ended 31 March 2026 (Contd.)

Particulars	Contractual cash flows						
31 March 2026	Carrying amount	Total	Due in 1st year	Due in 2nd year	Due in 3rd year	Due in 4th year	Due in 5th year
Non-derivative financial liabilities							
Working capital term loan	-	-	-	-	-	-	-
Working capital loan from banks	1,300	1,300	1,300	-	-	-	-
Trade payables	1,806	1,806	1,806	-	-	-	-
Other current financial liabilities	224	224	224	-	-	-	-
	Contractual cash flows						
31 March 2025	Carrying amount	Total	Due in 1st year	Due in 2nd year	Due in 3rd year	Due in 4th year	Due in 5th year
Non-derivative financial liabilities							
Working capital term loan	37	37	19	18	-	-	-
Working capital loan from banks	1,236	1,236	1,236	-	-	-	-
Trade payables	2,400	2,400	2,400	-	-	-	-
Other current financial liabilities	223	223	223	-	-	-	-

Interest rate risk

Interest rate risk can be either fair value interest rate risk or cash flow interest rate risk. Fair value interest rate risk is the risk of changes in fair values of fixed interest bearing investments because of fluctuations in the interest rates. Cash flow interest rate risk is the risk that the future cash flows of floating interest bearing investments will fluctuate because of fluctuations in the interest rates.

Exposure to interest rate risk

Group's interest rate risk arises from borrowings and fixed income securities. Fixed income securities exposes the Group to fair value interest rate risk. The interest rate profile of the Group's interest-bearing financial instruments as reported to the management of the Group is as follows.

(₹ in lakhs)

Particulars	As at 31 March 2026	As at 31 March 2025
Fixed-rate instruments		
Financial liabilities - vehicle loan and loan from director	-	37
	-	37
Variable-rate instruments		
Financial liabilities - term loan, working capital demand loan and cash credit	(1,300)	(1,273)
	(1,300)	(1,273)
Total	(1,300)	(1,236)

Fair value sensitivity analysis for fixed-rate instruments

The Group does not account for any fixed-rate financial assets or financial liabilities at fair value through profit or loss. Therefore, a change in interest rates at the reporting date would not affect profit or loss.



Notes forming part of the consolidated financial statements for the year ended 31 March 2026 (Contd.)

Fair value sensitivity analysis for variable rate instruments

(₹ in lakhs)

INR	Profit or loss		Equity, net of tax	
	100 bp increase	100 bp decrease	100 bp increase	100 bp decrease
31 March 2026				
Variable-rate instruments	(13)	13	(10)	10
Cash flow sensitivity (net)	(13)	13	(10)	10
31 March 2025				
Variable-rate instruments	(13)	13	(10)	10
Cash flow sensitivity (net)	(13)	13	(10)	10

The risk estimates provided assume a change of 100 basis points interest rate for the interest rate benchmark as applicable to the borrowings summarised above. This calculation also assumes that the change occurs at the balance sheet date and has been calculated based on risk exposures outstanding as at that date. The period end balances are not necessarily representative of the average debt outstanding during the period.

44. Capital Management

The Group's policy is to maintain a strong capital base so as to maintain investor, creditor and market confidence and to sustain future development of the business. Management monitors the return on capital as well as the level of dividends to ordinary shareholders.

The Group monitors capital using a ratio of 'adjusted net debt' to 'total equity'. For this purpose, adjusted net debt is defined as total liabilities, comprising interest-bearing loans and borrowings and obligations under finance leases, less cash and cash equivalents. Adjusted equity comprises all components of equity.

The Group's adjusted net debt to equity ratio at 31 March 2025 was as follows.

(₹ in lakhs)

Particulars	As at 31 March 2026	As at 31 March 2025
Total Borrowing	1,300	1,273
Less : Cash and cash equivalent	(111)	(877)
Adjusted net debt	1,189	396
Total equity	18,463	18,816
Net debt to equity ratio	0.06	0.02

45. Additional Regulatory information

A Ratios

Particulars	Numerator	Denominator	Current year	Previous year	% Change	Reason for variance
Current ratio (in times)	Total current Asset	Total current liabilities	1.79	1.67	7%	
Debt-Equity ratio (in times)	Debt consist of borrowings	Total equity	0.07	0.07	0%	
Debt service coverage ratio (in times)	Earning for Debt Service = Net Profit after taxes + Non cash Operating expenses + Interest+ Other non cash adjustments	Debt service = Interest payment & principal repayment during the year	10.63	12.2	-13%	
Return on equity ratio (in %)	Profit/(Loss) for the year	Total equity	-0.40%	4.79%	-108%	The Net Profit was higher in previous year due to exceptional income of Insurance claim

Notes forming part of the consolidated financial statements for the year ended 31 March 2026 (Contd.)

Particulars	Numerator	Denominator	Current year	Previous year	% Change	Reason for variance
Inventory turnover ratio (in times)	Average inventory	Cost of raw material consumed + Changes in inventories	5.46	6.5	-16%	
Trade receivables turnover ratio (in times)	Revenue from operations	Average trade receivables	5.28	6.9	-23%	
Trade payables turnover ratio (in times)	Cost of goods sold	Average trade payables	5.00	5.8	-14%	
Net capital turnover ratio (in times)	Revenue from Operations	Working capital (ie Total current assets less Total current liabilities)	5.6	6.3	-11%	
Net profit ratio (in %)	Profit/(Loss) for the year	Revenue from operations	0%	5%	-100%	Previous year due to profit from exceptional income the ratio as improved
Return on capital employed (in %)	Profit before tax and finance costs	Closing capital employed = Net worth + Current and Non Current Borrowings	-1%	5%	-120%	Previous year due to profit from exceptional income the ratio had improved
Return on investment (in %)	Income generated from invested funds	Invested funds in treasury investments	4%	6%	-33%	Fixed deposit investment were increased during the year.

B Trade payable ageing schedule :**a) As at 31 March 2026**

(₹ in lakhs)

Particulars	Outstanding for following periods from due date of payment					
	Not Due	Less than 1 year	1 -2 years	2 -3 years	More than 3 year	Total
i) MSME	114	17	-	-	-	131
ii) Others trade payables	1,415	256	-	-	5	1,676
iii) Disputed MSME	-	-	-	-	-	-
iv) Disputed dues - Others	-	-	-	-	-	-
Total	1,529	273	-	-	5	1,807

Note : MSME ageing includes payables on purchase of property, plant and equipment amounting to ₹ Nil (31 March 2025 ₹ 5 lakhs)

b) As at 31 March 2025

(₹ in lakhs)

Particulars	Outstanding for following periods from due date of payment					
	Not Due	Less than 1 year	1 -2 years	2 -3 years	More than 3 year	Total
i) MSME	8	32	-	-	-	40
ii) Others trade payables	2,128	230	-	2	-	2,360
iii) Disputed MSME	-	-	-	-	-	-
iv) Disputed dues - Others	-	-	-	-	-	-
Total	2,136	262	-	2	-	2,400

* Amount below Rupees One Lakh



Notes forming part of the consolidated financial statements for the year ended 31 March 2026 (Contd.)

C Capital work in progress aging schedule :

a) As on 31 March 2026

(₹ in lakhs)

Particulars	Amount in CWIP for a period of				
	Less than 1 year	1 -2 years	2 -3 years	More than 3 years	Total
Projects in progress	376	10	-	-	386
Projects temporarily suspended	-	-	-	-	-
Total	376	10	-	-	386

No projects are overdue or has exceeded its cost as per original plan as on date of balance sheet. All projects are expected to be completed in financial year 2026-27

b) As on 31 March 2025

(₹ in lakhs)

Particulars	Amount in CWIP for a period of				
	Less than 1 year	1 -2 years	2 -3 years	More than 3 years	Total
Projects in progress	85	-	-	-	85
Projects temporarily suspended	-	-	-	-	-
Total	85	-	-	-	85

No projects are overdue or has exceeded its cost as per original plan as on date of balance sheet

D Trade receivable aging schedule :

a) As on 31 March 2026

(₹ in lakhs)

Particulars	Outstanding for following period from due date of payments						
	Not Due	Less than 6 months	6 months < 1 year	1 - 2 years	2 -3 years	More than 3 years	Total
i) Undisputed - considered good	2,547	587	-	-	-	-	3,134
ii) Undisputed - which have significant increase in credit risk	-	-	-	-	-	-	-
iii) Undisputed Trade Receivables - credit impaired	3	2	1	3	-	19	28
iv) Disputed Trade Receivables - considered doubtful	-	-	-	-	-	-	-
v) Disputed - which have significant increase in credit risk	-	-	-	-	-	-	-
vi) Disputed - credit impaired	-	-	-	-	-	-	-
	2,550	589	1	3	-	19	3,162
Less : Loss allowance							(28)
							3,134

Notes forming part of the consolidated financial statements for the year ended 31 March 2026 (Contd.)**b) As on 31 March 2025**

(₹ in lakhs)

Particulars	Outstanding for following period from due date of payments						
	Not Due	Less than 6 months	6 months < 1 year	1 - 2 years	2 -3 years	More than 3 years	Total
i) Undisputed - considered good	2,439	541	-	-	-	-	2,980
ii) Undisputed - which have significant increase in credit risk	-	-	-	-	-	-	-
iii) Undisputed Trade Receivables - credit impaired	22	10	1	1	18	32	84
iv) Disputed Trade Receivables - considered doubtful	-	-	-	-	-	-	-
v) Disputed - which have significant increase in credit risk	-	-	-	-	-	-	-
vi) Disputed - credit impaired	-	-	-	-	-	-	-
	2,461	551	1	1	18	32	3,064
Less : Loss allowance							(84)
							2,980

46. Income Taxes**(A) Components of Income tax expenses****(i) Tax expense recognised in the console profit and loss**

(₹ in lakhs)

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Current tax		
Current period	-	-
Total Current tax expense	-	-
Income tax adjustment of earlier years	(5)	18
Deferred tax	12	211
Total deferred tax expense	12	211
Tax expense for the year	7	229

(ii) Tax recognised in other comprehensive income

(₹ in lakhs)

Particulars	For the year ended 31 March 2026			For the year ended 31 March 2025		
	Before tax	Tax (expense)/ benefit	Net of tax	Before tax	Tax (expense)/ benefit	Net of tax
Items that will not be reclassified to profit or loss						
Remeasurements of the defined benefit plans	(22)	5	(17)	(13)	1	(12)
	(22)	5	(17)	(13)	1	(12)



Notes forming part of the consolidated financial statements for the year ended 31 March 2026 (Contd.)

(B) Reconciliation of effective tax rate

(₹ in lakhs)

Particulars	(%)	For the year ended 31 March 2026	(%)	For the year ended 31 March 2025
Profit before tax		(317)		846
Tax using the group's domestic tax rate (Current year 25.17% and Previous year 25.17%)	25.17%	(80)	25.17%	213
Tax effect of:				
Decrease in substantially enacted tax rate		-		-
Others		(1)		(1)
		(82)		211

The Company's domestic tax rates for the years ended 31 March 2026 is 25.17% and 31 March 2025 was 25.17%.

47. Income Taxes (Deferred tax)

(A) Movement in deferred tax assets and liabilities

(₹ in lakhs)

Particulars	31 March 2026					
	Net balance 1 April 2025	Recognised in profit or loss	Recognised in OCI	Net	Deferred tax asset	Deferred tax liability
Deferred Tax Liabilities:						
Property, plant and equipment and Intangible assets	(1,061)	(84)	-	(1,145)	-	(1,145)
Investment	5	(5)	-	-	-	-
Deferred tax assets:						
Insurance claim adjusted in tax (written down value)	-	-	-	-	-	-
Trade receivables	21	(14)	-	7	7	-
Income tax loss (including depreciation)	935	20	-	955	955	-
Other items	103	72	1	175	175	-
Deferred tax assets/(liabilities)	3	(11)	1	(8)	1,137	(1,145)
Offsetting of deferred tax assets and deferred tax liabilities					(1,145)	
Net deferred tax assets/(liabilities)	3	(11)	1	(8)	(8)	

Notes forming part of the consolidated financial statements for the year ended 31 March 2026 (Contd.)

(₹ in lakhs)

Particulars	31 March, 2025					
	Net balance 1 April 2024	Recognised in profit or loss	Recognised in OCI	Net	Deferred tax asset	Deferred tax liability
Deferred Tax Liabilities:						
Property, plant and equipment and Intangible assets	(1,123)	62	-	(1,061)	-	(1,061)
Investment and others	(2)	7	-	5	-	5
Deferred tax assets:						
Trade receivables	4	17	-	21	21	-
Income tax loss (including depreciation)	1,244	(309)	-	935	935	-
Other items	91	12	1	103	103	-
Deferred tax assets/(liabilities)	214	(211)	1	3	1,059	(1,056)
Offsetting of deferred tax assets and deferred tax liabilities					(1,056)	
Net deferred tax assets/(liabilities)	214	(211)	1	3	3	

The Group during the previous year 2024-25 has utilized deferred tax asset (DTA); on account of set off of losses against previous year's profit.

The Group offsets tax assets and liabilities if and only if it has a legally enforceable right to set off current tax assets and current tax liabilities and the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same tax authority.

Significant management judgement is required in determining provision for income tax, deferred income tax assets and liabilities and recoverability of deferred income tax assets. The recoverability of deferred income tax assets is based on estimates of taxable income by each jurisdiction in which the relevant entity operates and the period over which deferred income tax assets will be recovered.

B. Tax assets and liabilities

(₹ in lakhs)

Particulars	As at 31 March 2026	As at 31 March 2025
Non Current tax assets (net)	493	532
Non Current tax liability (net)	-	-

48. Events after the reporting period

No significant adjusting event occurred between the balance sheet date and date of the approval of these financial statements by the Board of Directors of the Holding Company requiring adjustment or disclosure.

49. Exceptional Items

- During previous year, the Holding Company sold its tenancy rights to a property situated in Mumbai for a total consideration of ₹ 153 lakhs. This transaction had resulted in a gain of ₹ 153 lakhs, which has been recognized as an exceptional item in the financial statements.
- On November 21, 2025, the Government of India notified the four Labour Codes - the Code on Wages, 2019, the Industrial Relations Code, 2020, the Code on Social Security, 2020, and the Occupational Safety, Health and Working Conditions Code, 2020 - consolidating 29 existing labour laws. The Ministry of Labour & Employment published draft Central Rules and FAQs to enable assessment of the financial impact due to changes in regulations. The Group has assessed and disclosed the incremental impact of these changes on the best information available and consistent with the guidance provided by the Institute of Chartered Accountants of India.

Considering the regulatory-driven and non-recurring nature of this impact, the Group has presented such incremental impact under Exceptional Items amounting to ₹ 20 lakhs in the consolidated financial results for the quarter and year ended March 31, 2026. The Group continues to monitor the finalisation of Central / State Rules and clarifications from the Government on other aspects of the Labour Code and would provide appropriate accounting effects on the basis of such developments as needed.



Notes forming part of the consolidated financial statements for the year ended 31 March 2026 (Contd.)

50. Other Statutory Information

- (i) The Group did not have any transactions with companies struck off under section 248 of the Companies Act, 2013 or Section 560 of Companies Act, 1956 during the financial year.
 - (ii) No transactions to report against the following disclosure requirements as notified by MCA pursuant to amended Schedule III:
 - (a) Crypto Currency or Virtual Currency
 - (b) Benami Property held under Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder
 - (c) Registration of charges or satisfaction with Registrar of Companies
 - (d) Approved scheme(s) of Arrangements
 - (e) Number of layers of companies
 - (f) Undisclosed income
 - (g) Revaluation of PPE and intangible assets
 - (h) Title Deeds of immovable properties not held in name of the Group
 - (i) Wilful defaulter
 - (iii) The Group has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:
 - (a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Group (Ultimate Beneficiaries) or
 - (b) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries
 - (iv) The Group has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Group shall:
 - (a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or
 - (b) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries
- 51.** The Group has borrowings from bank on the basis of security of current assets. The quarterly returns or statement of current assets filed by the Group with banks are in agreement with the books of accounts.
- 52.** Information with regard to other matters specified in Schedule III to the Act is either nil or not applicable to the Company for the year.

As per our report of even dated attached

For B S R & Co. LLP

Chartered Accountants

Firm's Registration No: 101248W/W-100022

Farhad Bamji

Partner

Membership No: 105234

For and on behalf of the Board of Directors

Dai-ichi Karkaria Limited

CIN: L24100MH1960PLC011681

S. F. Vakil

Chairperson and
Wholetime Director
(DIN: 00002519)

Farokh P Gandhi

Chief Financial Officer
Membership No. 47573

Meher Vakil Taff

Vice Chairperson, Chief Executive
Officer and Managing Director
(DIN: 07778396)

Ankit Shah

Company Secretary
Membership No. A35008

Place : Mumbai
Date : 8 May 2026

Place : Mumbai
Date : 8 May 2026

Form AOC-1**Statement containing salient features of the Financial Statement of Subsidiaries/Associate Companies/ Joint Ventures Pursuant to first proviso to sub-section (3) of Section 129 read with Rule 5 of Companies (Accounts) Rules, 2014****Part "A" -Subsidiaries**

(₹ in lakhs)

1	Sl. No.	1
2	Name of the subsidiary	Dai-ichi Goseichemicals (India) Limited
3	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	NA
4	Reporting Currency and Exchange rate as on the last date of the relevant financial year in the case of foreign subsidiaries	NA
5	Share Capital	5
6	Reserves & Surplus	(5)
7	Total Assets	1
8	Total Liabilities	1
9	Investments	Nil
10	Turnover (Other Income)	* -
11	Loss before taxation	* -
12	Provision for taxation	-
13	Loss after taxation	* -
14	Proposed dividend	Nil
15	Extent of shareholding (in percentage)	97%
1	Names of subsidiaries which are yet to commence operations	Nil
2	Names of subsidiaries which have been liquidated or sold during the year	Nil
* Amount below Rupees One Lakh		

Statement pursuant to Section 129(3) of Companies Act, 2013 related to Associate Companies and Joint Ventures**Part "B" - Joint Ventures**

(₹ in lakhs)

	Name of Joint Venture	ChampionX Dai-ichi India Private Limited
1	Latest audited Balance Sheet date	31/03/2026
2	Shares of Joint Venture held by the Company on the year end :	
	No. of Shares	1,125,000
	Amount of investment in Joint Venture	68
	Extent of Holding (in percentage)	50%
3	Description of how there is significant influence	50% holding in JV
4	Reason why the Joint venture is not consolidated	NA
5	Net worth attributable to shareholding as per last audited balance sheet	2,317
6	Profit for the year	
	1. Considered in consolidation	250
	2. Not considered in consolidation	-
1	Names of Associates Companies or Joint Ventures which are yet to commence operations	Nil
2	Names of Associates Companies or Joint Ventures which have been liquidated or sold during the year	Nil

For and on behalf of the Board of Directors

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

Farokh Gandhi
Chief Financial Officer
Membership No. 047573

Meher Vakil Taff
Vice Chairperson, Chief Executive Officer
and Managing Director
(DIN: 07778396)

Ankit Shah
Company Secretary
Membership No. A35008

Place : Mumbai
Date : 08 May 2026



NOTES

If undelivered please return to:
DAI-ICHI KARKARIA LIMITED
Liberty Building,
Sir Vithaldas Thackersey Marg,
Mumbai - 400 020.