



POKARNA LIMITED

Redefining
Excellence

Enduring
Performance

Annual Report
2024-25

Inside

this report

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Forward-looking statements

Some information in this report may contain forward-looking statements which include statements regarding Company's expected financial position and results of operations, business plans and prospects etc. and are generally identified by forward-looking words such as "believe," "plan," "anticipate," "continue," "estimate," "expect," "may," "will" or other similar words. Forward-looking statements are dependent on assumptions or basis underlying such statements. We have chosen these assumptions or basis in good faith, and we believe that they are reasonable in all material respects. However, we caution that actual results, performances or achievements could differ materially from those expressed or implied in such forward-looking statements. We undertake no obligation to update or revise any forward-looking statement, whether as a result of new information, future events, or otherwise.

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This Report is also available online on www.pokarna.com

Redefining Excellence



Enduring Performance

Rooted in aspiration and driven by an unswerving passion to deliver world class products and services, Pokarna has established itself as a well reputed name in the industry, renowned for uncompromising quality and unmatched designs.



In an operating environment clouded by sweeping tariffs and deep uncertainty, business decisions are becoming increasingly complex. Nevertheless, our results have emerged from discipline, prudent financial management and continuous strengthening of our capabilities. Our enduring performance is facilitated by adaptability, operational efficiency and capable leadership. By scaling premium product lines and optimising manufacturing, we continue to deliver tangible results consistently.

We keep an ear to the ground, understand the nuances of the market and invest accordingly, thereby, crafting solutions that meet evolving requirements and aesthetic expectations.

We have always believed that judgement is one's greatest ally. When volatility is high, we believe in holding our line and focusing on what lies ahead. We remain cautiously optimistic about the path ahead. Our focus remains on strengthening fundamentals for enduring performance, serving our

customers, not yielding under pressure and remaining the responsible stewards for our people, society and the planet.

We remain assertive on our promise—steadfast, strategic and honest— while redefining excellence and delivering enduring performance.

We remain assertive on our promise—steadfast, strategic and honest— while redefining excellence and delivering enduring performance.

About us

Sculpting tomorrow with brilliance

Established in 1991, Pokarna stands as one of India’s leading exporters of natural granite and the largest exporter of quartz surfaces globally. Founded by Mr. Gautam Chand Jain, the Company has embarked on a journey underpinned by quality, innovation and sustainability. Our manufacturing expertise, backed by state-of-the-art manufacturing facilities and advanced Bretonstone technology, enables us to deliver the world’s finest natural granite. With a presence spanning several geographies, we cater to a diverse clientele, including homeowners, architects, designers, builders and commercial enterprises.

Our five pillars



Our business verticals



POKARNA LIMITED



POKARNA LIMITED
India's No. 1 granite company



QUANTRA
SURFACES BY POKARNA

Granite

Pokarna Engineered Stone Limited

Quick facts

30+
Years of experience

10+
Captive Quarries located in Andhra Pradesh, Telangana, and Tamil Nadu

20+
Countries of presence

4
State-of-the-art manufacturing facilities

21%
5-year CAGR growth of Net worth

4%
5-year CAGR growth of Gross Block

Our offerings

Upholding quality and engineering excellence

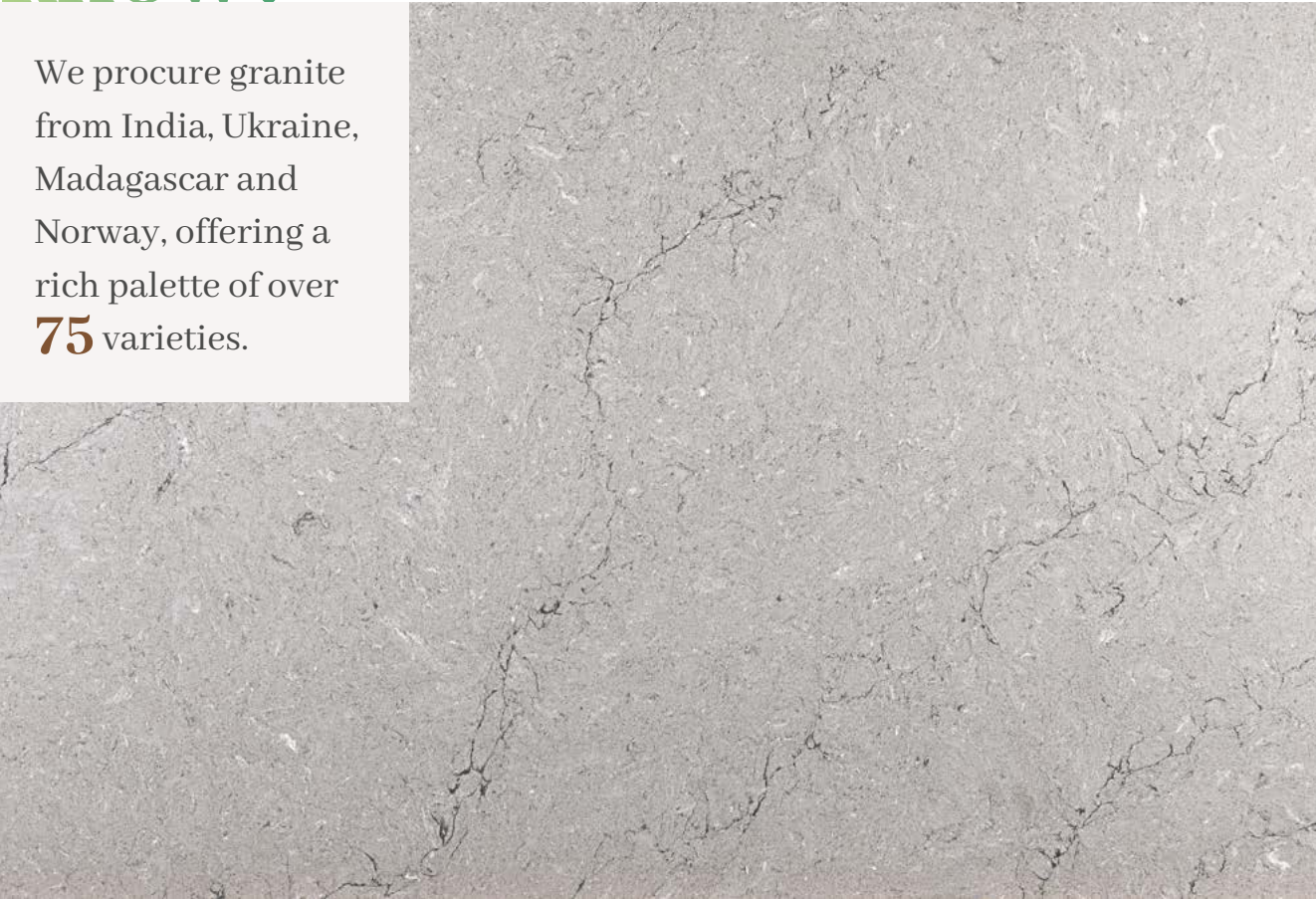
Granite

With a product portfolio that includes raw blocks, processed slabs, tiles, countertops and monuments, we have built a strong legacy in granite mining and processing. Despite challenges such as fluctuating demand and pricing pressures, particularly due to reduced Chinese imports and regulatory changes, we sustain competitiveness through cost controls, vertical integration and state-of-the-art quarrying and processing infrastructure. Further, our captive quarries in Telangana, Andhra Pradesh and Tamil Nadu enable us to stay ahead of the curve.

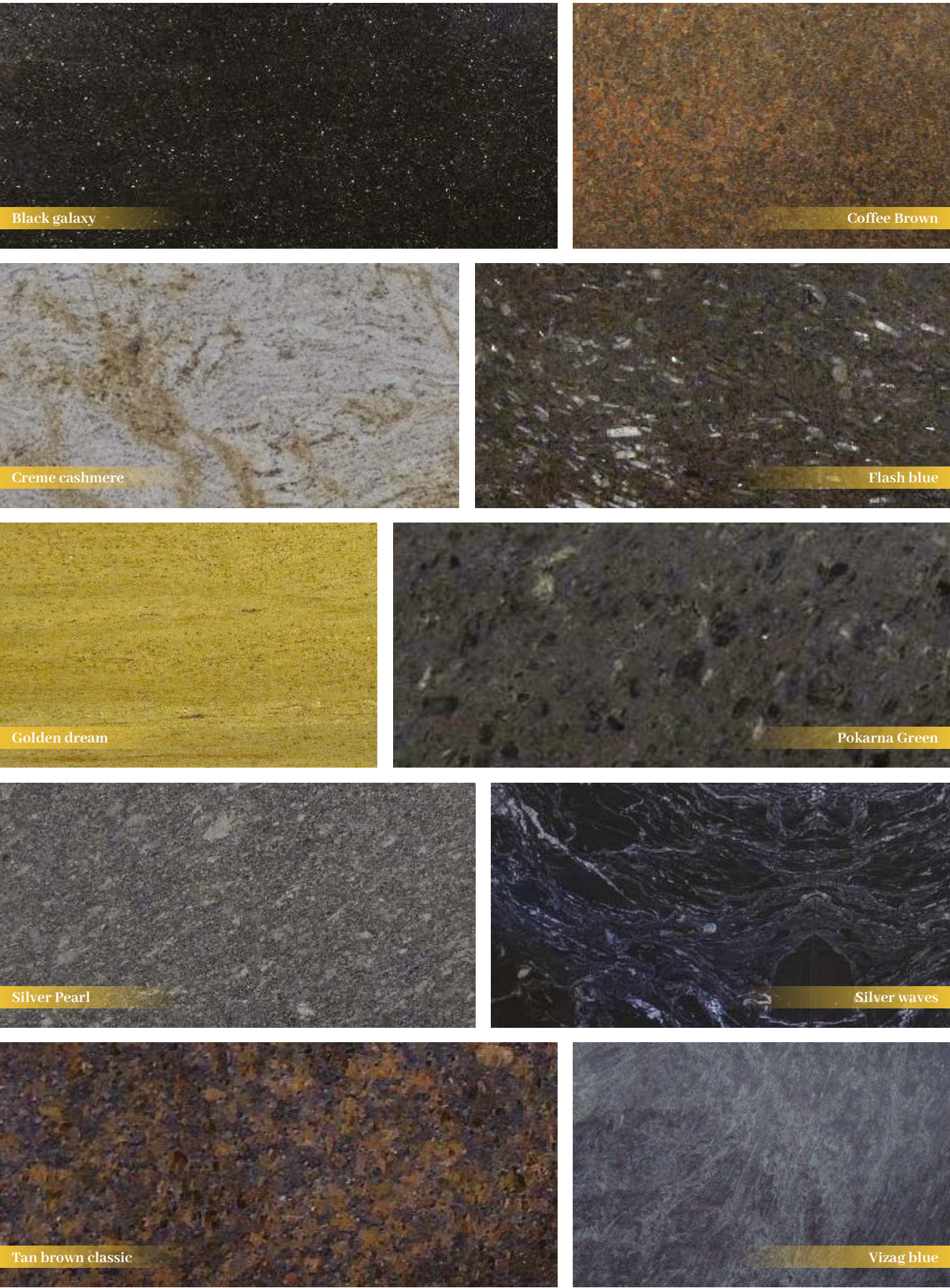
We are consistently strengthening our operational efficiencies and exploring new revenue streams within our granite division, all while overcoming near-term market headwinds.

Did you know?

We procure granite from India, Ukraine, Madagascar and Norway, offering a rich palette of over **75** varieties.



Our extensive colour palette option



Quartz surfaces

Our quartz surfaces segment, led by Pokarna Engineered Stone Limited (PESL), is a cornerstone of our robust operational performance. We source high-quality quartz from Telangana and Andhra Pradesh and manufacture premium-engineered quartz slabs using advanced Bretonstone technology- ensuring superior design, durability and performance.

100+
Quartz designs

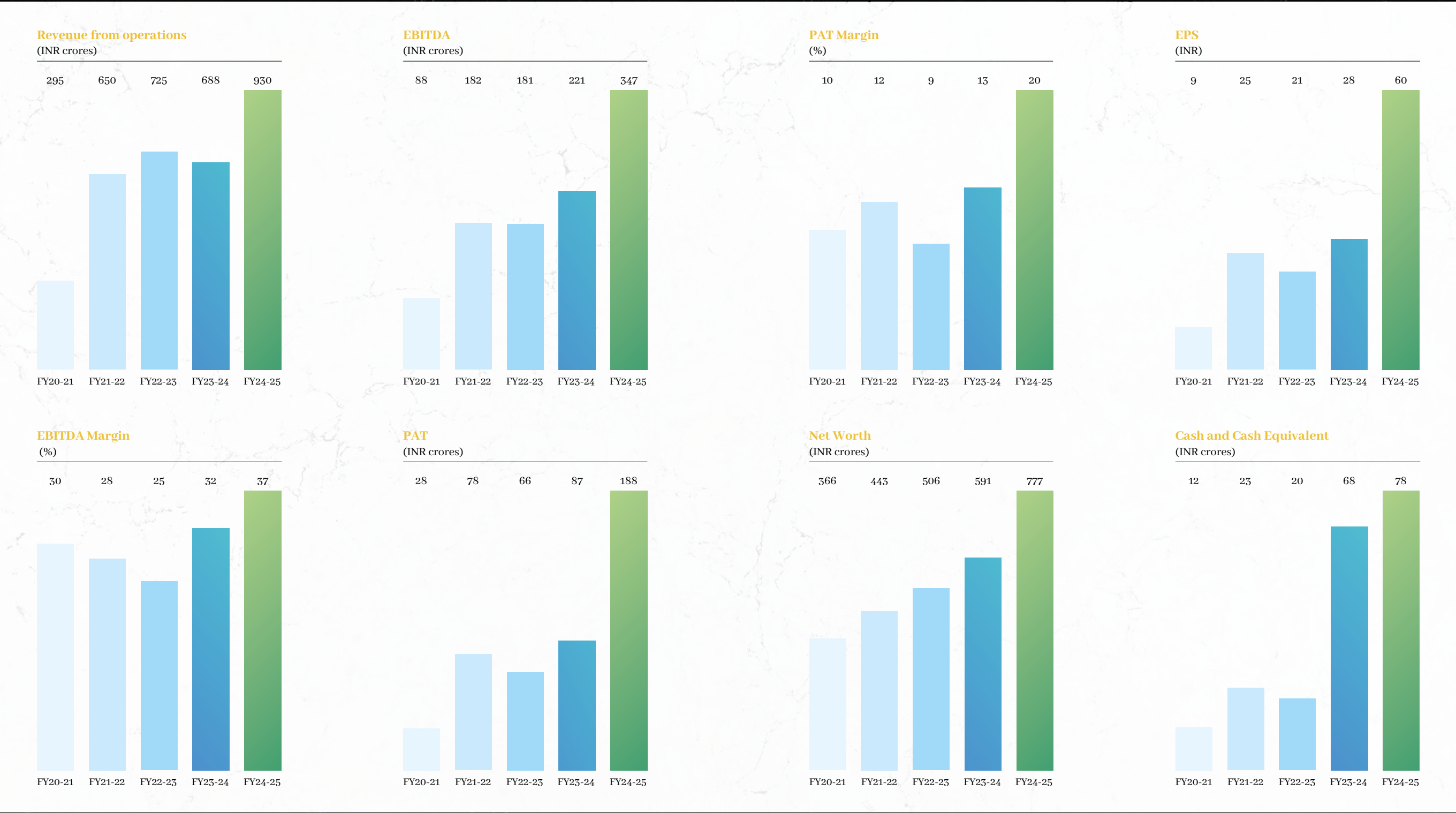


Some of our new Quantra offerings



Financial highlights

Steering growth with strategic discipline



Chairman’s message



Gautam Chand Jain
Chairman and Managing Director



At Pokarna, we continue to focus on delivering high-quality products to both international and domestic customers. In the absence of new mining leases and limited exploration of new colours in our operating areas, we are relying on natural resources from our own captive quarries. We remain committed to value addition by processing materials in-house, aiming to achieve stronger margins.



Dear Shareholders,

The year under review reflects our continued journey of Redefining Excellence. Enduring Performance. Amid evolving market dynamics across both the granite and quartz segments, we responded with agility and resilience. While export demand experienced fluctuations, our domestic presence remained steady, anchored in operational discipline, customer focus and long-term value creation. The year’s performance testifies our ability to adapt, optimise and stay committed to delivering quality and consistency even in a shifting global landscape.

Ensuring Stability in a Dynamic Market

The granite segment continues to experience structural challenges, primarily driven by the constrained availability of premium raw material and the lack of new colour variants emerging from domestic quarries. Compounding this is a perceptible shift

in global customer preferences towards engineered quartz surfaces, which offer greater design flexibility and functional appeal. These evolving dynamics highlight the need for strategic agility and innovation as we recalibrate our product mix and value proposition in response to a changing market landscape.

On a positive note, we are witnessing a gradual improvement in the domestic demand for granite, especially in outdoor applications.

The Chinese market continues to remain muted, largely due to the sustained decline in buyer visits to India for direct block sourcing from quarries, impacting demand visibility and transaction volumes. A significant trend in textures and new finishes is gaining traction, and we expect this to drive further demand for slabs in the domestic market. Internationally, the competitive landscape remains intense, primarily due to the limited availability of new material from domestic quarries.

Our Quartz Surfaces business delivered robust growth of 38.70%, propelled by increasing global demand and our ability to meet evolving design and quality expectations in international markets.

Charting the Next Frontier of Excellence

At Pokarna, we continue to focus on delivering high-quality products to both international and domestic customers. In the absence of new mining leases and limited exploration of new colours in our operating areas, we are relying on natural resources from our own captive quarries. We remain committed to value addition by processing materials in-house, aiming to achieve stronger margins.

With quartz gaining traction in the domestic market, we are now working towards establishing a presence in all metro cities in the first phase, supported by a robust network of dealers and distributors. Despite the challenges in our granite division, the

company has achieved its highest-ever topline and bottom-line performance on a consolidated basis.

Performance that Reflects Purpose

Our consolidated revenue for the year under review increased by 35.27% to Rs.930.13 crore in FY 2024-25, compared to Rs.687.61 crore in the previous year. EBITDA increased by 57% to Rs.347.04 crore, up from Rs.221.18 crore.

Our consolidated profit after tax (PAT) grew by 115% to Rs.187.55 crore, compared to Rs.87.36 crore in the past year. This growth, despite a downturn in our granite division, demonstrates our business resilience and strategic capital deployment.

Redefining Scale to Meet Rising Demand

To bolster our production capabilities and stay ahead of evolving market demands, we have made strategic investments in advanced

manufacturing technology. We placed an order with Breton, Italy, for a new moulding and polishing line that will add 8.10 lakh square metres of annual production capacity. During the year, we also successfully commissioned the Kreos Line, enabling the development of distinctive product offerings. Further, the state-of-the-art Chromia Line, engineered to deliver high-resolution digital prints on quartz surfaces, has been installed and is currently awaiting final clearance from Breton. Once operational, this facility will rank among the first of its kind globally, reinforcing our commitment to redefining product excellence through innovation.

Redefining Excellence Through Sustainable Innovation

Established in 1991, Pokarna brings over three decades of experience in the stone industry. With a presence in more than 25 countries, we are known for being a reliable and efficient supplier of premium products and exceptional services.

In Conclusion

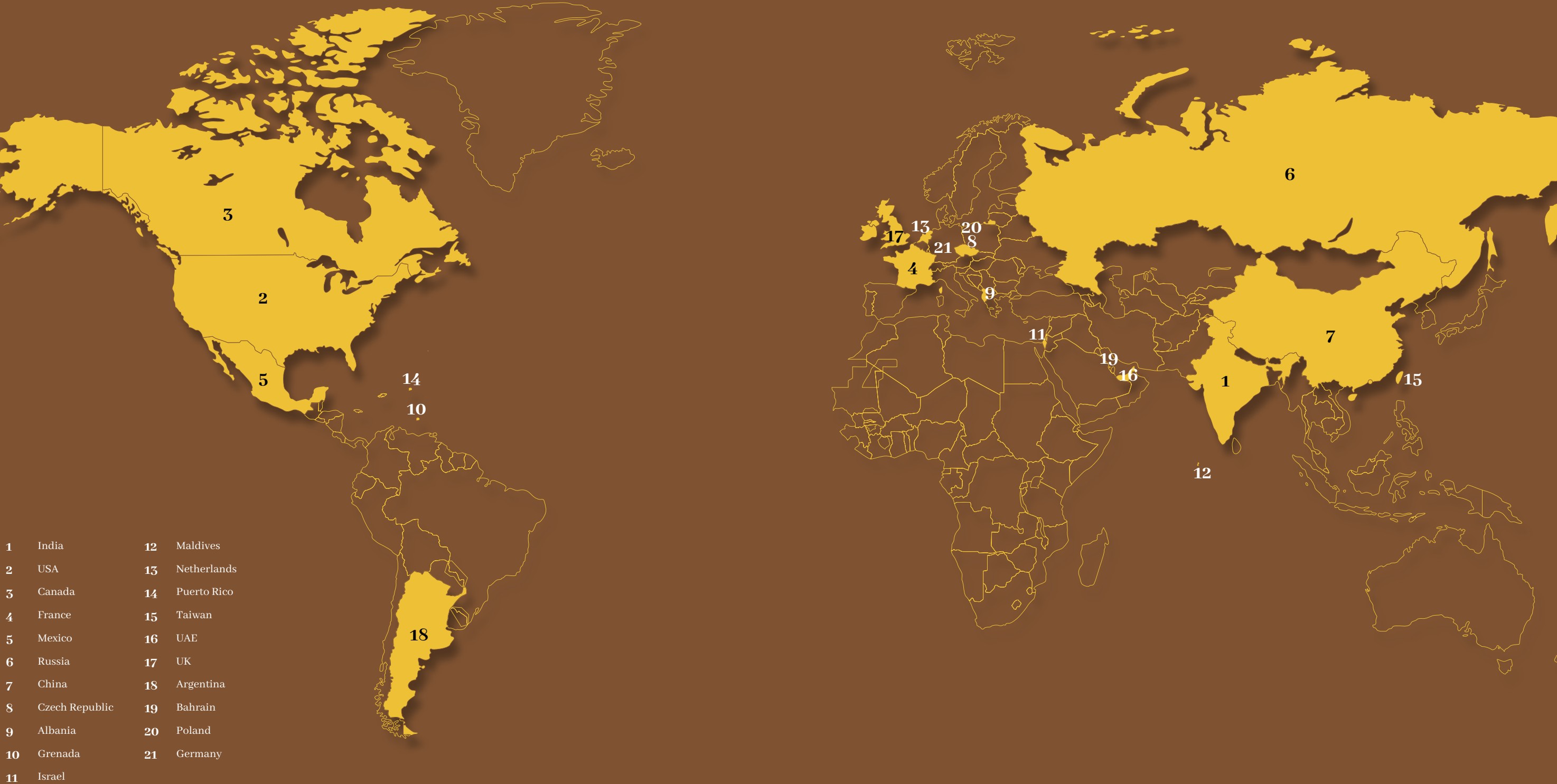
I would like to express my heartfelt appreciation to our shareholders for their steadfast support and enduring confidence in Pokarna. I am equally grateful to our customers and all stakeholders for their continued trust and partnership. With our strengthened capabilities and an expanded portfolio, we are well-equipped to reinforce our leadership position and deliver sustained value for all our stakeholders in the years ahead.

Best Regards,

Gautam Chand Jain
Chairman and Managing Director

Geographic presence

Expanding our footprint
beyond the borders



*This includes Granite and Quartz business reach.

Operational landscape

Resilient amidst uncertainties

In a landscape characterised by significant macroeconomic and industry challenges, including global inflation, US mortgage rate volatility, shipping disruptions and trade policy uncertainties, we have delivered resilient performance through:

1

Focused sales strategies targeting high-value product segments and custom projects

2

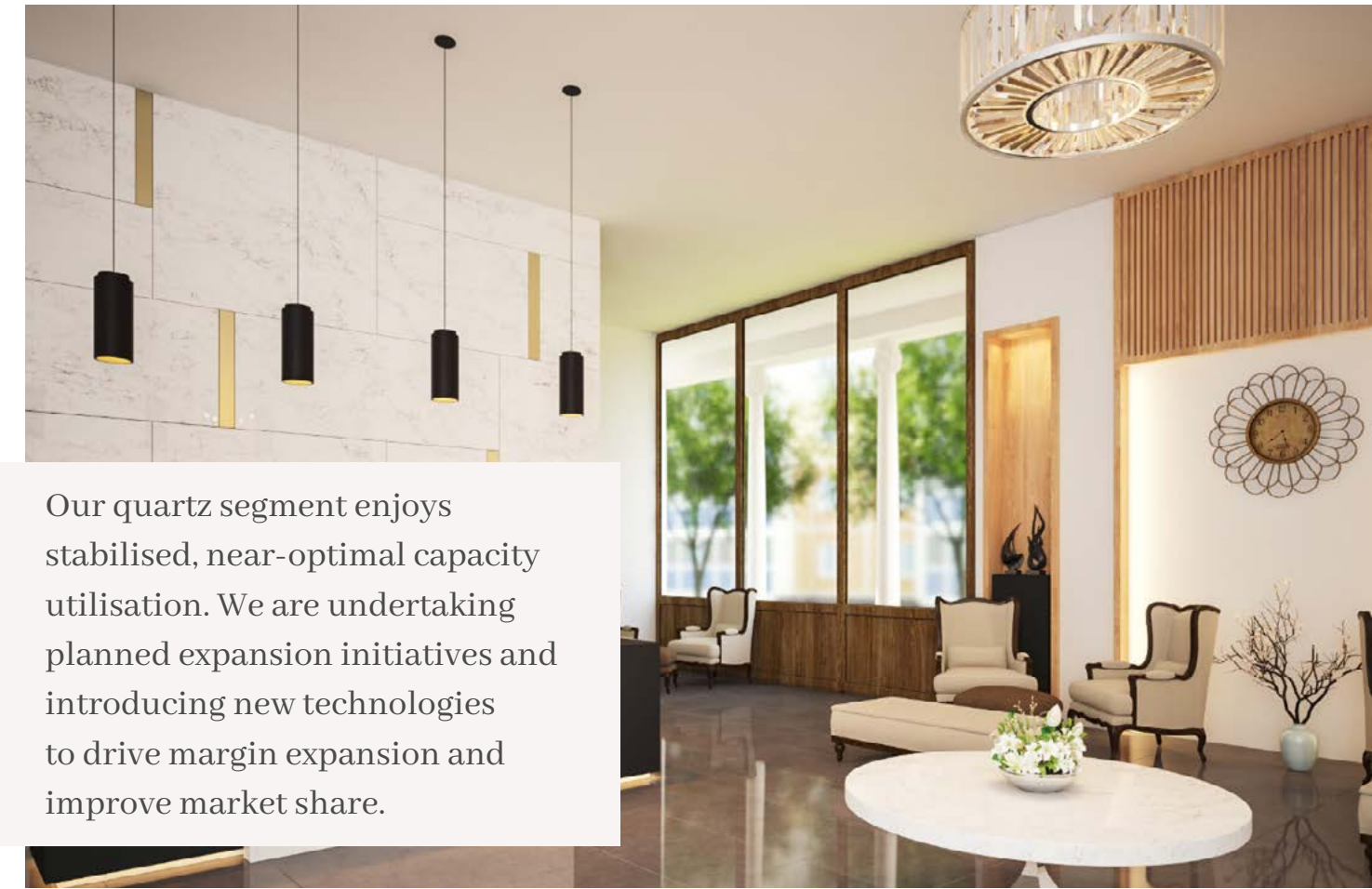
Agile operational management that minimises disruption during capacity expansion

3

Digitalisation, lean manufacturing and cycle time optimisation driving efficiency

4

Strict cost control and disciplined working capital management



Manufacturing prowess

Synergising technological expertise and unrivalled precision

Our manufacturing facilities are strategically located in Telangana and Andhra Pradesh, enabling efficient production and global supply.

We have made substantial investments in next-generation quartz technologies, such as ultra-thin extrusion and digital printing. Complemented by increased robotics automation, preparedness for regulatory shifts and a relentless focus on operational and product-mix excellence, these efforts are geared towards premium global markets, all while embedding best-in-class sustainability and process excellence throughout our operations.

Technological Advancements

KREOS Line	CHROMIA Line
The new KREOS line (Breton system) enables the manufacture of ultra-thin slabs (~7mm), diverse thicknesses and innovative surface designs via a sophisticated extrusion process. This advancement facilitates applications in furniture, wall cladding and lighter installations.	The CHROMIA line facilitates on-slab, high-resolution digital printing, delivering intricate, vibrant and photorealistic designs previously unattainable with conventional methods.



Our market reach

Global reach,
Local impact

Our expansive market is based on the following key pillars

key pillars

1

Strong global distribution networks, especially in the US, with major fabricator and distributors

2

We have actively participated in premier international exhibitions such as KBIS and Marmomac, showcasing innovative quartz products

3

We have made strategic efforts to expand into emerging markets, including Canada, Mexico, France and Russia, focusing on building brand recognition and establishing a strong market presence.

4

While our domestic presence in India is modest, we anticipate it to account for approximately 10% of total revenue in the medium term. This growth is expected to be supported by the appointment of distributors and the establishment of experience centres.

5

We have launched value-added product offerings, including cut-to-size customisation, superior designs and sustainable material solutions, catering to residential, commercial, hospitality and institutional segments.



Recognitions



Board of directors



Mr. Gautam Chand Jain
Chairman & Managing Director



Mr. Rahul Jain
Managing Director



Mrs. Apurva Jain
Executive Director



Mr. Prakash Chand Jain
Non-Executive Non- Independent Director



Mr. Agnihotra Dakshina Murty Chavali*
Independent Director



Mr. Prasanth Nandigala*
Independent Director



Mrs. Paulomi Romi Dhawan*
Independent Director



Dr. Jayshree Rajesh Sanghani
Independent Director



For Further Details
scan the QR Code

* appointed w.e.f. 01st April 2024

Corporate information

Board of Directors

Mr. Gautam Chand Jain
Chairman & Managing Director

Mr. Rahul Jain
Managing Director

Mrs. Apurva Jain
Executive Director

Mr. Prakash Chand Jain
Non-Executive Non- Independent Director

Mr. Agnihotra Dakshina Murty Chavali*
Independent Director

Mr. Prasanth Nandigala*
Independent Director

Mrs. Paulomi Romi Dhawan*
Independent Director

Dr. Jayshree Rajesh Sanghani
Independent Director

Statutory Auditors

M/s. S. Daga & Company
Chartered Accountants, Hyderabad

Internal Auditor

Mr. M. Murali Jaganmohan
Chartered Accountant, Hyderabad

Secretarial Auditor

M/s. K V C Reddy & Associates
Practising Company Secretary, Hyderabad

Chief Financial Officer

Mr. M. Viswanatha Reddy

Company Secretary

Ms. Pratima Khandu Gulankar
Appointed w.e.f 01 August 2024

Ms. Disha Jindal
Resigned on 08 May 2024

Listed On

Bombay Stock Exchange Limited
Scrip code: 532486
National Stock Exchange of India Limited
Symbol: POKARNA

Registrar and Share Transfer Agents

M/s. KFin Technologies Limited
Karvy Selenium Tower B, Plot
31-32, Gachibowli Financial
District, Nanakramguda

Bankers

Union Bank of India,
Khairatabad, Hyderabad

Registered Office

105, First Floor, Surya Towers, Sardar Patel
Road Secunderabad - 500 003,
Telangana State.
Tel: +91 40-27842182, 27844101, 66266777.
Fax: +91 040-2784 2121
Email: contact@pokarna.com
Website: www.pokarna.com
CIN: L14102TG1991PLC013299

Factories

Granite Division

Unit - I

Survey No.123, Tooprantpet (Village)
Choutuppal (Mandal), Nalgonda (District)
Telangana State.

Unit - II

Survey No. 563, 568 & 574
Aliabad Village, Shameerpet, (Mandal)
R.R. District, Telangana State

Pokarna Engineered Stone Limited

Unit - I

Plot. No: 45, APSEZ, Atchutapuram,
Rambilli Mandal, Visakhapatnam District,
Andhra Pradesh.

Unit-II

Sy.Nos. 221,223, Dooskal Village,
Farooqnagar Mandal Sy.Nos. 901,902,
908-912, Mekaguda Gram Panchayat
Nandigama Revenue Village and Mandal,
Ranga Reddy District, Telangana, State.

* appointed w.e.f. 01st April 2024



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Statutory Reports & Financial Statements

Management Discussion and Analysis

Economic Overview

Global Economy

The global economy in CY 2024 exhibited steady growth and showcased resilience in the face of a turbulent economic landscape and evolving trade and monetary policies. The economy expanded at an estimated growth rate of 3.3%¹. The growth drivers across the demographics remained divergent. The US economy witnessed steady growth due to increase in the consumer spending and profits of the corporations. Conversely, the economy of Europe faced stagnation as major economies such as Germany grappled low consumption. China's economy failed to match the growth rate of previous years due to slowdown in the property sector but received support from external demand.

The global headline inflation eased from its peak level of 6.6% in CY 2023 to 5.7% in CY 2024. However, this decline was divergent across regions. The advanced economies steadily progressed towards their inflation targets, whereas due to geopolitical tensions and disruptions in supply chains, the emerging markets continued to struggle to match their inflation levels. The central banks of major economies across the globe eased the interest rates to augment development and growth.

Outlook

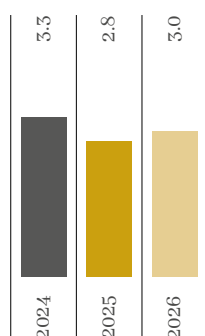
The global economy is expected to witness measured growth in CY 2025. The projection of growth rate in CY 2025 stands at 2.8% which is further expected to improve to 3.0% in CY 2026. The relative slowdown in the economy can be attributed to the geopolitical instability and the shifting trade dynamics. Despite challenges, the global headline inflation is expected to ease to 4.3% in CY 2025 and further decline to 3.6% in CY 2026². With inflation levels nearing the target range of global central banks, they are expected to adopt a balanced policy to further growth and development.

However, the recent tariffs implemented by the US have added a layer of uncertainty to global trade. Positively, these shifts may provide businesses new opportunities to explore and develop more resilient supply chains. The global economy has entered a new dynamic phase which requires digital transitions and greater climate-focused spending. Rule-based multilateral frameworks need to be implemented to ensure that all economies can harvest the benefits of future growth.

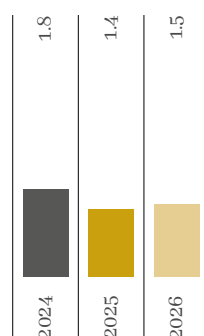
WORLD ECONOMIC OUTLOOK APRIL 2025

GROWTH PROJECTIONS (REAL GDP GROWTH, PERCENT CHANGE)

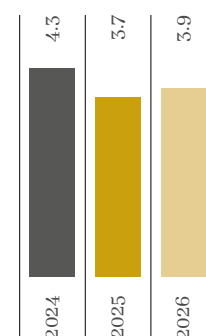
GLOBAL ECONOMY



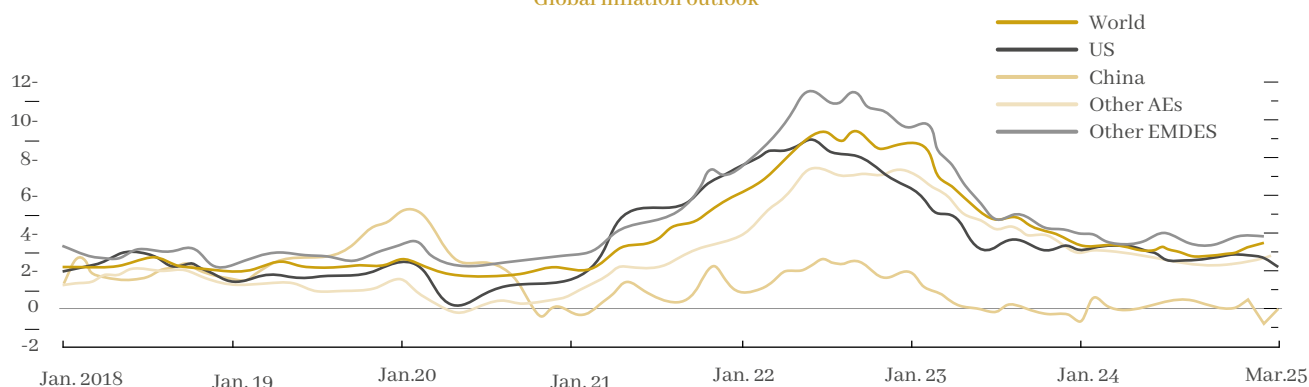
ADVANCED ECONOMIES



EMERGING MARKET & DEVELOPING ECONOMIES



Global inflation outlook



¹<https://www.imf.org/en/Publications/WEO/Issues/2025/04/22/world-economic-outlook-april-2025>

²<https://www.imf.org/en/Publications/WEO/Issues/2025/01/17/world-economic-outlook-update-january-2025>

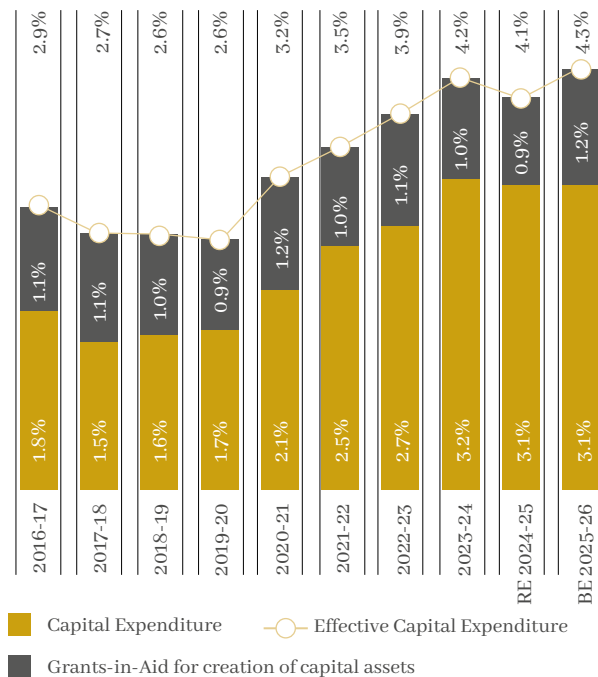
Indian Economy

The Indian Economy sustained its steady expansion by achieving a growth rate of 6.5% in FY 2024-25. Services and agriculture sector were the primary drivers towards the growth of the nation. Despite challenges, the manufacturing sector showed resilience. Strong consumption, prudent fiscal policies and a sustained push on infrastructure were the key facilitators of this growth.

During the year under review, inflation declined to 5.2%. This decline helped augment household spending and provided a much-needed relief to policymakers. Furthermore, the income tax slab revision by the government aimed to increase disposable income of the citizens of the country.

Capital expenditure witnessed a hike during the year with the Union Government allocating ₹11.11 Lakh crore, which is 3.4% of the country's GDP⁵. The increase in spending in this sector helped to create additional jobs in the sector. Combined with stable macroeconomic indicators, the country remained strong and resilient and progressed towards a stronger growth rate as compared to its global counterparts.

Capital Expenditure (% of GDP)

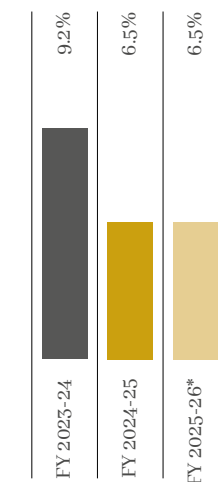


Outlook

The economy of India is foreseen to sustain its momentum of growth and expand at an estimated rate of 6.5% as projected by Reserve Bank of India (RBI) in its April 2025 Policy Update. The RBI projected a downward forecast for CPI inflation to 4.0% in FY 2025-26 due to favourable Rabi and Kharif crops and lowering of crude oil prices. Industrial activity and strong domestic demand along with the agricultural sector exhibiting strong potential due to healthy recovery and crop production are expected to bolster growth. The reduction in repo rate by the RBI in April 2025 to 6.0%⁶ is expected to augment liquidity in the economy and enhance credit flow.

The recent tariffs imposed on Indian imports by the US government, however, pose risk to this growth and can negatively impact the export volume of the country resulting in widening of Current Account Deficit (CAD). The Government is monitoring the evolving tariff scenario and implementing steps to mitigate the effects on its economy. The government's recent conclusion of a historic Free-Trade Agreement (FTA) with the UK will boost economic and strategic ties between the countries. With the domestic pillars of the economy appearing stable, the economic outlook of the country remains closely aligned with the rapidly evolving global trade scenario and its impact.

Indian GDP Growth Rate Trend⁷



*Projected

Stone Industry Overview

Global Granite Industry

Granite is a felsic igneous rock which is granular in nature and is composed of quartz, feldspar and mica. Granite finds extensive use across countertops, flooring and monument construction. Granite is available in a broad spectrum of colours and patterns, which plays a key role in elevating the overall aesthetics of interior and exterior designs. The strength and timeless appeal has made it a preferred choice in residential and commercial projects as it offers both enhanced aesthetics and strong performance.

The global granite market was valued at \$19.2 Billion in 2024. The market is expected to expand to \$23.6 Billion by 2033, at a Compound Annual Growth Rate (CAGR) of 2.19% during 2025-2033⁸. Heightened urbanisation coupled with accelerated infrastructure development in both residential and commercial segments are expected to be the primary drivers of this growth.

Globally, North America leads the global granite market with extensive utilisation across residential and commercial spaces. Owing to its durability, aesthetic appeal and heightened inclination of consumers towards natural and sustainable materials, the popularity of granite countertops, flooring and other applications has witnessed a steady rise. Europe commands the second largest market share. Demand in this region is being driven by the utilisation of granite in historical landmarks, modern buildings and urban development projects.

⁵<https://pib.gov.in/PressReleasePage.aspx?PRID=2035558> I ⁴https://www.indiabudget.gov.in/doc/Budget_at_Glance/bag6.pdf

⁵<https://www.pib.gov.in/PressReleaseIframePage.aspx?PRID=2120509> I ⁶<https://www.rbi.org.in/Home.aspx>

⁷<http://rbidocs.rbi.org.in/rdocs/Bulletin/PDFs/0BULL22042025F03F83AE118C4B384E662D980C8DE33.PDF> I ⁸<https://www.imarcgroup.com/granite-market>

Key Trends

Key Trends	Description
Technological Advancements in Cutting and Finishing	<ul style="list-style-type: none"> - Innovations in cutting-edge machinery and precision tools have enhanced processing speed and accuracy. - Adoption of CAD software enables complex and customized patterns. - Improved efficiency reduces waste, lowers production costs and increases productivity. - Advanced finishing techniques enhance aesthetic appeal.
Rising Demand for Sustainable and Natural Materials	<ul style="list-style-type: none"> - Growing environmental awareness drives the shift towards eco-friendly options like granite. - Granite's renewable, non-toxic nature makes it an eco-conscious choice. - Its minimal environmental impact aligns with green building practices and sustainability trends.
Evolving Consumer Preferences Toward Natural Stone	<ul style="list-style-type: none"> - Increasing preference for authentic, nature-inspired design elements boosts granite demand. - Granite's unique textures, patterns and colours offer a luxurious and timeless aesthetic. - Durability and low-maintenance qualities align with modern consumer expectations for long-term value.
Expanding Applications in Construction and Interior Design	<ul style="list-style-type: none"> - Granite's growing use in residential and commercial construction, including countertops, flooring and facades, broadens its market. - Its aesthetic versatility and structural strength make it suitable for diverse architectural styles.
Customization and Design Flexibility	<ul style="list-style-type: none"> - Enhanced processing capabilities enable personalized and architecturally distinct solutions. - A wide range of finishes, textures and cuts supports design innovation for interior and exterior projects.

Indian Granite Industry⁹

Globally, India stands as one of the largest producers and exporters of granite, underpinned by its rich geological reserves and wide variety of high-quality stones. The country boasts extensive granite deposits in a multitude of colours and patterns, including renowned varieties such as Black Galaxy, Paradiso, Rosa Pink, Tea Brown and White Galaxy. This diverse portfolio enables Indian granite to cater to a broad spectrum of consumer preferences and applications across global markets.

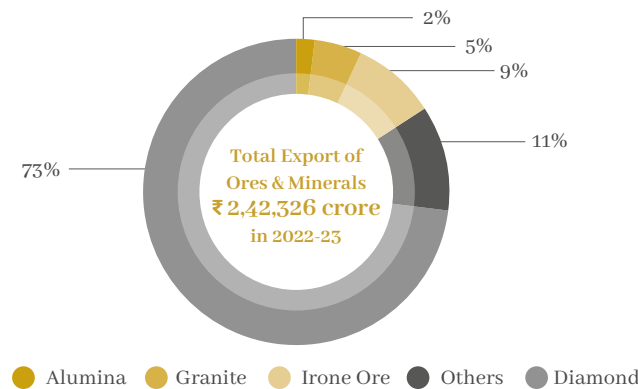
In recent years, the granite industry in India has experienced significant growth, making a notable contribution to the nation's GDP and foreign trade. Annual production has reached approximately 130 million tonnes, positioning India as the second-largest producer of granite globally. Indian granite is exported to over 150 countries, with major markets including the United States, China, Italy, the United Arab Emirates and Europe.

According to official export statistics for 2022–23, the total value of exports (including re-exports) of ores and minerals from India stood at ₹2,42,326 crore. Among these, granite accounted for 5.18% of the total mineral export value, following diamonds (75.82%) and iron ore (5.95%).¹⁰ This shows granite's vital role in India's mineral export

portfolio, contributing significantly to the estimated \$5 billion in annual foreign trade earnings from this sector.

India's granite industry continues to thrive on a combination of abundant natural resources, skilled craftsmanship and increasing global demand for sustainable and aesthetically appealing building materials.

Granite's Market Share in Total Export of Ores & Minerals



Source: Latest Indian Minerals Yearbook¹¹

Growth Drivers

Growth Driver	Description
Technological Advancements	Adoption of modern mining and processing technologies has improved efficiency and product quality, enabling manufacturers to meet stringent global quality standards.
Cost Competitiveness	India's granite industry benefits from abundant reserves and lower production costs, making its products more affordable compared to other major exporters like Italy and Brazil.
Growth in Construction Industry	The booming construction sector in India increases demand for granite in flooring, countertops and infrastructure, driving higher consumption and creating growth opportunities.

⁹<https://stonenews.eu/the-granite-industry-in-india-a-growing-powerhouse/#:~:text=Current%20State%20of%20the%20Industry,both%20residential%20and%20commercial%20constructions>.

¹⁰https://ibm.gov.in/writereaddata/files/17454767536809dc9139ba8IMYB_BOOK_2023.pdf

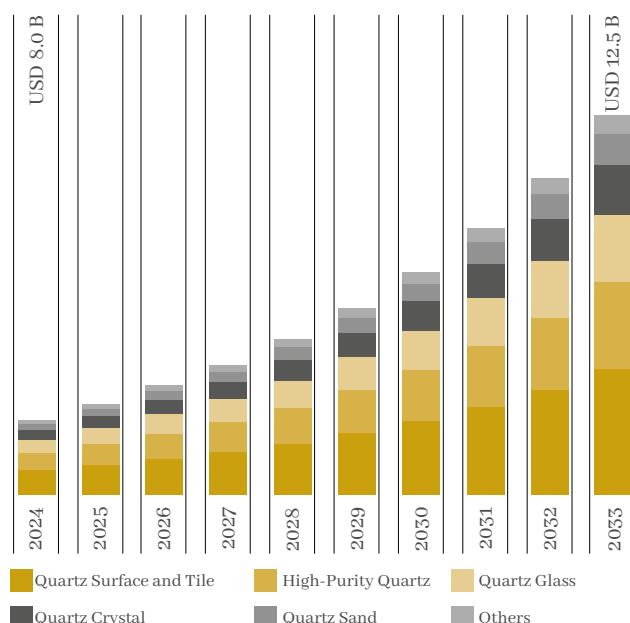
¹¹https://ibm.gov.in/writereaddata/files/17454767536809dc9139ba8IMYB_BOOK_2023.pdf

Quartz Market¹²

Quartz is widely utilised across varied industries. Its strength, durability and resistance to heat are major facilitators of its demand. Further, the heightened integration of quartz in consumer electronics and semiconductors is augmenting the growth of the market. In addition, the growth of the market is supported by the increasing demand of durable material for construction, manufacture of tiles and interior designing and other decorative purposes.

In 2024, the global market size of quartz industry stood at \$8 Billion. The industry is expected to reach \$12.5 Billion by 2033, achieving a CAGR of 4.97% during the period 2025-2033. The Asia-Pacific dominated the market in 2024 by capturing a market share, which exceeded 45%.

Global Quartz Market Growth



Source: IMARC Report¹³

The US, due to a huge, diversified usage across varied areas stands out as a key market disruptor. The push for renewable energy in the US is augmenting the demand for quartz in the production of photovoltaic cells. The electronics industry represents a major segment within the quartz market. Quartz plays an indispensable role in the production of semiconductors, oscillators and other electronic components. Increased demand of consumer electronics is further driving the demand of quartz. The automotive industry's increased dependency on advanced technologies, such as sensors for electric and autonomous vehicles appear as the major drivers of demand in the regional market of the US.

Quartz Industry Segmentation

The industry on the basis of the utility is segmented into products, such as Quartz Surface and Tile, High-Purity Quartz, Quartz Glass, Quartz Crystal and Quartz Sand.

Quartz Surface and Tiles are known for their strength, low maintenance and resistance to stains. These features makes them a preferred choice for application in kitchen countertops, bathroom vanities and flooring. High-Purity Quartz is widely used in the production of semiconductors, which are the foundation for various electronic devices such as computers, smartphones and IoT devices. Quartz Glass, also known as fused silica, is utilised in numerous fields due to its unique properties, such as chemical inertness, resistance to high temperatures and excellent optical transmission. It acts as a key component in laboratory equipment, optical devices and several industrial processes. The diverse application of Quartz Crystal spans industrial production and technological devices to jewellery and metaphysical practices. Quartz sand, commonly known as silica sand, has a wide range of application in numerous industries due to its high purity and chemical inertness. It is a primary component in construction materials, water filtration, glass manufacturing and sport surfaces.

Key Growth Drivers¹⁴

Growth Driver	Description
Demand for Stylish and Durable Surfaces	Quartz is popular because it's beautiful, strong and easy to maintain. It resists stains and scratches, making it perfect for kitchens, bathrooms and commercial areas.
Booming Construction and Real Estate Sector	The rise in construction of homes, offices and malls, especially in fast-growing countries is increasing demand for modern and reliable materials like quartz.
Improved Technology in Quartz Manufacturing	New machines and techniques allow quartz to be made in more colours and styles at better quality and lower costs, attracting more customers.
Focus on Eco-Friendly and Hygienic Materials	People are choosing materials that are safe and good for the environment. Quartz is long-lasting, chemical-free and prevents bacteria from growing.
Demand for Custom Designs	Consumers and designers like the flexibility quartz offers, it is available in many patterns and finishes to suit modern, classic, or unique styles.
Increased Use in Commercial Spaces	More businesses like hotels, restaurants, offices and hospitals are choosing quartz for its clean look, strength and low maintenance.
Growth of Online Tools and Digital Sales	Companies are using online platforms and virtual tools to help customers browse and buy quartz surfaces more easily, expanding the market.

¹²<https://www.imarcgroup.com/quartz-market>

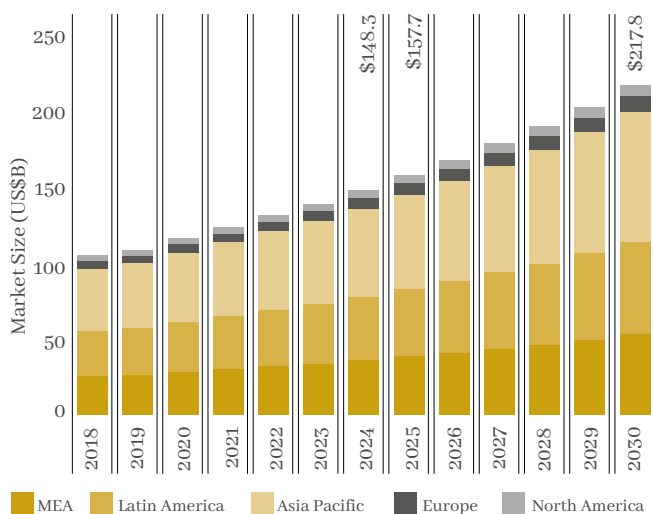
¹³<https://www.imarcgroup.com/quartz-market>

¹⁴<https://www.marketresearchfuture.com/reports/engineered-quartz-surface-market-27365>

Global Countertop Industry¹⁵

Global Countertop Market Growth

Countertops Market (Size, by Region, 2018 - 2030)



Source: Grandview Research Report

The global countertop market generated around USD 148.3 billion in 2024 and is expected to grow to about USD 217.8 billion by 2030, at an annual growth rate of approximately 6.7%. This growth is mainly driven by increasing demand for kitchen and bathroom remodelling, along with rising construction in the hospitality and food-service sectors across the world.

Granite continues to be the most widely used material and accounted for the largest share of the market in 2023. However, engineered quartz is growing the fastest due to its modern appearance, strength and ease of maintenance. Consumers are increasingly choosing quartz for both residential and commercial spaces.

Regionally, Asia-Pacific is the largest market, making up more than 37% of global countertop sales in 2023. This is largely due to rapid urban growth and more housing developments in countries like China and India. North America also plays a big role, with strong demand for home renovations and high-end materials like quartz and granite. Europe is seeing steady growth as well, with more people opting for stylish and sustainable interior surfaces.

In summary, the global countertop industry is growing steadily as more people invest in home improvement, commercial construction increases and preferences shift toward durable, attractive and low-maintenance materials like granite and engineered quartz.

Indian Countertop Industry¹⁶

India's countertop market was valued at around USD 11.86 billion in 2024 and is expected to reach USD 19.39 billion by 2030, growing at an average annual rate of about 8.5%. Granite is currently the most commonly used material for countertops in India, but engineered quartz is quickly gaining popularity and is projected to be the fastest-growing segment in the coming years.

India accounts for approximately 7.8% of global countertop market revenues, making it the fastest-growing market in the Asia-Pacific region. This growth is being driven by a rise in residential and commercial construction, increasing home renovation activities and a shift in consumer preference toward modern, durable and low-maintenance surface materials.

Overall, the Indian countertop market is expanding steadily, with demand rising for both traditional options like granite and newer materials like quartz, especially among consumers who want stylish and long-lasting interior finishes.

Growth Drivers

Growth Driver	Explanation
More Home Renovations	People are upgrading kitchens and bathrooms more often, increasing the demand for new countertops.
Growth in Construction	More houses, offices, hotels and restaurants are being built, which creates a higher need for countertops.
Rising Popularity of Modern Materials	Materials like engineered quartz and solid surfaces are becoming popular because they are strong, stylish and easy to clean.
Urbanization in Developing Countries	Cities are growing fast in countries like India and China, leading to more new homes and buildings that need countertops.
Higher Disposable Incomes	As people earn more money, they are spending more on stylish and better-quality home interiors.
Focus on Hygiene and Easy Maintenance	Many people now want surfaces that are easy to clean and don't allow germs to grow, especially in kitchens and bathrooms.
More Commercial Use	Restaurants, hospitals, hotels and offices are using more countertops for both function and design.
Variety of Designs and Custom Options	Countertops are now available in many colors, styles and finishes, making them more attractive to buyers.

¹⁵<https://www.grandviewresearch.com/industry-analysis/countertops-market-report>

¹⁶<https://www.grandviewresearch.com/horizon/outlook/countertops-market/india>

Company overview

Founded in 1991 by Mr. Gautam Chand Jain, Pokarna Limited was established with a vision to address the need for premium products and services. Recognizing this market gap, the Company invested in top-of-the-line technology and infrastructure. Pokarna Limited prides itself on its commitment to quality and reliability throughout its processes and manufacturing.

The Company embraced a dynamic approach to growth and expanded its global presence. Today, it stands tall as a reputed and distinguished brand in the granite industry. It is the largest exporter of the finished granite in India and one of the largest in Asia, with exports spanning 12 countries across Europe, the Middle East and North America.

The Company processes its granite at two state-of-the-art manufacturing facilities. The Company offers a broad spectrum of colour palette, which includes over 75 varieties of granite sourced across India, Saudi Arabia and Iran. The product range includes a wide range of random slabs and tiles, which have been supplied to different projects across the globe.

However, the market for granite business continues to pose challenges, such as intense competition, pricing pressures and compliance risks. Recognising these threats, the Company constantly implements targeted strategies to reduce costs, enhance efficiency and explore new routes of growth.

Value Engineering Stone Products

Pokarna Engineered Stone Limited (PESL), a wholly owned subsidiary of Pokarna Limited, specialises in the manufacturing and export of quartz surfaces. The Company places significant emphasis and prioritises innovation, design excellence, competitive pricing,

superior quality and customer satisfaction to remain competitive in the industry. In addition, the Company expanded its product portfolio with new launches and implemented targeted marketing to augment its consumer base.

In FY 2024-25, the Company posted a total revenue of ₹901.14 crore, exhibiting a growth of 38.70% YoY. This growth can be attributed to the improved operational efficiency and margin expansion along with disciplined cost management. This performance showcases the Company's ability to adapt to the evolving market conditions and move forward by resiliently navigating challenges.

In addition, the Company is focused on expanding its technological facilities. The Company invested ₹440 crore in the recent expansion of the state-of-the-art quartz manufacturing facility in Mekaguda, Telangana, a third Bretonstone production line. The plant is expected to start production in FY 2025-26. This will significantly augment the Company's production capacity and that the standards of sustainable manufacturing are met. Additionally, the Company focused on the development and launch of new products through the utilisation of Kreos line, which focuses on high-quality, ultra-thin slabs with an emphasis on aesthetics and design, in Q4 FY 2024-25. Products were also launched by utilising the Chromia line, which enhances the visual appeal of engineered stone slabs by enabling high-definition digital printing of intricate patterns and colours in Q4 FY 2024-25.

This business continues to expand in the international markets with countries like Czech Republic, Canada, France and Russia. With these markets exhibiting stable demand and interest towards stone products, the Company strives to further enhance its market position and customer engagement.

Financial Performance

This section's details concern the financial outcomes for the fiscal year that ended on March 31, 2025. The financial statements of the Company and its subsidiaries have been prepared in accordance with the Companies (Indian Accounting Standards) Rules and the Indian Accounting

Standards (Ind AS) as prescribed under Section 133 of the Companies Act, 2013, as amended from time to time. Key financial indicators are summarised in the table below:

Particulars	FY 2024-25	FY 2023-24	YoY Change (In %)
Continuing Operations			
Consolidated Revenue	930.13	687.61	35%
Consolidated EBITDA	347.04	221.18	57%
Profit /(Loss) after tax from discontinuing operations	0.17	(4.00)	104%
Consolidated PAT	187.55	87.36	115%
Net worth	777.25	591.43	31%

Key Financial Ratios of Pokarna Limited (Standalone)

Particulars	FY 2024-25	FY 2023-24	YoY Change (In %)
Debtors Turnover (Days)	71	76	-7%
Inventory Turnover (Days)	401	376	7%
Interest Coverage Ratio	-0.43	-0.44	2%
Current Ratio	1.38	1.27	9%
Debt Equity Ratio	0.07	0.07	0%
Operating Profit Margin %	-6%	-5%	-20%
EBITDA Margin %	12%	13%	-8%
Net Profit Margin %	-23.98%	-8.41%	-185%
Return on Net Worth %	-6.09%	-5.64%	-8%

Risk Management

Risk	Description	Mitigation
Production and sales risk 	The Company faces the risk of incurring losses until its quarries reach sufficient development to produce considerable quantities of raw material and generate enough revenue to cover ongoing operations.	<ul style="list-style-type: none"> Follows an approved business plan and sets specific targets to mitigate risks Tightly manages working capital Uses strong budgeting and cost control method.
Operational risk 	The Company's quarrying operations face the risk of both expected and unforeseen geological hazards.	<ul style="list-style-type: none"> The Company proactively lowers these risks by implementing strict health and safety training and a zero-tolerance policy for safety issues across operations. Employs trained personnel to manage and minimise other operational risks. Reports major on-site incidents to the Board of Directors.
Quarry development risk 	Multiple quarries of the Company have been commissioned recently. This poses a risk of inconsistency in the quality between the previous and current production. This may lead to a lowered demand and a decline in prices.	<ul style="list-style-type: none"> Employs well-versed quarry personnel and geologists to mitigate risk Conducts thorough resource evaluations, potentially including drilling, technical surveys and third-party reviews.
Breaches in information/ IT security 	The Company's reliance on digital systems and networking solutions has witnessed a rise over time. This poses the risk of a cyber security breach, which could potentially disrupt operations.	<ul style="list-style-type: none"> Has established standard operating procedures for information and IT security Implements well-defined IT security policies and procedures Deploys an IT system to monitor logical access controls.
Environmental risks and hazards 	The Company's quarrying operations must comply with the evolving environmental regulations and laws. The evolving landscape can result in stricter standards and enforcements, elevated fines and penalties for compliance failure. Also, due to strict environment rules, there might be more pressure for thorough environmental reviews of new projects, putting more responsibility on companies and their leaders and staff.	<ul style="list-style-type: none"> Has developed policies and procedures to exceed current local environmental legislation. Continuously monitors evolving environmental standards in its operating environments. Takes appropriate action based on changes in environmental standards.
Currency exchange rate fluctuations 	A significant share of the Company's revenue is generated by exports. Further, It has debt obligations in foreign currencies and imports raw materials and major equipment. Therefore, any fluctuation in currency exchange rates could affect the Company's financial results.	<ul style="list-style-type: none"> Mitigates forex risks by avoiding forex speculation. The audit committee periodically reviews forex-related matters. The audit committee offers appropriate forex recommendations as needed by the business. Adheres to the overall framework of the Company's forex policy.
Community relations 	Sustained success of the Company's current operations and future projects depends on garnering the support and building meaningful and enduring relationships with the local communities involved. Failure to comprehend and properly address local expectations and problems could negatively impact its reputation and its ability to operate and grow.	<ul style="list-style-type: none"> Regularly engages with local communities to build trust and mutual benefit. Prioritises obtaining local consent before accessing resources or starting operations. Aims to identify and lessen potential negative operational impacts and risks through responsible, transparent and ethical conduct. Encourages dialogue and fulfils commitments to stakeholders. The Board's CSR committee determines the focus, budget and programmes for all CSR activities.

Risk	Description	Mitigation
People 	<p>The Company understands that its continuous efforts to grow and enhance efficiency will significantly strain its management resources. A highly skilled workforce and an experienced management team is essential for sustaining the current level of operations, implementation of development projects and achieving long-term growth targets.</p>	<ul style="list-style-type: none"> Intends to make strategic investments to expand its talent pool. Has precisely designed its performance management system. Offers attractive reward and remuneration structures to attract and retain key employees. Provides personal development opportunities for key employees.
Financial risk 	<p>PESL's plans for capital expenditure (capex) include several strategic moves like expansion, augmenting productivity, upgrading technology, improving operational efficiency and maintaining or replacing current facilities and equipment. However, if the expenditure exceeds revenues, it could affect the financial position of the Company.</p>	<ul style="list-style-type: none"> Believes its capital resources will be sufficient for projected operating requirements, capital expenditures and other cash obligations. Has a commendable track record of maintaining positive relations with banks. Has successfully raised borrowings in recent years. Has taken necessary measures to ensure adherence to prescribed timelines for capital expenditure projects' construction and operation.
Trade restrictions 	<p>A large share of the Company's products is exported to the US. The Company's financial success depends on the consistent access to US markets. However, tariffs and other trade barriers that restrict or block this access pose a sustained threat to the Company's operations.</p>	<ul style="list-style-type: none"> Intends to diversify into alternative markets to mitigate risks. Plans to reinforce its position in existing non-US markets.
Trade credit 	<p>The Company offers short-term credit in trade agreements with certain customers. This exposes the Company to the risk of potential default on payment obligation for a portion of its sales.</p>	<ul style="list-style-type: none"> Mitigates credit risks through individual customer credit limit assessments. Implements rigorous credit monitoring procedures. Closely tracks the aging of outstanding balances.
Silicosis 	<p>In the recent years, the quartz and natural stone countertop industry has recognised the health risks associated with the inhalation of crystalline silica dust. Individuals involved in manufacturing, cutting, shaping, finishing and installing these countertops are considered at risk. Recognising this issue, several local authorities have issued safety warnings and introduced new rules to safeguard the health of these individuals. These actions aim to ensure safe material handling and reduce the risks of silica dust exposure at work. Given these trends, there is a growing concern about potential changes in laws and regulations related to the hazards of quartz surfaces or the amount of respirable crystalline silica they contain. Implementation of these alterations in regulations can impact the Company's operations and products, requiring the Company to make adjustments in order to comply and reduce the possibility of negative consequences.</p>	<ul style="list-style-type: none"> Prioritises and complies with health and safety regulations. Proactively developed low respirable crystalline silica products. Committed to ongoing research for safety and compliance.

Internal Control and Adequacy

Each year, the internal audit scope is defined to align with Company goals and risk management. The Internal Audit Department reports directly to the Audit Committee, ensuring its independence and objectivity. Process owners implement corrective actions based on audit reports, and significant findings along with recommended actions are shared with the Audit Committee of the Board. As per Section 134(5)(e) of the Companies Act, the Company has a robust, process-driven internal financial controls (IFC) framework, appropriate for its size and complexity. No major weaknesses have been found, indicating strong IFC. The Company has established strong policies and procedures to ensure business integrity, asset protection, timely and reliable financial reporting, accurate accounting records and the prompt prevention and detection of fraud and errors. These measures collectively support efficient operations with high integrity and accountability.

Human Resources

The Company recognises its skilled workforce as its most crucial asset. The Company places strong focus on building a team with diverse capabilities. To augment efficiency and ensure consistency, the Company has adopted best practices and implemented Standard

Operating Procedures (SOPs) for most functions. To cultivate a culture of learning and support the mutual growth of the Company and its employees, skill development activities are encouraged, allowing employees to gain proficiency in various job roles. This enhances the workforce's skills and ensures long-term growth and sustainability. Furthermore, promoting employee engagement in the workplace is vital for maintaining motivation and productivity levels, which are essential for the Company's sustained success.

Cautionary Statement

Certain statements in this report regarding potential future developments could be forward-looking statements. These statements involve known and unknown risks and uncertainties that could materially affect actual results. Factors such as macroeconomic changes and unexpected events, may present unprecedented and ongoing risks to the Company and the environment in which it operates. The facts and figures presented in the report are based on assumptions derived from available internal and external information, which are subject to change due to dynamic variables. Any forward-looking statements reflect the Company's intentions, beliefs or current expectations as of the date they were made. The Company disclaims any obligation to update or alter any forward-looking statements, whether due to new data, unexpected developments, or other factors.

Board's Report to the Shareholders'

Dear Members,

Your directors take pleasure in presenting their 34th Annual Report together with the annual audited consolidated and standalone financial statements for the financial year ended 31st March 2025.

Financial Highlights

₹ In Lakhs

Particulars	Standalone Results		Consolidated Results	
	2025	2024	2025	2024
Continuing operations:				
Total Income (Operational and Other Income)	3844.37	4560.74	95134.17	69913.12
Less: Total Expenses	4459.51	5130.41	68558.56	55951.13
Profit before tax from continuing operations	(615.14)	(569.67)	26575.61	13961.99
Less: Tax expenses (including deferred tax)	80.64	(250.33)	7837.97	4826.25
Profit/ (Loss) after tax from continuing operations	(695.78)	(319.34)	18737.64	9135.74
Profit / (Loss) after tax from discontinuing operations	19.59	(354.66)	17.21	(399.48)
Profit for the Period	(676.19)	(674.00)	18754.85	8736.26

Overview and The State of the Company Affairs (FY 2024-25)

The company faced several market challenges across its divisions. In the Granite Division, global market conditions remained weak, particularly due to a contraction in building-stone exports from China, which had historically been the primary destination for our granite blocks. In response, the company optimized quarry operations, cut non-essential costs, and increased outreach to emerging buyers. However, the supply-demand imbalance is expected to persist through FY 25–26.

In the US, the demand for natural granite remained subdued, driven by inflation, rising interest rates, and growing competition from engineered stone and alternative materials. Despite this, the company is exploring diversification into value-added natural stone products to retain market share.

Meanwhile, the Apparel Division, which had been underperforming, was fully wound down in FY 24–25 in line with board approval. This strategic decision is expected to stem losses and positively impact profitability moving forward.

The company's subsidiary, Pokarna Engineered Stone Ltd (PESL), showed strong performance, particularly in the quartz slab market. FY 24–25 saw a 39 % year-over-year increase in quartz slab sales, driven by competitive pricing and enhanced distribution channels. PESL has invested around US\$13 million in commercializing advanced BRETON KREOS and CHROMIA technology, which is slated for launch in FY 25–26. These technologies, offering ultra-thin full-body slabs with high-definition patterning, align with rising demand for premium, customizable surfaces. This will ensure that PESL continues to meet market demands and capitalize on new opportunities, with EBITDA margins set to improve as product diversification increases, particularly in North America and Europe.

The company faces ongoing trade risks, including uncertainties among U.S. customers following US tariff announcement continues to suppress demand, disrupting the entire value chain. We are closely monitoring shifting global trade dynamics and mounting pricing pressures, in an endeavour to mitigate upcoming volatility.

Looking ahead, the company's strategic focus will be on cost optimization, market diversification (especially in the EU and South Asia), and exploring value-added natural stone products within the Granite Division. PESL will accelerate the commercialization of KREOS/CHROMIA and strengthen its brand positioning while exploring new international partnerships.

Dividend

The Directors are pleased to recommend a dividend of ₹ 0.60 per equity share for the financial year ended 31st March 2025. The dividend is subject to the approval of the Members of the Company in the ensuing Annual General Meeting ("AGM") for the year 2024-25. The total payout will amount to ₹ 186.02 lakhs including dividend distribution tax.

The dividend pay-out is in accordance with the Company's Dividend Distribution Policy.

Dividend Distribution Policy

In accordance with Regulation 43A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, your Company has adopted a Dividend Distribution Policy formulated by the Board specifying the financial parameters, factors, and circumstances to be considered in determining the distribution of dividends to shareholders and/or retaining profits earned by the Company. The policy aims to protect the interests of investors by ensuring transparency. The Dividend Distribution Policy, in terms of Regulation 43A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, is available on the Company's website - www.pokarna.com.

Transfer to Reserves

No amount is proposed for transfer to the general reserve.

Share Capital

The Authorised Share Capital of the Company as on March 31, 2025 is ₹ 2000 Lakhs consisting of 10,00,00,000 Equity Shares of ₹2/- each.

The Company's paid-up Equity Share Capital stands at ₹620.08 Lakhs divided into 3,10,04,000 equity shares of ₹2/- each as of 31st March 2025. During the year, the Company has not issued any shares or shares with differential voting rights or convertible securities. Additionally, the Company does not have any scheme for the issuance of shares, including sweat equity, to the employees or Directors of the Company.

Directors' Responsibility Statement

Based on the framework of internal financial controls and compliance systems established and maintained by the Company, work performed by the internal, statutory, cost and secretarial auditors and the reviews performed by the relevant Board Committees, including the Audit Committee, the Board is of the opinion that the Company's internal financial controls were adequate and effective during the financial year under review. Accordingly, pursuant to Section 134(5) of the Companies Act, 2013, the Board of Directors, to the best of their knowledge and belief and according to the information and explanations obtained by them, your directors state that:

- i) In the preparation of the annual accounts for the year ended March 31, 2025, the applicable accounting standards have been followed along with proper explanation relating to material departures, if any.
- ii) They have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent to give a true and fair view of the state of affairs of the Company as on March 31, 2025, and of the profit of the Company for the year ended March 31, 2025.
- iii) They have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act, for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
- iv) The annual financial statements have been prepared on a going concern basis.
- v) They have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and are operating effectively.
- vi) They have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

Listing of Equity Shares

The Company's equity shares are listed on the following Stock Exchanges:

- (i) BSE Limited, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400 001, Maharashtra, India; and
- (ii) National Stock Exchange of India Limited, Exchange Plaza, Floor 5, Plot No. C/1, G Block, Bandra-Kurla Complex, Bandra (East), Mumbai - 400051, Maharashtra, India.

The Company has paid the Annual Listing Fees to the said Stock Exchanges for the Financial Year 2024-25.

Subsidiaries, Associates, and Joint Venture Companies

As of March 31, 2025, your Company has following two subsidiaries :-

- (a) Pokarna Foundation, which was incorporated on 17th September, 2021 under the provisions of Section 8 of the Companies Act, 2013, with the objective of carrying out charitable and social welfare activities.
- (b) Pokarna Engineered Stone Limited ("PESL"), the wholly owned subsidiary.

The consolidated financial statements presented by the Company include the financial information of Pokarna Engineered Stone Limited ("PESL"), the wholly owned subsidiary. There has been no material change in the nature of PESL's business. In compliance with Section 129(3) of the Companies Act, 2013, a separate statement containing the salient features of the financial statements of the subsidiary in prescribed Form AOC-1 is attached to the Company's financial statements. The audited accounts of PESL will be available on the Company's website - www.pokarna.com.

During the financial year under review, PESL registered total income of ₹92177.82 lakhs, compared to ₹66030.40 lakhs in the previous year, registering an increase of 39.60 %. EBITDA for the year was ₹35228.01 lakhs, compared to ₹22247.52 lakhs in the previous year. The total comprehensive income for the year ended March 31, 2025, increased to ₹20280 lakhs, showing an increase of 101.60 %.

Pokarna Engineered Stone Limited ("PESL") was selected by the U.S. Department of Commerce ("USDOC") as a "mandatory respondent" for the third administrative review of the Antidumping duty ("ADD") Order on the imports of quartz surface products from India. As a result, PESL's ADD assessment rate for the third review period continues to be 0%, and the ADD cash deposit rate also remains 0% effective from November 5, 2024. For the fourth administrative ADD, every party withdrew their review request, hence the AD duty of 0% as determined in third review period is final AD assessment rate for entries of the fourth review period. With regard to CVD review, none of the parties have requested for any of the review periods, hence the CVD duty of 2.34% as determined in investigation period is final CVD assessment rate for entries of the third as well as fourth review period. There is no impact on the financials of the Company from these duties.

During recent times, the quartz surfaces industry has seen increased acknowledgment of the health hazards associated with respirable crystalline silica exposure for fabricators. Individuals engaged in certain processes such as fabricating and finishing quartz countertops are deemed at risk. In response to this concern, several international regulatory bodies have taken proactive steps by issuing safety alerts and implementing new regulations to safeguard the well-being of workers in this sector. PESL has comprehensive safety protocols in place at our factories, including the use of high-tech cutting equipment that uses water to suppress dust, thereby preventing airborne silica particles. This measure is considered one of the best practices to mitigate dust exposure during the cutting and fabrication of quartz slabs. Additionally, PESL's employee training program

focuses on safe handling practices, machinery maintenance, and air quality management in workspaces. PESL also subject its employees to regular health screenings to ensure early detection and management of any potential health issues. Furthermore, PESL is proactively working on developing alternative formulations for its products to reduce the crystalline silica content. By prioritizing these measures, PESL aims to ensure a safe and healthy working environment for all its employees and remain compliant with evolving industry regulations.

The Company does not have any associate or joint venture companies. Furthermore, the Company's policy on determining material subsidiaries, as approved by the Board, is available on the Company's website - www.pokarna.com.

The names of companies which have become or ceased to be its Subsidiaries, joint ventures or associate companies during the year: NIL

Corporate Governance

The Directors reaffirm their commitment to good corporate governance practices. During the year under review, the Company complied with the provisions relating to corporate governance as outlined under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the Listing Regulations"). A detailed report on corporate governance, as required under the Listing Regulations, is provided in a separate section and forms part of the Annual Report.

The certificate on compliance with the conditions of corporate governance of the Listing Regulations is given in the Annexure to this Report. In terms of the Listing Regulations, the certificate, as prescribed in Part B of Schedule II of the said Regulations, has been obtained from Mr. Gautam Chand Jain, Chairman & Managing Director, and Mr. M. Vishwanatha Reddy, Chief Financial Officer, for the financial year 2024-25 with regard to the financial statements and other matters. This certificate forms part of the report on Corporate Governance.

Management Discussion & Analysis Report

The Management's Discussion & Analysis Report for the year under review is presented in a separate section forming part of the Annual Report.

Business Responsibility and Sustainability Report

The Business Responsibility and Sustainability Report (BRSR) of your Company for the financial year 2024-25 forms part of this Annual Report, as required under Regulation 34(2)(f) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Corporate Social Responsibility

The Company has a Policy on Corporate Social Responsibility, which is posted on the Company's website - www.pokarna.com. The Annual Report on CSR activities, in terms of the requirements of the Companies (Corporate Social Responsibility Policy) Rules, 2014, is annexed as Annexure-I and forms part of this Report. However, during the year under review, the provisions of Corporate Social Responsibility were not applicable to the Company pursuant to Section 135(1) of the Companies Act, 2013.

Composition of board of directors

Company is managed and controlled by a Board comprising an optimum blend of Executive and Non-Executive Directors. As of 31st March 2025, the Board of Directors consists of eight (8) Directors,

including the Chairman & Managing Director, Managing Director, Executive Director, and five (5) Non-Executive Directors, four (4) of whom are Independent Directors. The composition of the Board is in conformity with Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) and the relevant provisions of the Companies Act, 2013.

Directors

Mr. Agnihotra Dakshina Murty Chavali, Mr. Prasanth Nandigala and Mrs. Paulomi Dhawan were appointed as independent directors in conformity with Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) and Section 149 of the relevant provisions of the Companies Act, 2013 w.e.f 01.04.2024 in place of Mr. Meka Yugandhar, Mr. Vinayak Rao Juvvadi Mr. Mahender Chand whose tenure was completed on 31.03.2024

In accordance with the provisions of Section 152 of the Companies Act, 2013, and the Articles of Association of the Company, Ms. Apurva Jain (DIN: 06933924), whole time Director of the Company, retires by rotation at this Annual General Meeting and, being eligible, has offered herself for re-appointment. Brief details of Ms. Apurva Jain (DIN: 06933924), whole time Director of the Company are provided in the notice of the Annual General Meeting. Detailed information on the directors is provided in the Corporate Governance Report, which forms part of this Annual Report.

Except as states above, there were no other changes in the board of directors of the Company during the year under review.

Details of Key Managerial Personnel

During the year under review, Ms. Pratima Khandu Gulankar, Company Secretary was appointed as a Key Managerial person (KMP) in place of Ms. Disha Jindal with effect from 1st August, 2024 and the following persons have been designated as Key Managerial Personnel pursuant to Sections 2(51) and 203 of the Act, read with the Rules framed thereunder:

1. Mr. Gautam Chand Jain, Chairman & Managing Director, and Mr. Rahul Jain, Managing Director,
2. Mr. M. Vishwanatha Reddy, Chief Financial Officer, and
3. Ms. Pratima Khandu Gulankar, Company Secretary, (with effect from 01.08.2024)

Declaration by Independent Directors

The Company has received declarations from all independent directors, in accordance with section 149(7) of the Act and regulation 25 of the Listing Regulations, 2015. These declarations confirm that the Directors meet the independence criteria outlined in section 149(6) of the Act, as well as Regulations 16 and 25 of the Listing Regulations, 2015. Additionally, the Independent Directors have affirmed their compliance with Section 150 of the Act and rule 6 of the Companies (Appointment and Qualifications of Directors) Rules, 2014, which includes the inclusion of their names in the Independent Directors' databank maintained by the Indian Institute of Corporate Affairs.

The Board of Directors has reviewed and recorded these declarations and confirmations from the Independent Directors, following a thorough assessment in accordance with Regulation 25 of the Listing Regulations, 2015. The Board believes that the Independent Directors meet all specified conditions under the Act and corresponding Rules, in addition to adhering to the code for independent directors as set out in Schedule IV to the Act.

During the year under review, the Non-Executive Directors of the Company had no pecuniary relationship or transactions with the Company, other than sitting fees.

Formal Annual Evaluation

Pursuant to the provisions of the Companies Act, 2013 and Listing Regulations, the Board has carried out an evaluation of its own performance, Committees, and performance of individual Directors. The performance of the Board, Committees, and individual Directors was evaluated by seeking inputs from all Directors. The performance of the individual Directors, including Independent Directors, and the role of the Board/Committees were also discussed at the Board Meeting. Details regarding the formal annual evaluation process conducted by the Board, assessing its own performance as well as that of its committees, the chairman, and individual directors, are provided in the Corporate Governance Report, which is part of this Annual Report.

Committees of The Board

In light of the recent appointments and the completion of Directorship tenures, the Board has approved the reconstitution of various committees, effective from 1st April, 2024. Details regarding the composition, terms of reference, and meetings held during the financial year 2024-25 for each committee are provided in the Corporate Governance Report, which forms an integral part of this Annual Report.

Nomination and Remuneration Policy

The Company has formulated a Nomination and Remuneration Policy in accordance with the provisions of Section 178 of the Companies Act, 2013 and Regulation 19 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The said Policy outlines the criteria for appointment of Directors, key managerial personnel, and senior management, as well as their remuneration framework including criteria for determining qualifications, positive attributes, independence of a director and other matters provided under sub-section (3) of section 178.

The Policy is available on the Company's website and can be accessed at: <http://www.pokarna.com/investors/>

Risk Management Policy

Risk Management is integral to our Company's strategy and the achievement of our long-term goals. The Risk Management Committee, appointed by the Board, is responsible for reviewing the Company's risk management process and ensuring that risks are managed within acceptable limits. The Company has established a Risk Management policy to mitigate both internal and external risks.

We have implemented Business Risk Assessment procedures that facilitate self-assessment of business risks, operating controls, and compliance with Corporate Policies. The Company actively manages, monitors, and reports on the principal risks and uncertainties that could impact our ability to achieve objectives. This ongoing process tracks the evaluation of risks and the implementation of mitigating action plans.

According to the Board, there are no risks that threaten the existence of the Company. However, certain risks that may pose challenges

are detailed in the Management Discussion and Analysis section of this Annual Report.

Related Party Transactions

There were no material transactions with related parties during the period under review that could have led to a potential conflict of interest for the Company. The policy on Related Party Transactions, approved by the Board of Directors, is available on the Company's website - www.pokarna.com.

All contracts / arrangements / transactions entered by the Company during the Financial year 2024- 25 with related parties were in its ordinary course of business and are on an arm's length basis. During the year, there are no contract / arrangement / transaction with related parties which are considered material as per Regulation 23 of the Listing Regulations or which are required to be reported in Form No. AOC-2 in terms of Section 134 (3) (h) read with Section 188 of the Act and Rule 8 (2) of the Companies (Accounts) Rules, 2014. For details of related party transactions, please refer to Note No. 33 of the Standalone Financial Statements.

Internal Financial Controls

The Company has established a robust and comprehensive internal control system to safeguard its assets against unauthorized use, disposition, or loss. This system ensures that all transactions are duly approved, accurately recorded, and correctly reported. It is designed to maintain accurate financial and other records for the preparation of financial information and to uphold accountability for assets and liabilities. The control system is further reinforced by rigorous internal audits, guidelines, and procedures.

The Company's internal financial control system includes an in-house Internal Audit Division, supplemented by internal audit checks from M. Murali Jaganmohan, Chartered Accountant, the Internal Auditor. The Internal Audit system encompasses quarterly inventory verification, monthly account reviews, and quarterly evaluations of critical business processes. Additionally, the Internal Auditors conduct concurrent audits of the majority of high-value transactions.

Based on the information provided, the Directors have not identified any material breakdown in the functioning of these controls, procedures, or systems during the year under review. There have been no significant changes in the Company's internal financial controls during the year that have materially affected or are reasonably likely to materially affect these controls.

It is important to note that there are inherent limitations to the effectiveness of any system of disclosure controls and procedures, including the potential for human error and the possibility of circumvention or overriding of the controls and procedures. Therefore, even effective disclosure controls and procedures can only provide reasonable assurance of achieving their objectives. Furthermore, in designing and evaluating the Company's disclosure controls and procedures, management has applied its judgment in assessing the cost-benefit relationship of possible controls and procedures.

Statutory Auditors

The Members at the 31st Annual General Meeting of the Company appointed M/s. Daga & Co, Chartered Accountant, as the Statutory Auditor of the Company for a term of five (5) consecutive years, from the conclusion of the 31st Annual General Meeting till the conclusion of the 36th Annual General Meeting.

Statutory Auditors' Qualifications, Reservations, or Adverse Remarks or Disclaimers Made

The Auditor's Report does not contain any qualifications, reservations, or adverse remarks.

Cost Auditors

Pursuant to the provisions of Section 148 of the Act read with the Companies (Cost Records and Audit) Rules, 2014, as amended, notifications/circulars issued by the Ministry of Corporate Affairs from time to time, the Company is not falling under the limits of cost audit requirements. However, the Company maintains the cost records as per the provisions of the Companies Act, 2013.

Secretarial Auditors

During the year, Secretarial Audit was carried out by K V C Reddy & Associates, Company secretaries, (Formerly Mr. K.V. Chalama Reddy, Practicing Company Secretary) the Secretarial Auditor of the Company for the financial year 2024-25. The detailed report on the Secretarial Audit is appended as Annexure II to this Report. The Secretarial Audit Report does not contain any qualifications, reservations, observations, or adverse remarks.

Appointment of Secretarial Auditor

The Board of Directors at their meeting held on 29th May 2025 recommended the appointment of M/s. K V C Reddy & Associates, Company Secretaries, as Secretarial Auditor for further period of 5 years in ensuing Annual General meeting in terms of *recent amendment introduced by the SEBI (Listing Obligations and Disclosure Requirements) (Third Amendment) Regulations, 2024, dated December 12, 2024* on terms and conditions as may be decided by the Board of Directors.

Disclosures

Vigil Mechanism / Whistleblower Policy

Your Company has established a robust Vigil Mechanism for reporting concerns through the Whistleblower Policy of the Company. Adequate safeguards are provided against victimization to those who avail of the mechanism, and access to the Chairman of the Audit Committee in exceptional cases is provided to them. Details of the Vigil Mechanism are also provided in the Corporate Governance Report, and the Whistleblower Policy has been uploaded on the Company's website – www.pokarna.com.

Meetings of the Board

The Board of Directors of your Company met Six (6) times during the year to deliberate on various matters. The meetings were held on 16th May, 2024, 13th August, 2024, 19th September, 2024, 12th November, 2024, 30th January, 2025 and 29th March, 2025. Further details on the Board of Directors are provided in the Corporate Governance Report forming part of this Annual Report.

Particulars of Loans, Guarantees, and Investments

During the period under review, the Company has neither provided any loans nor made investments under the provisions of Section 186 of the Companies Act, 2013.

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

Information relating to the conservation of energy, technology absorption, and foreign exchange earnings and outgo, as stipulated under Section 134(3)(m) of the Act read with the Companies (Accounts) Rules, 2014, is given in Annexure-III to this Report.

Annual Return

The Annual Return of the Company as on 31st March 2025 in Form MGT-7, in accordance with Section 92(3) of the Act read with the Companies (Management and Administration) Rules, 2014, is available on the Company's website – www.pokarna.com.

Material Changes and Commitments Affecting the Financial Position of the Company

There have been no material changes and commitments affecting the financial position of the Company which have occurred between the end of the financial year to which the financial statements relate and the date of this Report.

Significant and Material Orders

During the financial year 2024-25, there were no significant and material orders passed by the Regulators or Courts or Tribunals impacting the going concern status and the Company's operations in the future. No material changes and commitments which could affect the Company's financial position have occurred between the end of the Formal Annual Evaluation.

Pursuant to the provisions of the Companies Act, 2013, and Listing Regulations, the Board has carried out an evaluation of its own performance, Committees, and the performance of individual Directors. Inputs were sought from all Directors, and the performance of individual Directors, including Independent Directors, and the roles of the Board/Committees were discussed at the Board Meeting.

Particulars of Employees

The disclosure required under Section 197(12) of the Companies Act, 2013, read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, is provided in Annexure IV to this Report.

Prevention of Sexual Harassment at Workplace

In compliance with the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013, the Company has formulated and implemented a policy for the prevention of sexual harassment at the workplace, which includes a mechanism for lodging complaints. During the year under review, no complaints were reported to the Committee.

Investor Education and Protection Fund (IEPF)

Information regarding the transfer of unclaimed dividend amounts and shares to the Investor Education and Protection Fund (IEPF) is included in the General Shareholder Information section of this Annual Report. Ms. Pratima Khandu Gulankar, the Company Secretary, also serves as the Nodal Officer for the Company. This appointment is in accordance with rule 7(2A) of the Investor Education

and Protection Fund Authority (Accounting, Audit, Transfer, and Refund) Rules, 2016. Further details can be found on the Company's website - www.pokarna.com.

Compliance with Secretarial Standards

During the financial year 2024-25, your Company has adhered to the relevant provisions of the Secretarial Standards issued by the Institute of Company Secretaries of India pertaining to Board Meetings and General Meetings.

Reporting of Frauds

There were no instances of fraud reported during the year under review that required the Statutory Auditors to report under Section 143(12) of the Act and the rules made thereunder.

Nature of Business

There has been no change in the nature of the Company's business. However, during the year ended 31 March 2025, the Company completed the disposal of its Apparel unit, which had been classified as a discontinued operation in accordance with Ind AS 105 – Non-current Assets Held for Sale and Discontinued Operations.

Deposits

During the year under review, the Company has not accepted or renewed any amount falling within the purview of the provisions of Section 73 of the Companies Act, 2013 (the Act) read with the Companies (Acceptance of Deposits) Rules, 2014. Hence, the requirement for furnishing details of deposits that are not in compliance with Chapter V of the Act is not applicable.

Disclosure under Rule 8(5) of Companies (Accounts) Rules, 2014

No application has been made under the Insolvency and Bankruptcy Code; therefore, there is no requirement to disclose details of any applications made or proceedings pending under the Insolvency and Bankruptcy Code, 2016 (31 of 2016) during the year, nor their status at the end of the financial year. Additionally, there is no requirement to disclose details of any differences between the valuation amount at the time of a one-time settlement and the valuation done when obtaining a loan from Banks or Financial Institutions, along with the reasons for such differences.

Presentation of Financial Statements

The financial statements for the year ending 31 March, 2025 have been presented in accordance with Division II of Schedule III to the Act.

Indian Accounting Standards, 2015

The attached financial statements are in full compliance with Indian Accounting Standards (Ind AS) as notified under section 133 of the Act, the Companies (Indian Accounting Standards) Rules, 2015, and other relevant provisions of the Act.

Other Disclosures

- Mr. Gautam Chand Jain, Chairman & Managing Director and Mr. Rahul Jain, Managing Director have not drawn any remuneration from the Company during the Current year. They are drawing

remuneration from Pokarna Engineered Stone Limited, wholly owned subsidiary Company. Details of their remuneration from subsidiary company are provided in the Corporate Governance Report, which forms an integral part of this Annual Report.

- The Company's equity shares were not suspended from trading during the year under review due to corporate actions or any other reasons.
- There were no revisions to the financial statements and Directors' Report during the year under review.
- Specific details required under section 134 of the Act and the Rules made thereunder, applicable to the Company, have been provided in this Report where applicable.
- There were no application made or any proceeding pending under the Insolvency and Bankruptcy Code, 2016

Directors & Officers Insurance Policy

The Company has in place an insurance policy for its Directors & Officers with a quantum and coverage as approved by the Board.

Human Resources

The Company views its human resources as vital to achieving its objectives. Therefore, the Company places great emphasis on attracting and retaining high-quality employees. By empowering its workforce, the Company fosters a work environment that encourages employees to reach higher performance levels. The steadfast dedication of the employees is integral to driving the Company's vision forward. The Company deeply values and appreciates the commitment and enthusiasm of its employees.

Green Initiative in Corporate Governance

The Ministry of Corporate Affairs (MCA) has launched a green initiative in corporate governance by promoting paperless compliance and permitting the electronic delivery of annual reports and documents to shareholders, subject to certain conditions. The Company continues to send the annual report and other communications via electronic mode to members with registered email addresses. For those who have not registered their email addresses, physical copies are sent through the permitted mode. We encourage shareholders to opt for receiving their annual reports electronically, as this contributes to cost savings and reduces the use of natural resources.

Appreciation

The Directors wish to express their deep appreciation to employees at all levels for their hard work, dedication, and commitment. Our employees have been crucial in successfully navigating the challenges faced this year. The Board also extends its gratitude to customers, shareholders, suppliers, vendors, bankers, business associates, and regulatory and government authorities for their continued support.

Gautam Chand Jain

Chairman & Managing Director

(DIN:00004775)

Date: 29th May 2025

Place: Secunderabad.

Annexure - I

ANNUAL REPORT ON CORPORATE SOCIAL RESPONSIBILITY (CSR) ACTIVITIES FOR THE FINANCIAL YEAR 2024-25

1. Brief outline on CSR Policy of the Company:

Our philosophy has always been that we are an integral part of the society within which we do business. This belief and idea has played a significant role in shaping our vision towards the communities we co-exist with. Healthcare & sanitation, Education and Environment are our thrust areas for undertaking CSR projects.

2. Composition of CSR Committee:

The CSR committee of the Board is responsible for overseeing the execution of the Company's CSR Policy. The CSR committee comprises two independent directors, the Managing Director and the Executive Director as at the end of financial year 2025.

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. Gautam Chand Jain	Managing Director, Chairman of the CSR Committee	1	1
2	Mrs. Paulomi Romi Dhawan	Independent Director, Member of CSR Committee	1	1
3	Dr. Jayshree Rajesh Sanghani	Independent Director, Member of CSR Committee	1	1
4	Mrs. Apurva Jain	Executive Director, Member of CSR Committee	1	1

3. Web links where composition of CSR committee, CSR Policy and CSR projects approved by the board are disclosed on the website of the company:

- The composition of the CSR committee is available on our website, at https://www.pokarna.com/wp-content/uploads/2021/07/Composition_of_Board_committees.pdf
- The Committee, with the approval of the Board, has adopted the CSR Policy as required under Section 135 of the Companies Act, 2013. The CSR Policy of the Company is available on our website, at https://www.pokarna.com/wp-content/uploads/2021/07/CSR_Policy.pdf
- As mentioned in the Board Report, the provisions of CSR is not applicable to the company, so the company has not uploaded CSR annual action plan on the website.

4. Details of impact assessment of CSR projects carried out in pursuance of sub-rule (3) of Rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014, if applicable:

Not Applicable for the financial year under review.

5. Details of the amount available for set off in pursuance of sub-rule (3) of rule 7 of the Companies (Corporate Social Responsibility Policy) Rules, 2014 and amount required for set off for the financial year, if any: Nil

6. Average net profit of the Company for last three financial years:

- Two percent of average net profit of the company as per section 135(5): Nil
- Surplus arising out of the CSR projects or programmes or activities of the previous financial years: Nil
- Amount required to be set off for the financial year, if any: Nil
- Total CSR obligation for the financial year (7a+7b-7c): Nil

Total Amount Spent for the Financial Year. (in ₹)	Amount Unspent (in ₹)				
	Total Amount transferred to Unspent CSR Account as per section 135(6).		Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5).		
	Amount.	Date of transfer.	Name of the Fund	Amount.	Date of transfer.
			Nil	Nil	NA

[illegible]

1	2	3	4	5		6	7	8	
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 J)	Mode of Implementation - Direct (Yes/ No).	Mode of Implementation Through Implementing Agency	
				State.	District.			Name	CSR Registration number.
Nil									

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

Sl no.	Particular	Amount (in ₹)
(i)	Two percent of average net profit of the company as per section 135(5)	Nil
(ii)	Total amount spent for the financial year	Nil
(iii)	Excess amount spent for the financial year [(ii)-(i)]	Nil
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	Nil
(v)	Amount available for set off in succeeding financial years [(iii)-(iv)]	Nil

Sl no.	Preceding Financial Year.	Amount transferred to Unspent CSR Account under section 135 (6) (in ₹)	Amount spent in the reporting Financial Year (in ₹).	Amount transferred to any fund specified under Schedule VII as per section 135(6), if any.			Amount remaining to be spent in succeeding financial years. (in ₹)
				Name of the Fund	Amount (in ₹)	Date of transfer.	
Not Applicable							
TOTAL							

- (b) Details of CSR amount spent in the financial year for ongoing projects of the preceding financial year(s):

1	2	3	4	5	6	7	8	9
Sl. No.	Project ID.	Name of the Project.	Financial Year in which the project was commenced.	Project duration.	Total amount allocated for the project (in ₹).	Amount spent on the project in the reporting Financial Year (in ₹)	Cumulative amount spent at the end of reporting Financial Year. (in ₹)	Status of the project – Completed / Ongoing.
Nil								
TOTAL								

10. In case of creation or acquisition of capital asset, furnish the details relating to the asset so created or acquired through CSR spent in the financial year (asset-wise details).

- (a) Date of creation or acquisition of the capital asset(s): Not Applicable.
- (b) Amount of CSR spent for creation or acquisition of capital asset: Not Applicable.
- (c) Details of the entity or public authority or beneficiary under whose name such capital asset is registered, their address etc: Not Applicable.
- (d) Provide details of the capital asset(s) created or acquired (including complete address and location of the capital asset):
- Not Applicable.

11. Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per section 135(5).

Not Applicable.

For Pokarna Limited

Sd/-

Gautam Chand Jain

Chairman of CSR Committee

DIN: 00004775

Sd/-

Apurva Jain

Executive Director

DIN: 06933924

Date: 29th May, 2025

Place: Secunderabad

Annexure - II

FORM NO. MR -3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2025

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

To
The Members,
Pokarna Limited
Hyderabad.

1. We have conducted Secretarial Audit pursuant to Section 204 of the Companies Act 2013, on the compliance of applicable Statutory Provisions and the adherence to good corporate practices by **Pokarna Limited** (hereinafter called as "the Company"). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.
2. Based on our verification of the books, papers, minutes books, forms, returns filed and other records maintained by the Company and also the information and according to the examinations carried out by us and explanations furnished and representations made to us by the Company, its officers, agents and authorized representatives during the conduct of Secretarial Audit, I hereby report that in our opinion, the Company has during the audit period covering the Financial Year ended on 31st March, 2025 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter.
3. We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March, 2025 ("Audit Period") according to the provisions of:
 - i. The Companies Act, 2013 (the Act) and the rules made there-under;
 - ii. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there-under;
 - iii. The Depositories Act, 1996 and the Regulations and Bye-laws framed there-under;
 - iv. The Foreign Exchange Management Act, 1999 and the rules and regulations made there-under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
 - v. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):
 - a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - b. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 and amended Regulations 2018;
 - c. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 : **Not applicable during the audit period.**
 - d. The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 : **Not applicable during the audit period.**
 - e. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2019 : **Not applicable during the audit period.**
 - f. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 ; regarding the Companies Act and dealing with client;
 - g. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; **Not applicable during the audit period.**
 - h. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; **Not applicable during the audit period;**
 - i. Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021: **not applicable to during the audit period and**

- j. The Securities and Exchange Board of India (Listing Obligations Disclosure Requirements) Regulations, 2015.
- vi. The Company is into business of mining of granite, processing and sale of granite slabs and manufacture and sale of readymade garments / apparels. Accordingly, the following Major Industry Specific Acts and Rules are applicable to the Company, in the view of the Management:
 - a. The Mines Act, 1952 and Rules made there under;
 - b. The Mines & Minerals (Development & Regulation) Act, 1957;
 - c. The Granite Conservation and Development Rules, 1999;
 - d. The Andhra Pradesh Minor Mineral Concession Rules, 1966; and
 - e. The Explosive Act 1884 and Explosive Rules 2008.
- vii. We have also examined compliance with the applicable clauses of the following:
 - a. The Listing Agreement entered into by the Company with stock exchange (BSE & NSE).
 - b. Secretarial Standards issued by The Institute of Company Secretaries of India in respect of Board and General meetings of the Company.

During the period under review, the Company has complied with the provisions of the applicable Acts, Rules, Regulations, and Guidelines etc., mentioned above

- 4. We further report that:
 - a. 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 year under review were carried out in compliance with the provisions of the Act.
 - b. Adequate Notice is given to all the Directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least 7 days in advance. There is adequate system for seeking and obtaining further information and clarifications on the agenda items before the meeting and meaningful participation at the meeting. Majority decision is carried through and there were no instances of dissenting members in the Board of Directors.
- 5. We further report that there exist adequate systems and processes in the Company that commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.
- 6. We further report that the above mentioned Company being a listed entity and this report is also issued pursuant to Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended and circular No. CIR/CFD/CMD1/27/ 2019 dated 8th February, 2019 issued by Securities and Exchange Board of India.
- 7. We further report that as per the information and explanation provided by the Management, the Company has Material Unlisted Subsidiary namely POKARNA ENGINEERED STONE LIMITED incorporated in India pursuant to Regulation 16(c) and 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 during the period under review.
- 8. We further report that during the audit period, there were no specific events/actions having a major bearing on the company's affairs in pursuance of the above referred laws, regulations, guidelines, standards, etc. referred above.

For **K V C REDDY & ASSOCIATES**
Company secretaries

K.V. Chalama Reddy
(Proprietor)

F.C.S : 9268, C.P. No. 5451

PR No.: 2301/2022

UDIN number: F009268G000417577

Place: Hyderabad
Date : 29.05.2025

This report is to be read with my letter of even date which is given as **Annexure 'A'** and forms an integral part of this report.

Annexure' A'

To
The Members,
Pokarna Limited
Hyderabad.

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

For **K V C REDDY & ASSOCIATES**

Company secretaries

K.V.Chalama Reddy

(Proprietor)

F.C.S : 9268, C.P.No.5451

PR No:2301/2022

UDIN number: F009268G000417577

Place : Hyderabad

Date :29.05.2025

FORM NO. MR -3

SECRETARIAL AUDIT REPORT OF MATERIAL SUBSIDIARY

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

To
The Members,
Pokarna Engineered Stone Limited
Hyderabad

We have conducted Secretarial Audit pursuant to Section 204 of the Companies Act 2013, on the compliance of applicable Statutory Provisions and the adherence to good corporate practices by **M/s. Pokarna Engineered Stone Limited** (hereinafter called as “the Company”). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the books, papers, minutes books, forms, returns filed and other records maintained by the Company and also the information and according to the examinations carried out by us and explanations furnished and representations made to us by the Company, its officers, agents and authorized representatives during the conduct of Secretarial Audit, We hereby report that in my opinion, the Company has during the Audit Period covering the Financial Year ended on 31st March, 2025 complied with the Statutory Provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter.

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

1. The Companies Act, 2013 (the Act) and the rules made thereunder;
2. The Depositories Act, 1996 and regulations made thereunder: **not applicable during the audit period.**
3. Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings : **not Applicable during the audit period.**
4. The Securities Contracts (Regulation) Act, 1956 and rules made thereunder: **not applicable, being an unlisted Company.**
5. The Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 (‘SEBI Act’): **not applicable, being an unlisted Company.**
6. Secretarial Standards issued by The Institute of Company Secretaries of India in respect of Board and General meetings of the Company.
7. The Company is into business of manufacture and sale of Natural Quartz Surfaces, in the view of the management, the following industry specific act and rule are applicable to the company, in the view of the management:
 - a. Special Economic Zone Act, 2005 and Special Economic Zone Rules, 2006. (to the extent applicable).

During the period under review, the Company has complied with the provisions of the applicable Acts, Rules, Regulations, and Guidelines etc., as mentioned above.

We further report that:

- a. The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-executive Directors and independent directors. There were no changes made in the composition of the Board of Directors during the year under review.
- b. Adequate Notice is given to all the Directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least 7 days in advance. There is adequate system for seeking and obtaining further information and clarifications on the agenda items before the meeting and meaningful participation at the meeting. Majority decision is carried through and there were no instances of dissenting members in the Board of Directors.

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

We further report that during the audit period, there were no specific events / actions having a major bearing on the company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc. referred to above.

For **K V C REDDY & ASSOCIATES**
Company secretaries

K.V. Chalama Reddy
(Proprietor)

M.No.: F9268, C.P.No.5451

PR No.: 2301/2022

UDIN number: F009268G000417764

Place: Hyderabad

Date : 29.05.2025

This report is to be read with my letter of even date which is given as **Annexure 'A'** and forms an integral part of this report.

Annexure' A'

To,
The Members
Pokarna Engineered Stone Limited
Hyderabad

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

Maintenance of secretarial records is the responsibility of the management of the company. My responsibility is to express an opinion on these secretarial records based on our audit.

I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. I believe that the processes and practices, I followed provide reasonable basis for our opinion.

I have not verified the correctness and appropriateness of financial records and Books of Accounts of the company.

Where ever required, I have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.

The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.

The Secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.

For **K V C REDDY & ASSOCIATES**
Company secretaries

K.V.Chalama Reddy
(Proprietor)

M.No.: F9268, C.P.No.5451

PR No:2301/2022

UDIN number: F009268G000417764

Place : Hyderabad
Date :29.05.2025

Annexure - III

Conservation of Energy and Technology Consumption Foreign Exchange Earnings and Outgo:

A. Conservation of Energy

The Company has always been conscious of the need for conservation of energy and has been sensitive in making progress towards this initiative. The energy conservation efforts in the Company are being pursued on a continuous basis. Close monitoring of energy conservation is maintained to minimize wastage and facilitate optimum utilization of energy. Regular maintenance and repairs of all the equipment's and machineries are carried out to ensure optimum efficiency. The other energy conservation measures taken are:

- plants are equipped with high energy efficiency motors and variable frequency drives.
- continuous monitoring of power factor.
- training and awareness programmes for employees were conducted for reducing energy waste.

Steps taken by the company for utilizing alternate sources of energy

- Use of roof mounted self-driven ventilator in plant thereby enabling substantial saving in electrical energy. Roof mounted self-driven ventilators work on wind assisted ventilation.
- Use of sky lights in the plants to reduce need for lighting during daytime.

Capital investment on energy conservation equipment's

During the current financial year, the Company has not incurred any capital expenditure on the energy conservation equipment.

B. Technology absorption

Our Technical team visits international markets to understand and explore the possibility of using such latest technology in production and processing of our products. Benefits derived as a result of the above efforts are in the areas of process simplification, cost reduction and quality improvement.

The Company has not imported any technology during the last three years. Hence, the particulars with respect to efforts made towards technology absorption and benefits derived etc. are not applicable to the Company.

The Company during the year under review has not carried out any activity which can be construed as Research & Development and as of now there is no specific plan for engaging into such activities. As such, there is no expenditure to report.

Foreign Exchange Earnings and Outgo

During the year under review, the total standalone foreign exchange earnings was ₹1284.42 Lakhs and expenditure was ₹ 17.35 Lakhs.

By the order of the board
For Pokarna Limited

Sd/-

Gautam Chand Jain
Chairman & Managing Director
DIN:00004775

Date :29th May, 2025
Place: Secunderabad

Annexure - IV

Details Pertaining to Remuneration as Required Under Section 197(12) of The Companies Act, 2013 read with rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014:

- (i) The percentage increase in remuneration of each Director, Chief Financial Officer and Company Secretary during the financial year 2024-25, are as under:

S. no.	Name of Director/KMP and Designation	Remuneration of Director/KMP for financial year 2024-25 (in Lakhs)	% Increase in Remuneration in the Financial Year 2024-25	Ratio of remuneration of each Director/ to median remuneration of employees
a)	Mr. Gautam Chand Jain Chairman & Managing Director	--	Nil	--
b)	Mr. Rahul Jain Managing Director	--	Nil	--
c)	Mrs. Apurva Jain Executive Director	27.87	16.13%	10.33
d)	Mr. Prakash Chand Jain Director	--	Nil	--
e)	Mr. Agnihotra Dakshina Murty Chavali Director	--	Nil	--
f)	Mr. Prasanth Nandigala Director	--	Nil	--
g)	Mrs. Paulomi Dhawan Director	--	Nil	--
h)	Dr. Jayshree Rajesh Sanghani Director			
i)	Mr. Viswantha Reddy Chief Financial Officer	69.15	Nil	25.63
j)	**Company Secretary	7.52	Nil	2.79

** Ms. Pratima Khandu Gulankar was appointed as Company Secretary w.e.f. 01.08.2024.

Note: Independent Directors were paid sitting fees for attending the sittings.

- (ii) The median remuneration of employees of the Company during the financial year was ₹ 2.70 Lakhs.
- (iii) In the financial year, there was an increase of 2.30 % in the median remuneration of employees.
- (iv) There were 170 permanent employees on the rolls of Company as on 31st March 2025.
- (v) It is hereby affirmed that the remuneration paid is as per the Remuneration Policy for Directors, Key Managerial Personnel and other Employees.
- (vi) The statement containing particulars of employees as required under Section 197(12) of the Act read with Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, is provided in a separate annexure forming part of this report. Further, the report and the accounts are being sent to the members excluding the aforesaid annexure. In terms of Section 136 of the Act, the said annexure is open for inspection at the Registered Office of the Company. Any shareholder interested in obtaining a copy of the same may write to the Company Secretary of the Company at companysecretary@pokarna.com.

By the order of the board
For **Pokarna Limited**

Sd/-

Gautam Chand Jain

Chairman & Managing Director

DIN:00004775

Date :29th May, 2025

Place: Secunderabad

Business Responsibility and Sustainability Report

SECTION A- GENERAL DISCLOSURES

I. Details of listed entity

1.	Corporate Identity Number (CIN) of the Company	L14102TG1991PLC013299
2.	Name of the Company	Pokarna Limited
3.	Year of Incorporation	09/10/1991
4.	Registered Office Address	1ST FLOOR, 105, SURYA TOWERS, SECUNDERABAD. A.P TG
5.	Corporate Address	500003 IN
6.	Email Address	companysecretary@pokarna.com
7.	Telephone	+91 04027897722
8.	Website	www.pokarna.com
9.	Financial Year Reported	2024-25
10.	Name of the Stock Exchanges where shares are listed	1. Bombay Stock Exchange (BSE) 2. National Stock Exchange (NSE)
11.	Paid-up Capital	6,20,08,000
12.	Name and contact details (telephone, email address) of the person who may be contacted in case of any queries on the BRSR report	Name: Gautam Chand Jain Position: Chairman and Managing Director Email id: companysecretary@pokarna.com Telephone Number: +91 4027897722
13.	Reporting boundary - Are the disclosures under this report made on a standalone basis (i.e. only for the entity) or on a consolidated basis (i.e. for the entity and all the entities which form a part of its consolidated financial statements, taken together).	Standalone Basis
14.	Name of assurance provider	Not Applicable (NA)
15.	Type of assurance obtained	

II. Products/Services

16. Details of business activities (accounting for 90% of the turnover)

Sl. No.	Description of Main Activity	Description of Business Activity	% of turnover of the Company
1	Granite Mining and Processing, blocks Processing and sale	Mining and sale of granite and granite slabs	100%

17. Products/Services sold by the Company (accounting for 90% of the turnover)

Sl. No.	Product/Service	NIC Code	% of total turnover contributed
1	Processing and sale of granite slabs	23960	66%
2	Mining and sale of granite blocks	08102	34%

III. Operations

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

Location	Number of plants	Number of offices	Total
National	2	1	3
International	0	0	0

19. Markets served by the Company

a. Number of locations

Locations	Number
National (No. of States)	Pan India
International (No. of Countries)	3

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

The contribution of exports as a percentage of the total turnover of the Company is 44%.

c. Types of customers

The Company sells its products directly to buyers around the world. In India, it runs a smooth supply chain, sending slabs and tiles straight to retailers, builders, and end users. It works with both business clients and individual customers, changing its methods to suit each market's needs.

IV. Employees

20. Details as at the end of Financial Year

a. Employees and workers (including differently abled)

Sl. No.	Particulars	Total (A)	Male		Female	
			No. (B)	% (B/A)	No. (C)	% (C/A)
EMPLOYEES						
1.	Permanent (D)	105	101	96.19%	4	3.81%
2.	Other than Permanent (E)	0	0	0	0	0
3.	Total employees (D+E)	105	101	96.19%	4	3.81%
WORKERS						
4.	Permanent (F)	65	64	98.46%	1	1.54%
5.	Other than Permanent (G)	54	41	75.93%	13	24.07%
6.	Total workers (F+G)	119	105	88.24%	14	11.76%

b. Differently abled Employees and workers

Sl. No.	Particulars	Total (A)	Male		Female	
			No. (B)	% (B/A)	No. (C)	% (C/A)
DIFFERENTLY ABLED EMPLOYEES						
1.	Permanent (D)	0	0	0	0	0
2.	Other than Permanent (E)	0	0	0	0	0
3.	Total differently abled employees (D+E)	0	0	0	0	0
DIFFERENTLY ABLED WORKERS						
4.	Permanent (F)	0	0	0	0	0
5.	Other than Permanent (G)	0	0	0	0	0
6.	Total differently abled workers (F+G)	0	0	0	0	0

21. Participation/Inclusion/Representation of Women

	Total (A)	No. and percentage of Females	
		No. (B)	% (B/A)
Board of Directors	8	3	37.50%
Key Management Personnel	2	1	50.00%

22. Turnover rate for permanent employees and workers (disclose trends for the past 3 years)

	FY'2025			FY'2024			FY'2023		
	Male	Female	Total	Male	Female	Total	Male	Female	Total
Permanent Employees	18%	25%	19%	32%	25%	32%	15%	60%	17%
Permanent Workers	17%	50%	18%	21%	94%	39%	15%	18%	16%

Note: This includes employees/workmen who have retired during the year.

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

23. Name of holding/subsidiary/associate companies/joint ventures

Sl. No.	Name of the holding/ subsidiary/associate companies/joint ventures (A)	Indicate whether Holding/Subsidiary/ Associate/Joint Venture	% of shares held by the Company	Does the entity indicated at column A, participate in the Business Responsibility initiatives of the Company (Yes/No)
1	Pokarna Engineered Stone Limited	Subsidiary	100%	No
2	Pokarna Foundation	Subsidiary	50%	No

VI. CSR Details

24. (i) Whether CSR is applicable as per section 135 of Companies Act, 2013: **No**(ii) Turnover (in ₹ Lacs): **2900.93**(iii) Net worth (in ₹ Lacs): **11105.77**

VII. Transparency and Disclosure Compliances

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

Stakeholder group from whom complaint is received	Grievance Redressal Mechanism in Place (Yes/No) (If yes, then provide web-link for grievance redress policy)	FY'2025			FY'2024		
		Number of complaints filed during the year	Number of complaints pending resolution at close of the year	Remarks	Number of complaints filed during the year	Number of complaints pending resolution at close of the year	Remarks
Communities	Yes. The Company has strategically positioned its Development Executives at diverse plant locations, ensuring a seamless integration of operations across all sites.	0	0	-	0	0	-
Investors (other than shareholders)	Yes. The Company maintains a dedicated email address, companysecretary@pokarna.com , as a direct line of communication for investors. This platform serves as a conduit for investors to voice their grievances or pose queries, ensuring their concerns are promptly addressed.	0	0	-	0	0	-
Shareholders	Yes. The Company provides a dedicated email address, companysecretary@pokarna.com , as a channel for investors to express their grievances or inquiries. This ensures that all investor concerns are addressed promptly and professionally.	0	0	-	0	0	-
Employees and workers	Yes. The Company provides a dedicated email address, hadmin@pokarna.com , as a channel for employees to express their grievances or inquiries. In addition, employees have the option to directly communicate with their respective HR managers, ensuring a comprehensive and responsive HR support system.	0	0	-	0	0	-
Customers	Yes, https://www.pokarna.com/enquiry/	0	0	-	0	0	-
Value Chain Partners	Yes, https://www.pokarna.com/enquiry/	0	0	-	0	0	-

26. Overview of the Company's material responsible business conduct and sustainability issues pertaining to environment and social matters that present a risk or an opportunity to the business of the Company, rationale for identifying the same approach to adapt or mitigate the risk along with its financial implications, as per the following format:

S. No.	Material issue identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk / opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
1	Raw Material Sourcing (Rough Granite Blocks)	Opportunity	The Company can secure a steady flow of high-grade granite blocks by building strong ties with trusted quarry partners. A dependable source of raw granite helps keep production steady and gives the Company an edge over competitors. Smart sourcing methods—such as negotiating long-term contracts, combining orders to lower costs, and regularly auditing quality—can cut expenses, raise the standard of finished products, and allow the Company to meet a wide range of customer needs.	NA	Positive
2	Raw Material Processing	Opportunity	The Company processes raw materials with greater speed and precision by adopting state-of-the-art machinery and methods. This not only cuts down on waste but also elevates the quality of its finished products. Such improvements drive down costs and boost overall output. They also enable the Company to offer more sophisticated, value-added items. At the same time, these cleaner, more efficient operations reduce environmental impact, support sustainability goals, and may unlock access to new customer segments.	NA	Positive
3	Water Management	Risk	The Company depends on large volumes of water for its granite operations, using it in cutting, polishing, and cleaning. If water usage is not managed carefully, the Company could face soaring consumption levels, higher operating expenses, and even violations of environmental regulations. By implementing comprehensive water-management practices—such as recycling process water, installing closed-loop systems, and monitoring usage in real time—the Company can reduce its water footprint, contain costs, and ensure full compliance with environmental standards.	The Company makes water saving a top priority at every manufacturing site. Each plant uses a modern wastewater treatment system designed to clean used water to a high standard. After treatment, this water returns to the production process—for cooling, cutting, polishing, and cleaning. By reusing treated water, the Company cuts its total water intake. Lower water use brings down energy and pumping costs. It also helps the Company meet all environmental rules and shows its care for natural resources.	Positive
4	Governance	Opportunity	The Company views strong governance as a strategic asset and has established comprehensive frameworks to support it. It defines clear roles and responsibilities for its board and management, sets up rigorous oversight mechanisms, and enforces transparent reporting standards. These practices help streamline operations, strengthen risk assessment and mitigation, and improve the quality of decision-making. By fostering accountability and openness at every level, the Company enhances stakeholder trust, bolsters its reputation, and creates a more attractive environment for potential investors.	NA	Positive

SECTION B- MANAGEMENT AND PROCESS DISCLOSURES

Disclosure Questions		P 1	P 2	P 3	P 4	P 5	P 6	P 7	P 8	P 9
Policy and management processes										
1.	a.	Whether the Company's policy/policies cover each principle and its core elements of the NGRBCs. (Yes/No)	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
	b.	Has the policy been approved by the Board? (Yes/No)	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
	c.	Weblink of the policies, if available	1. Whistle Blower Policy 2. Sexual harassment policy 3. Code of fair disclosure of UPSI 4. CSR Policy 5. NRC Policy 6. RPT Policy 7. Policy for determining Material Events 8. IFC - Policy 9. Policy on Preservation of Documents 10. Archival Policy 11. Risk Management Policy 12. Material Subsidiary Policy 13. Business Responsibility Policy 14. Terms and Conditions of Appointment of Independent Director 15. Dividend Distribution Policy Web-link of the policies: https://www.pokarna.com/policies/							
2.		Whether the Company has translated the policy into procedures. (Yes/No)	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
3.		Do the enlisted policies extend to the Company's value chain partners? (Yes/No)	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
4.		Name of the national and international codes/certifications/ labels/ standards (e.g. Forest Stewardship Council, Fairtrade, Rainforest Alliance, Trustea) standards (e.g. SA 8000, OHSAS, ISO, BIS) adopted by the Company and mapped to each principle.	Nil							
5.		Specific commitments, goals and targets set by the Company with defined timelines, if any.	The Company is in the process of reviewing specific goals and targets.							
6.		Performance of the Company against the specific commitments, goals and targets along with reasons, in case the same are not met.	Performance of each of the principles is reviewed periodically by different teams and committees led by the Senior Management.							
Governance, leadership and oversight										
7.		Statement by Director, responsible for the Business Responsibility Report, highlighting ESG related challenges, targets and achievements (listed entity has flexibility regarding the placement of this disclosure) In today's evolving business landscape, true success is defined not only by financial achievements but also by a company's commitment to Environmental, Social, and Governance (ESG) principles. At Pokarna Limited, we believe that business performance is deeply interconnected with societal prosperity. We are fully dedicated to building a sustainable and socially responsible enterprise. Our efforts span across a broad spectrum of environmental and social initiatives — including responsible waste management, environmental stewardship, workplace health and safety, ethical governance, and community upliftment. Pokarna actively embraces practices that safeguard the environment and enrich communities, reflecting our holistic approach to corporate responsibility. Through proactive engagement and purposeful action, we aim to be a catalyst for long-term positive impact — for our stakeholders, society, and the planet.								

8. Details of the highest authority responsible for implementation and oversight of the Business Responsibility policy(ies).
Name: Gautam Chand Jain Position: Chairman and Managing Director
Email id: companysecretary@pokarna.com
Telephone Number: +91 4027897722
9. Does the Company have a specified Committee of the Board/Director responsible for decision making on sustainability related issues? (Yes / No). If yes, provide details.
No. The company does not have a specific committee that holds responsibility for making decisions on sustainability-related issues. However, the Board of Directors of the company is responsible for managing the sustainability issues of the organization.

10. Details of review of NGRBCs by the Company:

Subject for review	Indicate whether review was undertaken by Director/Committee of the Board/any other Committee									Frequency (Annually/Half yearly/Quarterly/Any other – please specify)								
	P 1	P 2	P 3	P 4	P 5	P 6	P 7	P 8	P 9	P 1	P 2	P 3	P 4	P 5	P 6	P 7	P 8	P 9
Performance against above policies and follow up action					Yes									Annually				
Compliance with statutory requirements of relevance to the principles, and, rectification of any non-compliances					Yes									Quarterly				
The Board of Directors reviews the Statutory Quarterly compliances with applicable laws																		

11. Has the entity carried out independent assessment / evaluation of the working of its policies by an external agency? (Yes/No). If yes, provide the name of the agency.
- | | | | | | | | | |
|-----|-----|-----|-----|-----|-----|-----|-----|-----|
| P 1 | P 2 | P 3 | P 4 | P 5 | P 6 | P 7 | P 8 | P 9 |
| No | | | | | | | | |

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

Questions	P 1	P 2	P 3	P 4	P 5	P 6	P 7	P 8	P 9
The entity does not consider the principle material to its business (Yes/No)									
The entity is not at a stage where it is in a position to formulate and implement the policies on specified principles (Yes/No)									
The entity does not have the financial or/human and technical resources available for the task (Yes/No)									
It is planned to be done in the next financial year (Yes/No)									
Any other reason (please specify)									

SECTION C: PRINCIPLE WISE PERFORMANCE DISCLOSURE

Principle 1:

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

Essential Indicator:

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

Segment	Total number of training and awareness programmes held	Topics/principles covered under the training and its impact	%age of persons in respective category covered by the awareness programmes
Board of Directors	1	CSR	100%
Key Managerial Personnel	1	Finance	100%
Employees other than Board of Directors and KMPs	1	Safety	100%
Workers	2	Safety measures to be taken under Mining	100%

2. Details of fines /penalties/punishment/award/compounding fees/settlement amount paid in proceedings (by the entity or by Directors/KMPs) with regulators/law enforcement agencies/judicial institutions, in the financial year:

(Note: the entity shall make disclosures on the basis of materiality as specified in Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and as disclosed on the entity's website)

Monetary					
	NGRBC Principle	Name of the regulatory/ enforcement agencies/ judicial institutions	Amount (In INR)	Brief of the Case	Has an appeal been preferred? (Yes/No)
Penalty/ Fine	Nil		N.A.		
Settlement					
Compounding fee					

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

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

Case Details	Name of the regulatory/ enforcement agencies/ judicial institutions
Not Applicable	

4. Does the Company have an anti-corruption or anti-bribery policy? If yes, provide details in brief and if available, provide a web-link to the policy.

Yes, the Company conducts every aspect of its business with the highest ethical standards and complete honesty. It enforces a strict ban on bribery and corruption. This firm approach reflects its pledge to fairness, professionalism, and integrity in every transaction and relationship.

Web-link: [Anti-Corruption Policy](#)

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

	FY'2025	FY'2024
Directors	0	0
KMPs	0	0
Employees	0	0
Workers	0	0

6. Details of complaints with regard to conflict of interest

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

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

Not Applicable

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

	FY'2025	FY'2024
Number of days of accounts payables	187	184

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

Parameter	Metrics	FY'2025	FY'2024
Concentration of Purchases	a. Purchases from trading houses as % of total purchases	0	0
	b. Number of trading houses where purchases are made from	0	0
	c. Purchases from top 10 trading houses as % of total purchases from trading houses	0	0
Concentration of Sales	a. Sales to dealers / distributors as % of total sales	0	0
	b. Number of dealers / distributors to whom sales are made	0	0
	c. Sales to top 10 dealers / distributors as % of total sales to dealers / distributors	0	0
Share of RPTs in	Purchases (Purchases with related parties / Total Purchases)	0	0
	Sales (Sales to related parties / Total Sales)	0.10%	1.38%
	Loans & advances (Loans & advances given to related parties / Total loans & advances)	0	0
	Investments (Investments in related parties / Total Investments made)	100%	100%

Leadership Indicators

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

Total number of awareness programmes held	Topics/principles covered under the training	%age of value chain partners covered (by value of business done with such partners) under the awareness programmes
Nil		

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

The Company enforces a clear Code of Conduct to prevent conflicts and ensure integrity. Directors and senior executives must act honestly, prioritize the Company's interests, and disclose any relationships or opportunities that could conflict with their duties. They need Board approval for corporate opportunities or extra directorships and must keep non-public information confidential, sharing it only when legally required or Board-authorized. Insider-trading rules are strictly enforced, and Company assets may only be used for approved purposes. Any gifts or hospitality that could influence decisions must be refused or, if modest, reported annually. Independent directors also stay informed about the business, attend all meetings, oversee related-party deals, and support a secure reporting mechanism for concerns. Every year, all Board members and senior management reaffirm their commitment to this Code, and any breach leads to prompt disciplinary action.

Code of Conduct (<https://www.pokarna.com/code-of-conduct/>)

Principle 2:

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

Essential Indicator

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

Segment	FY'2025	FY'2024	Details of improvements in environmental and social impacts
R & D			Nil
Capex			

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

Yes. The Company has clear procedures to ensure its raw materials are sourced in an environmentally responsible way. It works closely with its long-term vendors and suppliers to assess and reduce ecological impacts. For granite, the Company relies primarily on its own captive quarries, integrating mining into its manufacturing process to control quality and traceability. Supplier selection involves environmental criteria and regular performance reviews.

Through formal agreements and periodic audits, the Company monitors water use, land-rehabilitation practices, and waste-management at each quarry. These steps align with its Product Lifecycle Sustainability policy, which mandates optimal use of natural resources, recycling wherever possible, and ongoing improvement of sourcing methods to support sustainable growth and resource conservation.

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

80%

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

(a) Plastics (including packaging)	The company uses plastic materials solely for product packaging in export operations, resulting in no recoverable material available for recycling
(b) E-waste	Currently, the Company doesn't have any e-waste.
(c) Hazardous waste	Not Applicable
(d) other waste.	The company uses non-hazardous dry slurry for land refillment purposes, reflecting its commitment to environmental protection and sustainable land use.

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

Not Applicable

Leadership Indicators

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

NIC Code	Name of Product / Service	% of total Turnover contributed	Boundary for which the Life Cycle Perspective / Assessment was conducted	Whether conducted by independent external agency (Yes/No)	Results communicated in public domain (Yes/No) If yes, provide the web-link.
Not applicable to the product as the product is natural and universal which is extracted through Mining.					

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

Name of Product / Service	Description of the risk / concern	Action Taken
Not applicable to the product as the product is natural and universal which is extracted through Mining.		

3. Percentage of recycled or reused input material to total material (by value) used in production (for manufacturing industry) or providing services (for service industry).

Indicate input material	Recycled or re-used input material to total material	
	FY'2025	FY'2024
Nil	Nil	Nil

4. Of the products and packaging reclaimed at end of life of products, amount (in metric tonnes) reused, recycled, and safely disposed, as per the following format:

	FY'2025			FY'2024		
	Re-used	Recycled	Safely Disposed	Re-used	Recycled	Safely Disposed
Plastics (including packaging)	-	-	-	-	-	-
E-waste	-	-	-	-	-	-
Hazardous waste	-	-	-	-	-	-
Other waste - Dry Slurry (Non-Hazardous) used for land refillments)	-	12.00	-	-	11.98	-

Note: The Company utilizes its dry slurry for the purpose of land refillment.

5. Reclaimed products and their packaging materials (as percentage of products sold) for each product category.

Indicate product category	Reclaimed products and their packaging materials as % of total products sold in respective category
Nil	

Principle 3:

Business should respect and promote the wellbeing of all employees, including those in their value chains

Essential Indicator:

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

Category	% of employees covered by										
	Total (A)	Health insurance		Accident insurance		Maternity benefits		Paternity benefits		Day Care facilities	
		Number (B)	% (B/A)	Number (C)	% (C/A)	Number (D)	% (D/A)	Number (E)	% (E/A)	Number (F)	% (F/A)
Permanent employees											
Male	101	101	100%	101	100%	0	0%	0	0%	0	0%
Female	4	4	100%	4	100%	0	0%	0	0%	0	0%
Total	105	105	100%	105	100%	0	0%	0	0%	0	0%
Other than Permanent employees											
Male											
Female						Nil					
Total											

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

Category	% of workers covered by										
	Total (A)	Health insurance		Accident insurance		Maternity benefits		Paternity benefits		Day Care facilities	
		Number (B)	% (B/A)	Number (C)	% (C/A)	Number (D)	% (D/A)	Number (E)	% (E/A)	Number (F)	% (F/A)
Permanent Workers											
Male	64	64	100%	64	100%	0	0%	0	0%	0	0%
Female	1	1	100%	1	100%	0	0%	0	0%	0	0%
Total	65	65	100%	65	100%	0	0%	0	0%	0	0%
Other than Permanent Workers											
Male	41	41	100%	41	100%	0	0%	0	0%	0	0%
Female	13	13	100%	13	100%	0	0%	0	0%	0	0%
Total	54	54	100%	54	100%	0	0%	0	0%	0	0%

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

	FY'2025	FY'2024
Cost incurred on well- being measures as a % of total revenue of the company	1.91%	1.46%

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

Benefits	FY'2025			FY'2024		
	No. of employees covered as a % of total employees	No. of workers covered as a % of total workers	Deducted and deposited with the authority (Y/N/N.A.)	No. of employees covered as a % of total employees	No. of workers covered as a % of total workers	Deducted and deposited with the authority (Y/N/N.A.)
PF	99.05%	100%	Y	100%	100%	Y
Gratuity	99.05%	54.62%	NA	100%	100%	NA
Others (Leave Encashment)	48.57%	54.62%	NA	22.69%	100%	NA

3. Accessibility of workplaces

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

Pokarna Limited's facilities currently offer only partial access for differently-abled employees and workers. Acknowledging the need for a fully inclusive environment, the Company has pledged to upgrade its older buildings by removing architectural barriers and improving ease of movement for all staff. These enhancements will ensure smoother entry and circulation for individuals with diverse abilities, reinforcing Pokarna's commitment to an accessible, supportive workplace.

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

Pokarna Limited currently has no differently-abled employees. The Company remains dedicated to offering equal opportunities and ensuring every team member can fully engage in the workplace. This pledge underscores Pokarna's drive to build an inclusive, diverse environment where all workers thrive.

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

Gender	Permanent Employees		Permanent Workers	
	Return to work rate	Retention Rate	Return to work rate	Retention Rate
Male	NA	NA	NA	NA
Female	NA	NA	NA	NA
Total	NA	NA	NA	NA

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

	Yes/No (If yes, then give details of the mechanism in brief)
Permanent workers	Yes, The Company has put in place a thorough system for receiving and resolving complaints from every group of employees. It keeps an issue register where workers submit their concerns in writing. Each entry is logged, tracked, and followed through until the matter is closed. This process offers clear visibility into each case, records all steps taken, and ensures timely action. By documenting every grievance and its outcome, the Company maintains openness and holds itself accountable to its workforce.
Other than permanent workers	
Permanent employees	
Other than permanent employees	

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

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

Nil

8. Details of training given to employees and workers:

Category	FY'2025					FY'2024				
	Total (A)	On health and safety measures		On skill upgradation		Total (D)	On health and safety measures		On skill upgradation	
		No. (B)	% (B/A)	No. (C)	% (C/A)		No. (E)	% (E/D)	No. (F)	% (F/D)
Employees										
Male	101	101	100%	0	0	116	116	100%	0	0
Female	4	4	100%	0	0	3	3	100%	0	0
Total	105	105	100%	0	0	119	119	100%	0	0
Workers										
Male	64	64	100%	0	0	77	77	100%	0	0
Female	1	1	100%	0	0	2	2	100%	0	0
Total	65	65	100%	0	0	79	79	100%	0	0

* The Company offers on-the-job training, ensuring continuous skill enhancement as necessitated by job requirements. However, The Company does not maintain specific data related to this process.

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

Benefits	FY'2025			FY'2024		
	Total (A)	No. (B)	% (B/A)	Total (C)	No. (D)	% (D/C)
Employees						
Male	101	0	0%	116	51	44%
Female	4	0	0%	3	1	33%
Total	105	0	0%	119	52	44%
Workers						
Male	105	0	0%	113	87	77%
Female	14	0	0%	17	1	6%
Total	119	0	0%	130	88	68%

Note:-Periodic half yearly VDA correction has been implemented

10. Health and Safety Management System:

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

Yes - Employees and Workers are trained while on job on safety aspects by the Supervisors and Work Location Section In charges

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

The Company conducts a comprehensive Hazard Identification and Risk Assessment (HIRA) for both routine and non-routine tasks, examining every operation, maintenance activity and special job to spot potential dangers and gauge their likelihood and severity. It then applies engineering controls—like machine guards and better ventilation—alongside safe-work procedures, targeted training and clear signage. Where hazards remain, employees are provided with suitable Personal Protective Equipment and its use is enforced. Supervisors and safety officers perform regular inspections, review incident reports and guide staff in hazard recognition and reporting. All findings feed into a formal reporting system and periodic audits, ensuring that new risks trigger a fresh HIRA cycle and updated controls, keeping the workplace both safe and adaptable.

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

Yes. The Company maintains a strong reporting mechanism that allows employees and workers to report any work-related hazard and step away from unsafe situations. It conducts regular awareness sessions on process hazards and control measures so staff know how to manage risks. Employees are encouraged to report incidents promptly, and the Company carries out periodic safety audits to identify and address hazards throughout the workplace.

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

No

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

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

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

Pokarna Limited strives to maintain a safe and healthy work environment for every employee. The Company has arranged for on-site ambulance services and qualified medical staff to handle emergencies without delay. Managers, foremen, and supervisors consistently follow established health and safety protocols, ensuring that all practices meet the highest standards and that any risks are addressed immediately.

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

Benefits	FY'2025			FY'2024		
	Filed during the year	Pending resolution at the end of the year	Remarks	Filed during the year	Pending resolution at the end of the year	Remarks
Working Conditions	0	0	-	0	0	-
Health & Safety	0	0	-	0	0	-

14. Assessments for the year:

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

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

The company conducts ongoing health and safety training to address and rectify related issues, aiming to ensure an incident-free workplace.

Leadership Indicators

1. Does the entity extend any life insurance or any compensatory package in the event of death of (A) Employees (Y/N) (B) Workers (Y/N).
No
2. Provide the measures undertaken by the entity to ensure payment of statutory dues by the value chain partners.
NA
3. Provide the number of employees/workers having suffered grave consequences due to work-related injury/ill-health/fatalities (as reported in Q11 of Essential Indicators above), who are rehabilitated and placed in suitable employment or whose family members have been placed in suitable employment:

	Total No. of affected employees/workers		No. of employees/workers that are rehabilitated and placed in suitable employment or whose family members have been placed in suitable employment	
	FY'2025	FY'2024	FY'2025	FY'2024
Employees	0	0	0	0
Workers	0	0	0	0

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

Yes

5. Details on assessment of value chain partners:

	% of value chain partners (by value of business done with such partners) that were assessed
Health and safety practices	0
Working Conditions	0

6. Provide details of any corrective actions taken or underway to address significant risks / concerns arising from assessments of health and safety practices and working conditions of value chain partners.

NA

Principle 4:

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

Essential Indicator:

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

The Company regards every individual, group or institution in its value chain—customers, suppliers, communities, regulators, shareholders and employees—as key stakeholders. It engages them via surveys, outreach, site visits, meetings and dedicated feedback channels. Investors, shareholders and regulators are consulted quarterly; communities as needed under CSR; and customers, employees and partners on demand. The Company listens to concerns, gathers feedback on quality, service and sustainability, and addresses issues promptly. These insights shape decisions on governance, environmental impact and social initiatives, keeping strategies aligned with stakeholder expectations and responsible growth.

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

Stakeholder Group	Whether identified as vulnerable & marginalised group (Yes/No)	Channels of communication (Emails, SMS, Newspapers, Pamphlets, Advertisements, Community Meetings, Notice Board, Website, Others)	Frequency of engagement (Annually, Half yearly, quarterly /others- please specify)	Purpose and scope of engagement including key topics and concerns raised during such engagement
Communities	No	Emails, CSR initiatives and Interventions	Need basis	Positively touching lives of people and thereby enhancing their quality of life and overall well-being, Capacity Building, local development and livelihoods for the affected persons
Investors (other than Shareholders)	No	Email, Newspaper, Advertisement, Notice Board, Website	Quarterly, Need basis	Shareholder support and feedback on operations provides continuous guidance for the management and governance
Shareholders	No	Email, Newspaper, Advertisement, Notice Board, Website	Quarterly, Need basis	Keeping communications channels open with analysts and investor community and helps to connect them with management
Employees and workers	No	Notice Board, Website	as and when required	Employees help meet business goals with their collective knowledge and experience, by initiating best-in-class people practices Benefits, culture and grievances Capacity building and career progression Human Rights aspects related to employee wellbeing
Customers	No	Email, Newspaper, Advertisement, Notice Board, Website	as and when required	Understanding of their needs, helps in determining product and services quality and pricing. Product innovation development is guided by customer requirements, Reduction in environmental and social impacts of products to help customers meet their Sustainability Goals
Value Chain Partners (Suppliers and Vendors)	No	Email, Newspaper, Advertisement, Notice Board, Website	as and when required	Critical to ensure operational efficiency through timely supplies and logistical efficiency Vital to our goals of sustainability and responsible sourcing Safety of workers and workplace
Regulatory/ authorities	No	Email, Newspaper, Advertisement, Notice Board, Website	Quarterly	Regular engagement, communications and advocacy with regulatory authorities Strict compliance with rules and regulations-tracking compliance

Leadership Indicators

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

The Company values continual dialogue with its stakeholders and ensures senior leadership takes the lead in these conversations across multiple forums. A Board-level Corporate Social Responsibility Committee meets regularly to review progress, and shareholders have the chance to engage directly with all directors at the Annual General Meeting each year. This structured engagement keeps the Company closely attuned to stakeholder needs and concerns, reinforcing its accountability and commitment to them

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

Yes. Regular stakeholder consultations deliver tangible benefits to the Company. These conversations directly inform and refine its economic, environmental, and social policies, ensuring decisions reflect stakeholder insights and drive sustainable, inclusive growth.

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

The Company continually seeks out disadvantaged, vulnerable and marginalised stakeholders. For every new project or expansion, it carries out thorough stakeholder mapping by engaging proactively with affected groups, led by its Corporate Social Responsibility effort.

Principle 5:

Business should respect and promote human rights

Essential Indicator:

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

Benefits	FY'2025			FY'2024		
	Total (A)	No. of employees /workers covered (B)	% (B/A)	Total (C)	No. of employees /workers covered (D)	% (D/C)
Employees						
Permanent	105	105	100	119	119	100
Other than Permanent	-	-	-	-	-	-
Total Employees	105	105	100	119	119	100
Workers						
Permanent	65	65	100	79	79	100
Other than Permanent	54	0	0	51	0	0
Total Workers	119	65	54.62	130	79	60.77

Note: The Company has instituted a Code of Conduct and a Policy on Sexual Harassment, both of which encompass aspects of human rights. It is a prerequisite for all employees to adhere to these policies prior to their induction into The Company. Furthermore, a Human Rights Policy is in place, governing all employees. This policy is readily accessible to all employees via The Company's portal and website.

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

Category	FY'2025					FY'2024				
	Total (A)	Equal to		More than		Total (D)	Equal to		More than	
		Minimum Wage		Minimum Wage			Minimum Wage		Minimum Wage	
		No. (B)	% (B/A)	No. (C)	% (C/A)		No. (E)	% (E/D)	No. (F)	% (F/D)
Employees										
Permanent	105	9	8.57	96	91.43	119	0	0	119	100
Male	101	8	7.62	93	92.08	116	0	0	116	100
Female	4	1	25.00	3	75.00	3	0	0	3	100
Other than Permanent										
Male						Nil				
Female										
Workers										
Permanent	65	15	23.08	50	76.92	79	4	5	75	95
Male	64	14	21.87	50	78.13	77	3	4	74	96
Female	1	1	100	0	0	2	1	50	1	50
Other than Permanent	54	32	59.26	22	40.74	51	51	100	0	0
Male	41	19	46.34	22	53.66	36	36	100	0	0
Female	13	13	100	0	0	15	15	100	0	0

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

a. The details are provided below:

	Male		Female	
	Number	Median remuneration/salary/wages of respective category	Number	Median remuneration/salary/wages of respective category
Board of Directors (BoD)*	5	-	3	27.87
Key Managerial Personnel (KMP)	1	69.15	1	7.52
Employees other than BoD and KMP	100	3.22	2	2.40
Workers	105	1.93	14	1.55

Note: The Company conducts evaluations of all employees purely on the basis of performance, irrespective of gender. This approach ensures a fair and non-discriminatory process for recruitment, compensation, and promotion.

Key Managerial Personnel includes Company Secretary and Chief Financial Officer. Directors are counted in Board of Directors.

*Five Board of Directors are being paid sitting for attending Board meeting. Only one Executive Director is paid the remuneration.

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

	FY'2025	FY'2024
Gross wages paid to females as % of total wages	8.88%	9.55%

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

Yes. The Company has appointed a dedicated team responsible for human rights impacts, focusing on whistle-blower protection and the implementation of relevant policies to address any issues that arise.

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

The Company's Code of Ethics and Conduct and its Whistle Blower and Protection Policy provide confidential channels—secure online portal, dedicated email and anonymous boxes—for reporting human rights concerns. Each report is logged, reviewed by an independent committee, and investigated impartially, with corrective actions taken when needed. Strict non-retaliation safeguards ensure that anyone raising issues in good faith is protected.

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

The details are provided below:

Benefits	FY'2025			FY'2024		
	Filed during the year	Pending resolution at the end of the year	Remarks	Filed during the year	Pending resolution at the end of the year	Remarks
Sexual Harassment	Nil	Nil	NA	Nil	Nil	NA
Discrimination at workplace	Nil	Nil	NA	Nil	Nil	NA
Child Labour	Nil	Nil	NA	Nil	Nil	NA
Forced Labour/Involuntary Labour	Nil	Nil	NA	Nil	Nil	NA
Wages	Nil	Nil	NA	Nil	Nil	NA
Other Human rights related issues	Nil	Nil	NA	Nil	Nil	NA

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

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

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

The Company's Whistle-Blower & Protection Policy empowers all stakeholders to work alongside management in identifying and eliminating misconduct. Through this policy, individuals can confidentially report concerns, participate in investigations, and help shape recommendations for corrective action. By fostering open collaboration and safeguarding whistle-blowers, the policy ensures that complaints are thoroughly examined and appropriate remedies are promptly implemented.

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

No

10. Assessment for the year:

	% of the Company's plants and offices that were assessed (by the Company or statutory authorities or third parties)
Child Labour	Nil
Forced Labour/Involuntary Labour	Nil
Sexual Harassment	Nil
Discrimination at workplace	Nil
Wages	Nil
Other- please specify	-

11. Provide details of any corrective actions taken or underway to address significant risks / concerns arising from the assessments at Question 10 above.

Not Applicable

Leadership Indicators

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

The Company has implemented a robust human rights due diligence framework that continuously identifies, assesses and mitigates potential rights-related risks across its operations and supply chain. Through regular impact assessments, stakeholder engagement and performance monitoring, it adapts policies, procedures and training to address emerging issues. This ongoing cycle of evaluation and enhancement ensures the Company maintains and strengthens its capacity to prevent, detect and remediate human rights concerns effectively.

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

The Company affirms its unwavering commitment to upholding ethical conduct and safeguarding human rights across every segment of its value chain. It honors the dignity and rights of all stakeholders—employees, suppliers, communities, customers and partners—by embedding rigorous standards into its policies, due-diligence processes and day-to-day operations.

3. Is the premise/office of the entity accessible to differently abled visitors, as per the requirements of the Rights of Persons with Disabilities Act, 2016?

The Company's facilities are currently only partly accessible, but it recognizes the critical importance of creating an inclusive workplace. It is committed to upgrading its premises—removing architectural barriers and improving ease of movement—to ensure that every individual can navigate and engage with the work environment fully. This ongoing dedication reflects the Company's belief that true inclusivity requires continual enhancement of accessibility for all employees and visitors.

4. Details on assessment of value chain partners:

	% of value chain partners (by value of business done with such partners) that were assessed
Sexual Harassment	Nil
Discrimination at workplace	Nil
Child Labour	Nil
Forced Labour/Involuntary Labour	Nil
Wages	Nil
Others – please specify	-

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

Not Applicable

Principle 6:

Business should respect and make efforts to protect and restore the environment.

Essential Indicator:

1. Details of total energy consumption (in Joules or multiples) and energy intensity, in the following format:

Parameter	FY'2025	FY'2024
From renewable sources		
Total electricity consumption (A)	-	-
Total fuel consumption (B)	-	-
Energy consumption through other sources (C)	-	-
Total energy consumed from renewable sources (A+B+C)	-	-
From non-renewable sources		
Total electricity consumption (D)	8943	9643
Total fuel consumption (E)	5656	2407
Energy consumption through other sources (F)	-	-
Total energy consumed from non-renewable sources (D+E+F)	14599	12050
Total energy consumed (A+B+C+D+E+F)	14599	12050
Energy intensity per rupee of turnover (Total energy consumed / Revenue from operations)	0.0000503	0.0000317
Energy intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total energy consumed / Revenue from operations adjusted for PPP)*	0.0010398	0.0006557
Energy intensity in terms of physical output	-	-

*The revenue from operations has been adjusted for PPP based on the latest PPP conversion factor published for the year 2025 by IMF which is 20.66 for India.

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

No

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

The Company doesn't fall under PAT scheme.

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

Parameter	FY'2025	FY'2024
Water withdrawal by source (in kilolitres)		
(i) Surface water	3481	2880
(ii) Groundwater	210	120
(iii) Third party water	0	0
(iv) Seawater / desalinated water	0	0
(v) Others	0	0
Total volume of water withdrawal (in kilolitres) (i + ii + iii + iv + v)	3691	3000
Total volume of water consumption (in kilolitres)	3691	3000
Water intensity per rupee of turnover	0.0000127	0.0000079
(Total water consumption / Revenue from operations)		
Water intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP)	0.0002628	0.0001632
(Total water consumption / Revenue from operations adjusted for PPP)		
Water intensity in terms of physical output	-	-

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

No

4. Provide the following details related to water discharged:

Parameter	FY'2025	FY'2024
Water discharge by destination and level of treatment (in kilolitres)		
(i) To Surface water	Nil	Nil
- No treatment	-	-
- With treatment – please specify level of treatment	-	-
(ii) To Groundwater	Nil	Nil
- No treatment	-	-
- With treatment – please specify level of treatment	-	-
(iii) To Seawater	Nil	Nil
- No treatment	-	-
- With treatment – please specify level of treatment	-	-
(iv) Sent to third-parties	Nil	Nil
- No treatment	-	-
- With treatment – please specify level of treatment	-	-
(v) Others	Nil	Nil
- No treatment	-	-
- With treatment – please specify level of treatment	-	-
Total water discharged (in kilolitres)	Nil	Nil

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

Not Applicable

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

The Company demonstrates a steadfast commitment to minimizing water consumption across all operations by rigorously applying the five-'R' principle—Reduce, Reuse, Recycle, Restore and Respect—to every stage of its processes. In pursuit of "Reduce," process parameters are continuously optimized to curtail intake; under "Reuse," treated effluent is redirected into cooling, cutting and polishing circuits; through "Recycle," condensate and wash-water streams are reclaimed for secondary applications; by "Restore," groundwater recharge initiatives replenish local aquifers; and via "Respect," all personnel receive training on prudent water stewardship and emerging conservation technologies.

Every processing unit operates under the exacting standards of its Consent to Operate (CTO) authorizations, with real-time monitoring and periodic audits ensuring full adherence to Pollution Control Board mandates. Similarly, the Company's quarries maintain strict compliance with their Consent for Operation (CFO) requirements, employing sedimentation ponds, closed-loop spray systems and rainwater harvesting to meet or exceed regulatory thresholds.

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

Parameter	Unit	FY'2025	FY'2024
NO _x	µg/m ⁵	14	14
SO _x	µg/m ⁵	10	09
Particulate matter (PM)	µg/m ⁵	174	178
Persistent organic pollutants (POP)	-	Not Relevant	Not Relevant
Volatile organic compounds (VOC)	-	Not Relevant	Not Relevant
Hazardous air pollutants (HAP)	-	Not Relevant	Not Relevant
Others – please specify Mercury, Cadmium, Chromium etc.	-	Not Relevant	Not Relevant

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

Yes. M/s.Global Enviro Labs, Hyderabad

7. Provide details of greenhouse gas emissions (Scope1 and Scope 2 emissions) & its intensity, in the following format:

The details are provided below:

Parameter	Unit	FY'2025	FY'2024
Total Scope 1 emissions (Break-up of the GHG into CO ₂ , CH ₄ , N ₂ O, HFCs, PFCs, SF ₆ , NF ₃ , if available)			
Total Scope 2 emissions (Break-up of the GHG into CO ₂ , CH ₄ , N ₂ O, HFCs, PFCs, SF ₆ , NF ₃ , if available)			
Total Scope 1 and Scope 2 emission intensity per rupee of turnover (Total Scope 1 and Scope 2 GHG emissions / Revenue from operations)			
Total Scope 1 and Scope 2 emission intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total Scope 1 and Scope 2 GHG emissions / Revenue from operations adjusted for PPP)			
Total Scope 1 and Scope 2 emission intensity in terms of physical output			
Total Scope 1 and Scope 2 emission intensity (optional) – the relevant metric may be selected by the entity			

The Company is in process to calculate the Scope 1 and 2 emissions.

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

Not Applicable

8. Does the Company have any project related to reducing Green House Gas emission? If yes, then provide details.

No

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

The required details are provided below:

Parameter	FY'2025	FY'2024
Total Waste generated (in metric tonnes)		
Plastic waste (A)	-	-
E-waste (B)	-	-
Bio-medical waste (C)	-	-
Construction and demolition waste (D)	-	-
Battery waste (E)	-	-
Radioactive waste (F)	-	-
Other Hazardous waste. Please specify, if any. (G)	-	-
Other Non-hazardous waste generated (H). Please specify, if any.	-	-
(Break-up by composition i.e. by materials relevant to the sector)		
Total (A+B + C + D + E + F + G + H)	-	-
Waste intensity per rupee of turnover (Total waste generated / Revenue from operations)	-	-
Waste intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total waste generated / Revenue from operations adjusted for PPP)	-	-

Parameter	FY'2025	FY'2024
Waste intensity in terms of physical output	-	-
Waste intensity (optional) – the relevant metric may be selected by the entity	-	-
For each category of waste generated, total waste recovered through recycling, re-using or other recovery operations (in metric tonnes)		
Category of waste		
(i) Recycled	-	-
(ii) Re-used	-	-
(iii) Other recovery operations	-	-
Total	-	-
For each category of waste generated, total waste disposed by nature of disposal method (in metric tonnes)		
Category of waste		
(i) Incineration	-	-
(ii) Landfilling	-	-
(iii) Other disposal operations	-	-
Total	-	-

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

Not Applicable

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

The Company consider waste management as a fundamental element of its sustainability commitment. It ensures that all waste produced across its operations is systematically collected and handled in strict accordance with Pollution Control Board guidelines, reinforcing its dedication to environmental responsibility.

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

S. No.	Location of operations/offices	Type of operations	Whether the conditions of environmental approval / clearance are being complied with? (Y/N) If no, the reasons thereof and corrective action taken, if any.
Pokarna does not have any operations/offices in/around sensitive areas such as national parks, wet lands, forest, etc.			

12. Details of environmental impact assessments of projects undertaken by the entity based on applicable laws, in the current financial year:

Name and brief details of project	EIA Notification No.	Date	Whether conducted by independent external agency (Yes / No)	Results communicated in public domain (Yes / No)	Relevant Web link
Nil					

13. Is the entity compliant with the applicable environmental law/ regulations/ guidelines in India; such as the Water (Prevention and Control of Pollution) Act, Air (Prevention and Control of Pollution) Act, Environment protection Act and rules thereunder (Y/N).

If not, provide details of all such non-compliances, in the following format:

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

Leadership Indicators

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

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

- (i) **Name of the area** - None of the company's locations are located in water stress areas.
- (ii) **Nature of operations** – NA
- (iii) **Water withdrawal, consumption and discharge in the following format:**

Parameter	FY'2025	FY'2024
Water withdrawal by source (in kilolitres)		
(i) Surface water	NA	
(ii) Groundwater		
(iii) Third party water		
(iv) Seawater / desalinated water		
(v) Others		
Total volume of water withdrawal (in kilolitres)		
Total volume of water consumption (in kilolitres)		
Water intensity per rupee of turnover (Water consumed / turnover)		
Water intensity (optional) – the relevant metric may be selected by the entity		
Water discharge by destination and level of treatment (in kilolitres)		
(i) Into Surface water	NA	
- No treatment		
- With treatment – please specify level of treatment		
(ii) Into Groundwater		
- No treatment		
- With treatment – please specify level of treatment		
(iii) Into Seawater		
- No treatment		
- With treatment – please specify level of treatment		
(iv) Sent to third-parties		
- No treatment		
- With treatment – please specify level of treatment		
(v) Others		
- No treatment		
- With treatment – please specify level of treatment		
Total water discharged (in kilolitres)		

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

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

Parameter	Unit	FY'2025	FY'2024
Total Scope 3 emissions			
(Break-up of the GHG into CO ₂ , CH ₄ , N ₂ O, HFCs, PFCs, SF ₆ , NF ₃ , if available)		-	
Total Scope 3 emissions per rupee of turnover			
Total Scope 3 emission intensity			

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

3. With respect to the ecologically sensitive areas reported in Question 10 of Essential Indicators above, provide details of significant direct & indirect impact of the entity on biodiversity in such areas along-with prevention and remediation activities.

Pokarna does not have any operations/offices in/around sensitive areas such as national parks, wet lands, forest, etc.

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

Sr. No	Initiative undertaken	Details of the initiative (Web-link, if any, may be provided along-with summary)	Outcome of the initiative
1	Water Management	Water Recycling Plant	The Company's operations incorporate a wet process that utilises non-hazardous water. This non-hazardous water, once discharged, is recycled and subsequently reused for the same process.
2	Dust Emission	Wet Process	The Company employs a wet process for the polishing of materials. This method effectively mitigates the emission of dust.

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

The Company's manufacturing plants are strategically sited on the Deccan Plateau, a region classified under Seismic Zone II (low risk) by the Bureau of Indian Standards, reflecting its historically minimal earthquake activity and absence of major seismic events. Positioned at elevated terrain, the factories benefit from natural drainage and enjoy enhanced protection against flooding; the Central India and Deccan region's river systems typically remain within their banks, and flood-prone areas are largely confined to deltaic plains, not plateau interiors.

To date, there have been no flood- or earthquake-related incidents at any of the sites. In recognition of the critical importance of rapid response during a disaster, the Company maintains a dedicated fleet including buses, additional utility vehicles, and an on-site ambulance fully equipped to mobilize personnel, render first aid, and coordinate with local emergency services.

6. Disclose any significant adverse impact to the environment, arising from the value chain of the entity. What mitigation or adaptation measures have been taken by the entity in this regard?

No, the Company is handling the natural product which are directly used in the Building Industry. There is no as such impact to the environment.

7. % of Value chain partners (by value of business done with such partners) that were assessed for Environmental Impacts?

No

Principle 7:

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

Essential Indicator:

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

9

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

S. No.	Name of the trade and industry chambers/associations	Reach of trade and industry chambers/associations (State/ National)
1	Chemical and Allied Export Promotion Council (CAPEXIL)	National
2	Export Promotion Council for EOUs & SEZs (EPCES)	National
3	Federation of Indian Export Organizations (FIEO)	National
4	The Federation of Telangana Chambers of Commerce and Industry (FTCCI)	State
5	NATURAL STONE INSTITUTE, U.S.A. (formerly Marble Institute of America)	International
6	AHK India, Indo-German Chamber of Commerce,	National
7	Confederation of Indian Industry (CII)	National
8	Indo-American Chamber of Commerce	National
9	Federation of Indian Chamber of Commerce & Industry (FICCI) Ladies Organization	National

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

Name of the authority	Brief of the case	Corrective action taken
There were no cases of anti-competitive conduct during the reporting period.		

Leadership Indicators

1. Details of public policy positions advocated by the Company:

S. No.	Public Policy advocated	Method resorted for such advocacy	Whether information available in public domain? (Yes/ No)	Frequency of Review by Board (Annually/ Half yearly/Quarterly/ Others- please specify)	Web Link, if available
Nil					

Principle 8:

Businesses should promote inclusive growth and equitable development.

Essential Indicator

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

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

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

S. No.	Name of Project for which R&R is ongoing	State	District	No. of Project Affected Families (PAFs)	% of PAFs covered by R&R	Amount sent on R&R activities during FY 2024-25 (In INR)
Nil						

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

The Company proactively engages with local communities to discuss and identify any issues, complaints or grievances they may have. All such concerns are formally recorded and tracked through its community grievance mechanism. Dedicated personnel ensure each grievance is addressed and resolved promptly, aiming for the earliest possible closure. This process reinforces the Company's commitment to responsive, transparent community relations and continuous improvement.

4. Percentage of input material (inputs to total inputs by value) sourced from suppliers:

	FY'2025	FY'2024
Directly sourced from MSMEs/small producers	7.68%	1.82%
Directly from Within India	49%	60%

5. Job creation in smaller towns – Disclose wages paid to persons employed (including employees or workers employed on a permanent or non-permanent / on contract basis) in the following locations, as % of total wage cost

Location	FY'2025	FY'2024
Rural		
% of Job creation in Rural areas	20.14%	18.05%
Semi-urban		
% of Job creation in Semi-urban areas	20.74%	16.54%
Urban		
% of Job creation in Urban areas	0.00%	0.00%
Metropolitan		
% of Job creation in Metropolitan areas	59.12%	65.41%

(Place to be categorized as per RBI Classification System - rural / semi-urban / urban / metropolitan)

Leadership Indicators

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

Details of negative social impact identified	Corrective action taken
Not Applicable	

2. Provide the following information on CSR projects undertaken by the Company in the designated aspirational districts as identified by government bodies:

S. No.	State	Aspirational District	Amount spent (In INR)
Not Applicable			

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

(b) From which marginalized/vulnerable groups do you procure? – Not Applicable

(c) What percentage of total procurement (by value) does it constitute? – Not Applicable

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

S. No.	Intellectual Property based on traditional knowledge	Owned/ Acquired (Yes/ No)	Benefit shared (Yes/No)	Basis of calculating benefit share
Nil				

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

Name of authority	Brief of the Case	Corrective action taken
Not Applicable		

6. Details of beneficiaries of CSR Projects:

S. No.	CSR Project	No. of persons benefitted from CSR Projects	% of beneficiaries from vulnerable and marginalized group
Not Applicable			

Principle 9:

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

Essential Indicator:

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

The Company proactively solicits feedback from its management team during customer visits to international exhibitions and its manufacturing sites, ensuring firsthand insights into evolving expectations. By engaging directly with customers at these global events, it captures real-time input on product performance and emerging needs. This customer-centric approach not only reinforces satisfaction as a strategic priority but also informs ongoing product alignment—driving innovations that reflect the latest consumer preferences and market trends.

2. Turnover of products and/services as a percentage of turnover from all products/service that carry information about:

	As a percentage to total turnover
Environmental and social parameters relevant to the product	-
Safe and responsible usage	N.A.
Recycling and/or safe disposal	N.A.

3. Number of consumer complaints in respect of the following:

Number of consumer complaints in respect of the following:	FY'2025		Remarks	FY'2024		Remarks
	Received during the year	Pending resolution at end of year		Received during the year	Pending resolution at end of year	
Data privacy			No complaints were received during the year			
Advertising						
Cyber-security						
Delivery of essential services						
Restrictive Trade Practices						
Unfair Trade Practices						
Other						

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

	Number	Reasons for recall
Voluntary recalls	Nil	NA
Forced recalls	Nil	NA

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

Yes, the Company has established an internally developed Cybersecurity and Data Privacy Policy designed to inform all users—employees, contractors and other authorized personnel—of their roles and responsibilities in protecting the organization's technological systems and information assets. This policy outlines the standards for secure access, proper handling of sensitive data, incident reporting procedures and ongoing awareness training, ensuring that every stakeholder understands how to prevent, detect and respond to cyber threats and privacy risks.

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

Not Applicable

7. Provide the following information relating to data breaches:

a. Number of instances of data breaches along-with impact	Nil
b. Percentage of data breaches involving personally identifiable information of customer	NA
c. Impact, if any, of the data breaches	NA

Leadership Indicators

1. Channels/platforms where information on products and services of the Company can be accessed (provide web-link, if available).
The information on company's products can be accessed through the company's website i.e. www.pokarna.com
2. Steps taken to inform and educate consumers about safe and responsible usage of products and/or services.
The Company arranges regular technical visits to its facilities, allowing customers to gain hands-on insights and collaborate on solutions tailored to their specific challenges. For clients based outside the region, the Company conducts conference calls to discuss requirements, troubleshoot issues, and ensure prompt, customized support. These initiatives strengthen customer relationships, foster deeper technical understanding, and enable the Company to address client needs efficiently and effectively.
3. Mechanisms in place to inform consumers of any risk of disruption/discontinuation of essential services.
As the company operates in the granite industry, such a mechanism is not applicable to its operations.
4. Does the entity display product information on the product over and above what is mandated as per local laws? (Yes/No/Not Applicable) If yes, provide details in brief. Did your entity carry out any survey with regard to consumer satisfaction relating to the major products/services of the entity, significant locations of operation of the entity or the entity as whole? (Yes/No)
The Company focuses on commercially extracting granite from its own mines. Although regulations don't mandate inscribing details on the stone, it sometimes marks blocks with batch codes and size measurements to meet customer specifications or streamline internal processes.

Corporate Governance Report

Pursuant to Regulation 34 read with Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (Listing Regulations), compliance with the requirements of Corporate Governance is set out below:

Company's Philosophy

Pokarna defines corporate governance as the system that allocates duties and authority among the Board of directors. The result of good corporate governance is intended to be a well system run, efficient Company that identifies and deals with its problems in a timely manner, creates value for its shareowners' and meets its legal as well as ethical responsibilities.

Our commitment to strong, responsible corporate governance embarks on our Board of directors. Each Board member is essentially concerned to preserve the integrity that has characterized the Company.

We take the subject of corporate governance very seriously from the boardroom to the manufacturing floor. Integrity has always been one of our values; it is the foundation of our reputation and one of our most precious assets.

We govern ourselves with a rigorous system of checks and balances to ensure utmost compliance to fair and honest business practices. This ensures that our integrity is never compromised. We believe that the integrity of any Company must come from a leadership committed to behaviour that is honest, decent and fair and from directors and employees who share that commitment and bring it to life at all levels of the organization. That's exactly what we do at Pokarna limited.

The following is a report on the Corporate Governance.

A. Board of Directors

- (a) Composition and size of the Board: As on 31st March, 2025, the Board of Directors consists of Eight (8) Directors consisting of Chairman & Managing Director, Managing Director, Executive Director and Five (5) Non-executive Directors, out of which Four (4) are Independent Directors. The composition of the Board is in conformity with Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) and the relevant provisions of the Companies Act, 2013. The Independent Directors have been issued formal letter of appointment and the terms and conditions of their appointment have been disclosed on the website of the Company. The Independent Directors have given declarations to the Company about their independence to enable the Board for determining its composition as envisaged in Regulation 17 of the Listing Regulations and further confirming compliance as per Section 149 of the Companies Act, 2013 read with the Rules made thereunder. The Non-Executive Directors bring independent judgment in the Board's deliberations and decisions. All material information is circulated to the Directors, including minimum information that are required to be made available to the Directors under Part A of Schedule II of the Listing Regulations.
- (b) Board Meetings and Attendance Six (6) Board Meetings were held during the year. The dates on which the meetings were held are as follows

S. no.	Date of Board Meeting	Board Strength	No. of Directors Present
1	16th May, 2024	8	8
2	13th August, 2024	8	7
3	19th September, 2024	8	6
4	12th November, 2024	8	8
5	30th January, 2025	8	8
6	29th March, 2025	8	6

The maximum time gap between any two board meetings was less than 120 days

- (c) Attendance of each Director at the Board Meetings and last Annual General Meeting (AGM), and the below:

Directors and Designation	DIN Number	Category of Directorship	Board Meetings	Last AGM	Directorships in other public Companies as on 31st March, 2025*	Committee	
						Member	Chairman
Gautam Chand Jain Chairman & Managing Director	00004775	Executive & Promoter	6	Yes	1	-	-
Rahul Jain Managing Director	00576447	Executive & Promoter	6	Yes	1	1	-
Apurva Jain Executive Director	06933924	Executive & Promoter	6	Yes	1	-	-
Prakash Chand Jain Director	00084490	Non-Executive & Promoter	3	Yes	1	-	-
Jayshree Rajesh Sanghani Director	09007808	Non-Executive & Independent	4	Yes	1	-	-
Prasanth Nandigala Director	01740471	Non-Executive & Independent	6	Yes	6	4	2
Agnihotra Dakshina Murty Chavali Director	00374673	Non-Executive & Independent	6	Yes	4	6	3
Paulomi Romi Dhawan Director	01574580	Non-Executive & Independent	6	Yes	5	4	1

* Excludes Directorships in private, foreign and Section 8 companies.

** Represents Memberships of only Audit committee and stake holder committee of Pokarna Limited, other public limited company either listed or unlisted is considered.

- (d) Mr. Gautam Chand Jain, Mr. Rahul Jain, Mrs. Apurva Jain and Mr. Prakash Chand Jain are related to each other and none of the other Directors of the Company are, inter-se, related to each other.
- (e) Details of Directorship in other Listed entities as on 31st March, 2025:

Name of the director	Name of the Listed Company	Category
Mr. Agnihotra Dakshina Murty Chavali	1. Kalyan Jewellers India Ltd	Non-Executive – Independent
	2. Natco Pharma Limited	
Mrs Paulomi Romi Dhawan	1. D. B Corp Limited	Non-Executive – Independent
	2. Mukta Arts Limited	
Dr. Jayshree Rajesh Sanghani	NIL	Non-Executive – Independent
Mr. Prasanth Nandigala	NIL	Non-Executive – Independent

- (f) The Board composition of your Company encompasses right mix of skill and competencies, namely Directors having experience and expertise in general management, business strategy, corporate strategy, governance practices, etc. All the Directors have the ability to make points succinctly and effectively at Board Meetings.

- (g) Number of shares held by non-executive director

None of the non-executive directors are holding shares in the Company as at 31 March 2025.

- (h) Independent Directors Meeting

Meeting of the Independent Directors, Chaired by **Mr. Agnihotra Dakshina Murty Chavali**, was held on 13th February, 2025 which was attended by all the Independent Directors. The Independent Directors have evaluated the performance of the Non-Independent Directors, the Board as a whole and the Chairman & Managing Director, Managing Director and the Executive Director of the Company. The Board was briefed on the deliberations made at the Independent Directors Meeting. The details of Familiarisation Program imparted to Independent Directors of the Company are available on website of the Company at <http://www.pokarna.com/familiarization-programme-of-independent-directors/>

- (i) Board Evaluation

Pursuant to the provisions of the Companies Act, 2013 and Regulation 17 of the Listing Regulations, the Board has carried out the annual performance evaluation of its own performance, the Directors individually as well as the evaluation of the working of the Committees of the Board, namely, Audit Committee, Stakeholders Relationship Committee, Nomination and Remuneration

Committee and CSR Committee. Structured questionnaires were prepared after taking into consideration inputs received from the Directors, covering various aspects of the Board's functioning such as adequacy of the composition of the Board and its Committees, Board culture, execution and performance of specific duties, obligations and governance. A separate exercise was carried out to evaluate the performance of individual Directors including the Chairman of the Board, who were evaluated on parameters such as level of participation in the meetings and contribution, independence of judgments, safeguarding the interest of the Company and other stakeholders, etc. The performance evaluation of the Independent Directors was carried out by the entire Board. During such evaluation, the Director whose performance was evaluated was not present at the meeting. The performance evaluation of the Chairman and the Non-Independent Directors was carried out by the Independent Directors.

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

Skills/ Expertise/ Competencies	Description	Gautam Jain	Rahul Jain	Apurva Jain	Prakash Chand Jain	Agnihotra Dakshina Murty Chavali	Prasanth Nandigala	Paulomi Romi Dhawan	Jayshree Rajesh Sanghani
Understanding about the Business	Understanding about the dynamics of the Stone and Apparel Industries	Y	Y	Y	Y	Y	Y	Y	Y
Research and Development	Understanding about the technology in the industry and focusing on next-gen technologies in relevant industries	Y							
Marketing and Strategy	Understanding about the marketing model and strategy planning for tapping untapped markets and exploring further opportunities in the existing markets.	Y	Y						
Leadership	Leadership Skill to ensure effective guidance to and monitoring of the management and to set a corporate culture and the values by which executives throughout the group should leave.	Y	Y	Y	Y	Y	Y	Y	Y
Financial Discipline and Risk Oversight	Understanding the financial management, Financial Reporting Process and Financial & Operational Controls. Ensuring focus on returns. Understand and Oversee internal and external risk associated with the business and to put in place appropriate policies and procedures to effectively manage such risks.	Y	Y	Y	Y	Y	Y	Y	Y
Corporate Governance	Experience in implementation of the statutory laws, rules, regulations etc., effective implementation and ensuring proper corporate governance.	Y	Y	Y	Y	Y	Y	Y	Y

The eligibility of a person to be appointed as a Director of the Company is dependent on whether the person possesses the requisite skill sets identified by the Board as above and whether the person is a proven leader in running a business that is relevant to the Company's business or is a proven academician in the field relevant to the Company's business. The Directors so appointed are drawn from diverse backgrounds and possess special skills with regard to the industries / fields from where they come.

- (k) Confirmation as regards independence of the Independent Directors

In the opinion of the Board of Directors of the Company, the existing Independent Directors fulfill the conditions specified in the SEBI Listing Regulations and they are independent of the Management.

- (l) Reasons for resignation of Independent Directors before the expiry term, if any: Not Applicable

B. Audit Committee

- (a) Terms of Reference: The terms of reference of the Audit Committee inter alia, includes:

- i. Overseeing the Company's financial reporting process and disclosure of financial information to ensure that the financial statements are correct, sufficient and credible;
- ii. reviewing and examining with management the quarterly and annual financial results before submission to the Board;
- iii. recommending the appointment, remuneration and terms of appointment of Statutory Auditors / Internal Auditor of the Company;
- iv. reviewing the adequacy of internal audit function and discussing with Internal Auditor any significant finding and reviewing the progress of corrective actions on such issues;
- v. reviewing, approving or subsequently modifying any Related Party Transactions in accordance with the Related Party Transaction Policy of the Company;
- vi. scrutiny of inter-corporate loans and investments made by the Company;
- vii. evaluating internal financial controls and risk management systems;
- viii. review the functioning of the Whistle-blower Mechanism; and
- ix. reviewing the information required as per SEBI Listing Regulations and other role provided under Schedule II of SEBI Listing Regulations.

The Chairman of the Audit Committee apprises the Board of Directors about significant discussions and decisions taken at the Audit Committee meetings.

- (b) Composition, Meetings and Attendance: The Audit Committee as at the end of the year 31st March, 2025 consisted of Four (4) Directors of which Three (3) were Independent Directors. Details of attendance of the Members during the year are as follows:

Name	Designation	Category of Directorship	Attendance
Mr. Agnihotra Dakshina Murty Chavali	Chairman	Non-Executive Independent	6
Mr. Prasanth Nandigala	Member	Non-Executive Independent	6
Mrs. Paulomi Dhawan	Member	Non-Executive Independent	6
Mr. Rahul Jain	Member	Executive & Promoter	6

- (c) Six (6) Audit Committee Meetings were held during the year. The dates on which the meetings were held are 16th May, 2024, 13th August, 2024, 19th September, 2024, 12th November, 2024, 30th January, 2025 and 29th March, 2025. The Company Secretary is the Secretary of the Committee. The Chairman & Managing Director, Managing Director, Executive Director, Chief Financial Officer along with the Statutory Auditor's and Internal Auditor are invitees to the Audit Committee Meetings. The Chairman of the Audit Committee, Mr. Agnihotra Dakshina Murty Chavali, was present at the Annual General Meeting of the Company held on 30th September, 2024.

C. Nomination and Remuneration Committee

- (a) Terms of Reference: The terms of reference of the Nomination and Remuneration Committee inter alia, includes:

- i. Devise a policy on the diversity of Board of Directors;
- ii. recommend to the Board the appointment or reappointment of directors;
- iii. recommend to the Board appointment of Key Managerial Personnel;
- iv. carry out evaluation of every director's performance and support the Board and Independent Directors in evaluation of the performance of the Board, its committees and individual directors;
- v. Recommend to the Board the Remuneration Policy for directors, Key Managerial Personnel;
- vi. performing such other duties and responsibilities as may be consistent with the provisions of the committee charter; and
- vii. reviewing the information required as per SEBI Listing Regulations and other role provided under Schedule II of SEBI Listing Regulations.

- (b) Composition, Meetings and Attendance: The Nomination and Remuneration Committee as at the end of the year 31st March, 2025 consisted of Four (4) Directors of which Three (3) were Independent Directors and One (1) was Non-Executive - Non Independent Director. Details of attendance of the Members during the year are as follows:

Name	Designation	Category of Directorship	Attendance
Mr. Prasanth Nandigala	Chairman	Non-Executive Independent	2
Mr. Agnihotra Dakshina Murty Chavali	Member	Non-Executive Independent	2
Mr. Prakash Chand Jain	Member	Non-Executive Director	1
Mr. Jayshree Sanghani	Member	Non-Executive Independent	2

- (c) Two (2) Nomination and Remuneration Committee meetings were held during the year. The dates on which the meeting were held are 16th May, 2024 and 13th August, 2024. The Company Secretary is the Secretary of the Committee.

D. Remuneration to Directors:

- (a) Remuneration of the Executive Director: The compensation structure of the Executive Director consists of two parts – fixed and variable determined on the basis of individual performance and performance of the Company including its subsidiary. The compensation structure is also reviewed by the Nomination and Remuneration Committee and approved by the Board of Directors and Members of the Company. The Company does not have any Employee Stock Option Scheme.

- (i) Remuneration of the Chairman & Managing Director and Managing Director: Mr. Gautam Chand Jain, Chairman & Managing Director and Mr. Rahul Jain, Managing Director have voluntarily decided not to accept any remuneration from the Company during the FY 2024-2025. No sitting fees were paid to Mr. Gautam Chand Jain and Mr. Rahul Jain for attending meetings of the Board during the financial year 2024-2025. Mr. Gautam Chand Jain is also the Managing Director of Pokarna Engineered Stone Limited ('PESL'), a material subsidiary of the Company. Mr. Rahul Jain is also Joint Managing Director of PESL. The Board of PESL on the recommendation of Nomination Remuneration Committee, re-appointed Mr. Gautam Chand Jain as the Managing Director of PESL for a period of 5 years effective from 07th November, 2021. Further, the Board of PESL on the recommendation of Nomination Remuneration Committee, re-appointed Mr. Rahul Jain as the joint Managing Director of PESL for a period of 5 years effective from 17th February, 2024. Mr. Gautam Chand Jain and Mr. Rahul Jain draw remuneration from PESL. The details of remuneration drawn by Mr. Gautam Chand Jain and Mr. Rahul Jain from PESL during FY 2024-25 is as below:

(Amount in lakhs)

Particulars	Gautam Chand Jain	Rahul Jain
Salary	180.00	120.00
Perquisite	14.79	-
Commission	1392.97	1467.76
Total	1587.76	1587.76

The total amount of remuneration paid by PESL is within the limits prescribed under the Act. There is no separate provision for payment of severance fee under the resolutions governing the appointment of Managing Director and Joint Managing Director.

- (ii) Remuneration of the Executive Director: The details of remuneration drawn by Mrs. Apurva Jain, Executive Director during FY 2024-25 is as below:

(Amount in lakhs)

Particulars	Apurva Jain
Salary	27.87
Perquisite	0.00
Commission	0.00
Total	27.87

No sitting fees were paid to Mrs. Apurva Jain for attending meetings of the Board during the financial year 2024-25. The total amount of remuneration paid by the Company to Mrs. Apurva Jain is within the limits prescribed under the Act and as approved by the shareholders of the Company and the Nomination and Remuneration Committee of the company.

There is no separate provision for payment of severance fee under the respective resolutions governing the appointment of Executive Director.

- (iii) Remuneration of the Non-Executive Director:

The Company follows transparent process for determining the remuneration of Non-executive Directors including the independent directors. Their remuneration is governed by the role assumed, number of meetings of the Board and the Committees thereof attended by them, the position held by them as the Chairman and member of the Committees of the Board and their

overall contribution as Board members. Besides this, the Board also takes into consideration the individual performance of such Directors and performance of the Company as well as the industry standards in determining the remuneration of the Non-executive Directors. No sitting fee is paid for the Committee meetings.

The details of sitting fees/commission paid/payable to the Directors are given below:

Name of the Director	Board Meeting	Paid for FY 2024-25 ₹ in Lakhs
Mr. Prasanth Nandigala	6	6
Mr. Agnihotra Dakshina Murty Chavali	6	6
Ms. Poulomi Dhawan	6	6
Mr. Prakash Chand Jain	3	3
Ms. Jayshree Rajesh Sanghani	4	4

E. Stakeholder Relationship Committee

(a) Terms of Reference: The terms of reference of the Stakeholders' Relationship Committee inter alia, includes:

- resolving the grievances of the security holders of the listed entity including complaints related to transfer/transmission of shares, non-receipt of annual report, non-receipt of declared dividends, issue of new/duplicate certificates, general meetings etc.
- review of measures taken for effective exercise of voting rights by shareholders.
- review of adherence to the service standards adopted by the listed entity in respect of various services being rendered by the Registrar & Share Transfer Agent.
- review of the various measures and initiatives taken by the listed entity for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/annual reports/statutory notices by the shareholders of the company.
- reviewing the information required as per SEBI Listing Regulation.

(b) Composition, Meetings and Attendance: The Stakeholders' Relationship Committee as at the end of the year 31st March, 2025 consisted of Three (3) Directors of which Two (2) were Independent Directors. Details of Committee Members are as follows:

Name	Designation	Category of Directorship	Attendance
Mr. Prasanth Nandigala	Chairman	Non-Executive Independent	1
Mr. Agnihotra Dakshina Murty Chavali	Member	Non-Executive Independent	1
Mr. Rahul Jain	Member	Managing Director	1

(c) One (1) Stake Holders Relationship Committee meeting was held during the year. The date on which the meeting was held is 12th November, 2024. The Company Secretary is the Secretary of the Committee.

(d) Name, designation and address of the Compliance Officer: Ms. Pratima Khandu Gulankar, Company Secretary, 105, 1st Floor, Surya Tower, Sardar Patel Road, Hyderabad - 500003. Phone: 040-27842121. Email ID: companysecretary@pokarna.com.

Ms. Disha Jindal previous Compliance Officer has resigned w.e.f. 08th May, 2024 and Ms. Pratima Khandu Gulankar was appointed as Compliance Officer w.e.f. 01st August, 2024.

During the year, the Company has not received any investor complaints. In order to facilitate faster redressal of investors' grievances the Company has created an exclusive email ID igrc@pokarna.com. Investors and shareholders may lodge their query/complaints addressed to this email ID which would be attended immediately.

F. Corporate Social Responsibility Committee

(a) Terms of Reference: The terms of reference of the Corporate Social Responsibility Committee inter alia, includes:

- Formulate and recommend 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 referred to above; and
- monitor the CSR Policy of the Company from time to time.

- (b) Composition, Meetings and Attendance: The Corporate Social Responsibility Committee as at the end of the year 31st March, 2025 consisted of Four (4) Directors of which Two (2) were Independent Directors. Details of attendance of the Members during the year are as follows:

Name	Designation	Category of Directorship	Attendance
Mr. Gautam Chand Jain	Chairman	Chairman & Managing Director	1
Mrs. Paulomi Dhawan	Member	Non-Executive Independent	1
Dr. Jayshree Rajesh Sanghani	Member	Non-Executive Independent	1
Ms. Apurva Jain	Member	Executive Director	1

- (c) One (1) Corporate Social Responsibility Committee were held during the year. The date on which the meeting was held was 13th August 2024. Annual Report on Corporate Social Responsibility (CSR) Activities for the financial year 2024-25 is provided as Annexure -I to the Directors Report.

G. Risk Management Committee:

- (a) The terms of reference of the Risk Management Committee, as approved by the Board, includes the following:

- To formulate a detailed risk management policy which shall include:
 - A framework for identification of internal and external risks specifically faced by the listed entity, in particular including financial, operational, sectoral, sustainability (particularly, ESG related risks), information, cyber security risks or any other risk as may be determined by the Committee.
 - Measures for risk mitigation including systems and processes for internal control of identified risks.
 - Business continuity plan.
- To ensure that appropriate methodology, processes and systems are in place to monitor and evaluate risks associated with the business of the Company;
- To monitor and oversee implementation of the risk management policy, including evaluating the adequacy of risk management systems;
- To periodically review the risk management policy, at least once in two years, including by considering the changing industry dynamics and evolving complexity.
- To keep the board of directors informed about the nature and content of its discussions, recommendations and actions to be taken and
- The appointment, removal and terms of remuneration of the Chief Risk Officer (if any) shall be subject to review by the Risk Management Committee.

The Risk Management Policy formulated by the Risk Management Committee, articulates the Company's approach to address uncertainties in its endeavors to achieve its stated and implicit objectives. It prescribes the roles and responsibilities of various stakeholders within the Company, the structure for managing risks and framework with respect to Risk Management and the Internal Financial Controls comprehensively address the key strategic/business risks, information technology, financial, cyber security risks and operational risks respectively.

- (b) Composition, Meetings and Attendance: The Risk Management Committee as at the end of the year 31st March, 2025 consisted of three (3) Directors of which Two (2) were Independent Directors. Details of attendance of the Members during the year are as follows:

Name	Designation	Category of Directorship	Attendance
Mr. Agnihotra Dakshina Murty Chavali	Chairman	Non-Executive Independent	2
Mr. Prasanth Nandigala	Member	Non-Executive Independent	2
Mr. Rahul Jain	Member	Managing Director	2

- (c) Two (2) Risk Management Committee meeting were held during the year. The date on which the meetings was held are 4th July, 2024 and 30th January, 2025.

The gap between any two RMC Meetings did not exceed 210 days. The details of attendance is given above.

H. Particulars of senior Management

Particulars of Senior Management Personnel as per the SEBI (LODR) Regulations, 2015:

Sr. No.	Name of the Senior Management Personnel	Designation
01	Gautam Chand Jain	Chairman and Managing director
02	Rahul Jain	Managing director
03	Apurva Jain	Executive director
04	M. Viswanatha Reddy	Chief financial officer
05	Pratima Khandu Gulankar*	Company secretary

* Ms. Disha Jindal previous Compliance Officer has resigned w.e.f. 08th May, 2024 and Ms. Pratima Khandu Gulankar was appointed as Compliance Officer w.e.f. 01st August, 2024.

I. Subsidiary Company

In terms of Regulation 16(1) (c) of the Listing Regulations, Pokarna Engineered Stone Limited (PESL) is material subsidiary of the Company as on 31st March, 2025. The Company has one more subsidiary i.e., Pokarna Foundation (PF). The Policy on Material Subsidiary is available on the website of the Company at www.pokarna.com. All the Independent Directors of the Company are also Independent Directors on the Board of PESL as on 31st March, 2025.

The Company's Audit Committee reviews the Consolidated Financial Statements of the Company as well as the Financial Statements of the PESL and PF, including the investments made by PESL. The Minutes of the Board Meetings, along with a report of the significant transactions and arrangements are placed before the Board of Directors of the Company.

J. General Body Meetings

(a) Date and time of the AGMs, held during the preceding 3 years and the Special Resolution(s) passed thereat are as follows:

Date of AGM	Venue	Time	Whether Special Resolution passed	Summary of Special Resolutions
07th September, 2022	Through Video Conferencing (VC)/ Other Audio Visual Means (OAVM)	11.00 A.M	No	Nil
18th September, 2023	Through Video Conferencing (VC)/ Other Audio Visual Means (OAVM)	09:00 A.M	Yes	Re-appointment of Mrs. Apurva Jain (DIN: 06933924) as Executive Director.
30th September, 2024	Through Video Conferencing (VC)/ Other Audio Visual Means (OAVM)	11.00 A.M.	No	Nil

(b) Postal Ballot: During the year, the Company has passed special resolution through postal ballot on 24th June, 2024 for below mentioned proposals. The details of the previous postal ballots are available on the website, at <https://www.pokarna.com/postal-ballot/>.

The Company has provided electronic voting facility to all its members in compliance with Regulation 44 of Listing Regulations and as per the provisions of Sections 108 and 110 of the Companies Act, 2013, (the Act), read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014, as amended (Rules), read with the General Circulars issued by the MCA and SEBI (MCA/SEBI Circulars).

The Company engaged the services of KFin Technologies Limited, Registrar and Share Transfer Agents (RTA) of the Company for facilitating e-voting to enable the Members to cast their votes electronically. The Board of Directors had appointed K V C Reddy & Associates, Company Secretaries as the Scrutinizer, for conducting the Postal Ballot process, in a fair and transparent manner.

The Scrutiniser, after the completion of scrutiny, submitted his report to Chairperson to accept, acknowledge and countersign the Scrutiniser's Report as well as declare the voting results in accordance with the provisions of the Act, the Rules framed thereunder and the Secretarial Standard - 2 issued by the Institute of Company Secretaries of India.

The results were displayed on the website of the Company at <https://www.pokarna.com/postal-ballot/> and on the website of KFin Technologies Limited at www.kfintech.com and also communicated to BSE Limited (BSE), National Stock Exchange of India Limited (NSE).

Special Resolutions passed last year through Postal Ballot

Cut – off date	Friday, May 17, 2024
Voting Period	09.00 A.M on Thursday, the 23rd May, 2024 and ended on Sunday, the 23rd June, 2024 at 05.00 P.M.
Announcement of Results	24th June, 2024

Resolution No. 1: Appointment of Mr. Prasanth Nandigala (DIN: 01740471) as an Independent Director of the Company as a Special Resolution.

Voting pattern	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Voted in favour	104	21337073	99.9982
Voted against	8	374	0.0018
Total	112	21337447	100.00

Resolution No. 2: Appointment of Mr. Agnihotra Dakshina Murty Chavali (DIN: 00374673) as an Independent Director of the Company as a Special Resolution:

Voting pattern	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Voted in favour	104	21337073	99.9982
Voted against	8	374	0.0018
Total	112	21337447	100.00

Resolution No. 3: Appointment of Mrs. Paulomi Dhawan (DIN: 01574580) as an Independent Director of the Company as a Special Resolution

Voting pattern	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Voted in favour	104	21337073	99.9982
Voted against	8	374	0.0018
Total	112	21337447	100.00

- c) No Special Resolution is being proposed at the ensuing Annual General Meeting to be passed through Postal Ballot.

K. Means of Communication:

- (a) The quarterly and annual financial results of the Company are uploaded on NSE Electronic Application Processing System (NEAPS) and BSE Listing Centre in accordance with the requirements of Listing Regulations. The financial results are displayed on BSE and NSE websites. The financial results are also published in Business Standard and Nava Telangana newspapers and posted on the Company's website at www.pokarna.com. The official media releases and presentations made to Institutional Investors/Analysts are submitted to the BSE and NSE.

- (b) Details of Corporate Policies:-

Policies	Weblinks
Composition of the Board of Directors	All the policies and other information is available at the website of the company at https://www.pokarna.com/investors/
Terms and condition of Appointment of Independent Director	
Familiarization Programme	
NRC Policy	
Code of Conduct	
Criteria of Making payments to NED	
CSR Policy	
Related Party Policy	
Material Subsidiary Policy	
Policy for disclosing Materiality for Disclosure	
Whistle Blower Policy	
Archival Policy	
Dividend Distribution Policy	
Policy on Preservation of Documents	
Shareholding Pattern	
Corporate Governance Report	

L. General Shareholders' Information

Pursuant to the Listing Regulations, the general shareholders' information pertaining to the Company, its shareholding pattern, share price movements, top 10 shareholders and such other information as prescribed under the said Regulations is provided herein below:

(i) Thirty Fourth (34th) Annual General Meeting (AGM):

Date: 10th September, 2025.

Time: 11:00A.M

Venue: Annual General Meeting through Video Conferencing/Other Audio Visual Means facility (Deemed Venue for meeting:
Registered Office: 105, First Floor, Surya Tower, Sardar Patel Road, Secunderabad, Telangana – 500003)

(ii) Financial Year: 01st April 2024 to 31st March, 2025

(iii) Dividend Payment Date: The final dividend, if declared by the shareholders at the Thirty Fourth (34th) AGM scheduled on 10th September, 2025 will be paid within 30 days on and from 10th September, 2025.

(iv) Closure of Register of Members: The Register of Members of the Company shall remain closed from Thursday, 4th September, 2025 to Wednesday, 10th September, 2025 (both the days inclusive) for the purpose of dividend and AGM.

(v) Listing on Stock Exchanges and Stock Code:

BSE Ltd.	National Stock Exchange of India Ltd.,
Phiroze Jeejeebhoy Towers, Dalal Street	Exchange Plaza, C-1, Block G,
Mumbai- 400001	Bandra Kurla Complex, Bandra (E)
Phones: (022) 22721233/4, 91-22-66545695	Mumbai – 400 051
Fax: (022) 22721919	Tel No: (022) 26598100 - 8114
Stock Code: 532486	Fax No: (022) 26598120
	Stock Code: "Pokarna"

Listing fees for the year have been paid to both the above Stock Exchanges.

(vi) Market Price Data: High and Low during each month in the Financial Year 2024-25:

Month	BSE		NSE	
	High	Low	High	Low
Apr-24	487.25	439.15	486.95	435.35
May-24	610.00	431.00	608.80	434.35
Jun-24	765.00	524.00	765.00	523.10
Jul-24	796.60	677.95	796.55	674.10
Aug-24	985.75	701.50	988.00	700.00
Sep-24	1145.50	923.45	1,148.00	922.00
Oct-24	1143.40	947.30	1,145.00	945.50
Nov-24	1180.40	959.75	1,174.70	963.05
Dec-24	1291.40	1064.75	1,289.70	1,054.00
Jan-25	1429.70	974.40	1,429.65	970.10
Feb-25	1451.70	1047.85	1,451.65	1,041.05
Mar-25	1359.05	1090.50	1,358.00	1,062.05

(vii) **Performance of the Company's equity shares (closing share price) in comparison to BSE Sensex and NSE Nifty during the Financial Year 2024-25.**

a. Pokarna Limited's Share Price at the BSE versus the Sensex for the Financial Year 2024-25 is as follows:

Month	Share Price				BSE Sensex			
	High Price	Low Price	Close Price	% Change in close price	High	Low	Close	% Change
Apr-24	487.25	439.15	470.05	10.34	75124.28	71816.46	74482.78	1.13
May-24	610.00	431.00	537.05	14.25	76009.68	71866.01	73961.31	-0.70
Jun-24	765.00	524.00	706.80	31.61	79671.58	70234.43	79032.73	6.86
Jul-24	796.60	677.95	725.25	2.61	81908.43	78971.79	81741.34	3.43
Aug-24	985.75	701.50	931.20	28.40	82637.03	78295.86	82365.77	0.76
Sep-24	1145.30	923.45	1033.40	10.98	85978.25	80895.05	84299.78	2.35
Oct-24	1143.40	947.30	1084.40	4.94	84648.40	79137.98	79389.06	-5.83
Nov-24	1180.40	959.75	1066.80	-1.62	80569.73	76802.73	79802.79	0.52
Dec-24	1291.40	1064.75	1165.00	9.21	82317.74	77560.79	78139.01	-2.08
Jan-25	1429.70	974.40	1307.25	12.21	80072.99	75267.59	77500.57	-0.82
Feb-25	1451.70	1047.85	1104.25	-15.53	78735.41	73141.27	73198.10	-5.55
Mar-25	1359.05	1090.50	1279.40	15.86	78741.69	72633.54	77414.92	5.76

b. Pokarna Limited's Share Price at the NSE versus the NIFTY for the Financial Year 2024-25 is as follows:

Month	Share Price				NIFTY			
	High Price	Low Price	Close Price	% Change in close price	High	Low	Close	% Change
Apr-24	486.95	435.35	470.10	10.34	22,783.35	21,777.65	22,604.85	1.24%
May-24	608.80	434.35	537.85	14.41	23,110.80	21,821.05	22,530.70	-0.33%
Jun-24	765.00	523.10	705.30	31.13	24,174.00	21,281.45	24,010.60	6.57%
Jul-24	796.55	674.10	726.55	3.01	24,999.75	23,992.70	24,951.15	3.92%
Aug-24	988.00	700.00	933.30	28.46	25,268.35	23,893.70	25,235.90	1.14%
Sep-24	1,148.00	922.00	1,033.05	10.69	26,277.35	24,753.15	25,810.85	2.28%
Oct-24	1,145.00	945.50	1,082.65	4.80	25,907.60	24,073.90	24,205.35	-6.22%
Nov-24	1,174.70	963.05	1,067.65	-1.39	24,537.60	23,263.15	24,131.10	-0.31%
Dec-24	1,289.70	1,054.00	1,163.60	8.99	24,857.75	23,460.45	23,644.80	-2.02%
Jan-25	1,429.65	970.10	1,302.35	11.92	24,226.70	22,786.90	23,508.40	-0.58%
Feb-25	1,451.65	1,041.05	1,104.25	-15.21	23,807.30	22,104.85	22,124.70	-5.89%
Mar-25	1,358.00	1,062.05	1,280.00	15.92	23,869.60	21,964.60	23,519.35	6.30%

(viii) **Name of the Depository with whom the Company has entered into Agreement.**

Sr. No.	Depository Name	ISIN Number
1	National Securities Depository Limited	INE637C01025
2	Central Depository Services (India) Limited	INE637C01025

(ix) **Registrar and Transfer Agents.** Kfin Technologies Private Limited (formerly known as Karvy Fintech Private Limited) is the Company's Registrar and Transfer Agents. Kfintech is a SEBI registered Category I – Registrar to an Issue and Share Transfer Agents. For any queries relating to the equity shares of the Company, the shareholders /investors may contact them at the following address:

Kfin Technologies Limited
Selenium Tower B, Plot 31-32,
Gachibowli, Financial District, Nanakramguda,
Hyderabad - 500 032.
Tel.No.(040) 6716 1616/1527, Fax No. (040) 2342 0814
E-mail Id: einward.ris@kfintech.com

- (x) **Share Transfer Process:** Transfer of shares in physical form is processed by the Company's Registrar and Transfer Agents ("RTA") within fifteen days from the date of lodgement, provided the documents therefor are complete in all respects. All requests for transfer/transmission in physical form after they are processed by the RTA are submitted to the Company for approval. The Company Secretary is authorised by the Board to consider and approve such transfer/transmission requests. As per Regulation 40 of the Listing Regulations, securities of listed companies can be transferred only in dematerialized form w.e.f. 1st April, 2020. Shareholders who wish to understand the procedure for dematerialisation of shares may contact the Company or its RTA or visit the following link:

NSDL website: <https://nsdl.co.in/faqs/faq.php>

CDSL website: <https://www.cdslindia.com/investors/open-demat.aspx>

- (xi) **Share Transfer Audit:** Various requests regarding share transfers/transmission, issue of duplicate share certificate/s etc. related to shares of the Company are received by the Company or its RTA. Half yearly audit is conducted by independent Practicing Company Secretary to ensure that all such requests pertaining to the shares of the Company are processed within the stipulated time period subject to lodgement of all the necessary documents by the shareholder/investor.
- (xii) **Share Capital Audit:** The issued and paid up share capital is reconciled on a quarterly basis with the details of share capital admitted on National Securities Depository Limited (NSDL), Central Depository Services (India) Limited (CDSL) and held in physical form. The quarterly audit of the Company's share capital is carried out by a Practicing Company Secretary with the objective to reconcile the total share capital admitted with NSDL and CDSL and held in physical form, with the total issued and listed capital of the Company. The certificate received from the Practicing Company Secretary is submitted to BSE and NSE and is also placed before the Board of Directors on a quarterly basis.
- (xiii) **Distribution of Shareholding and Shareholding pattern as on 31st March, 2025**

Distribution of shareholding in nominal value					
Sl. no	Category	Shareholders		Nominal Value	
		Number	% of total numbers	Amount (in ₹)	% of total amount
1	1-5000	22,741	98.42	51,44,982	8.30
2	5001- 10000	175	0.76	13,03,216	2.10
3	10001- 20000	76	0.33	11,01,136	1.77
4	20001- 30000	32	0.14	8,03,664	1.30
5	30001- 40000	17	0.07	6,16,078	0.99
6	40001- 50000	9	0.04	4,02,616	0.65
7	50001- 100000	19	0.08	13,18,936	2.13
8	100001& Above	36	0.16	5,13,17,372	82.76
	Total	23,105	100.00	6,20,08,000	100.00

Details of Shareholding Pattern as on 31st March, 2025:

Shareholding Pattern As on 31/03/2025				
S. no	Description	No. of shareholders	No. of Shares	% of Total Shares
1	PROMOTERS	5	1,70,67,390	55.05
2	RESIDENT INDIVIDUALS	21,747	51,76,506	16.70
3	MUTUAL FUNDS	6	36,49,500	11.77
4	FOREIGN PORTFOLIO - CORP	46	19,79,352	6.38
5	BODIES CORPORATES	251	14,17,939	4.57
6	ALTERNATIVE INVESTMENT FUND	6	10,72,515	3.46
7	H U F	472	2,53,728	0.82
8	NON RESIDENT INDIAN NON REPATRIABLE	258	1,16,141	0.37
9	NON RESIDENT INDIANS	304	1,02,815	0.33
10	I E P F	1	83,864	0.27
11	FOREIGN PORTFOLIO INVESTORS	2	67,250	0.22
12	CLEARING MEMBERS	1	12,000	0.04
13	TRANSIT	6	5,000	0.02
	Total	23,105	3,10,04,000	100.00

- (xiv) **Dematerialisation of shares and Liquidity**• 99.79% of the shareholding has been dematerialized as on 31st March, 2025. Trading in Company's shares is permitted only in dematerialized form for all investors. Investors are therefore advised to open a demat account with a Depository participant of their choice to trade in dematerialized form.

Particulars	No. of Shares	% Share Capital
NSDL	2,82,53,666	91.13
CDSL	26,84,779	8.66
Physical	65,555	0.21
Total	3,10,04,000	100.00

- (xv) **Outstanding GDR / ADR / Warrants / Convertible instruments, Conversion Date and likely impact on Equity**• The Company has not issued any GDR / ADR / Warrants or any convertible instrument, which is likely to have impact on the Company's Equity.

- (xvi) **Plant Locations**•

Granite Processing:

Unit 1:

Survey No.123, Tooprantpet Village, Choutuppal Mandal, Nalgonda District, Telangana State.

Unit 2:

Survey No. 563, 568 & 574, Aliabad Village, Shameerpet Mandal, R.R. District, Telangana State.

Granite Mines of the Company are situated at certain locations in the States of Telangana, Andhra Pradesh and Tamil Nadu.

Pokarna Engineered Stone Limited

Unit 1:

Plot. No: 45, APSEZ, Atchutapuram, Rambilli Mandal, Visakhapatnam District, Andhra Pradesh.

Unit 2:

Sy.Nos. 221,223, Dooskal Village, Farooqnagar Mandal Sy.Nos. 901,902, 908-912, Mekaguda Gram Panchayat Nandigama Revenue Village and Mandal, Ranga Reddy District, Telangana State.

- (xvii) **Address for correspondence**•

Pokarna Limited

105, 1st Floor, Surya Towers,

S.P. Road, Secunderabad – 500003

Telangana, India

Ph: 91 40 27897722

Email: companysecretary@pokarna.com

Website: www.pokarna.com

CIN: L14102TG1991PLC013299

- (xviii) **Credit Rating**• The Company's long-term credit rating by 'CRISIL' is A-/ Stable and short-term debt rating at A2+. The Company does not have any fixed deposit scheme or proposal involving mobilisation of funds in India or abroad.

M. Other Disclosures:

- (a) **Policies Determining Material Subsidiaries and Related Party Transactions**• Pursuant to requirements of Regulation 16 and Regulation 23 of the Listing Regulations, the Board of Directors of the Company has adopted the policies for determining material subsidiaries and on related party transactions and the said policies are available on the Company's website at www.pokarna.com.
- (b) **Disclosure on Material Related Party Transactions**• There were no materially significant related party transactions entered by the Company during financial year 2024-25. Prior omnibus approval of the Audit Committee was obtained for the transactions which are foreseen and are repetitive in nature. A statement of related party transactions is placed before the Audit Committee and Board on quarterly basis. Transactions with the Related Parties as required under Indian Accounting Standard (Ind AS) – 24, Related Party Transactions, are disclosed in Notes to financial statements forming part of this Annual Report.
- (c) **Penalty or Strictures**• Nil.
- (d) **Code of Conduct for Prevention of Insider Trading**• The Board of Directors of the Company has adopted the code of conduct for prevention of insider trading with a view to regulate trading in securities by the Directors and employees of the Company. The Company has appointed the Company Secretary as the Compliance Officer to ensure compliance of the said Code by all the Directors and employees likely to have access to unpublished price sensitive information.

- (e) **Vigil Mechanism/Whistle Blower Policy**• The Company has established Vigil Mechanism/Whistle Blower Policy for the directors and employees to report their genuine concerns about any unethical behaviour, financial irregularities including fraud or suspected fraud. The vigil mechanism provides adequate safeguards against victimisation of employees and directors who avail the vigil mechanism. The Company affirms that no personnel have been denied access to the Audit Committee. The Policy provides that no adverse action shall be taken or recommended against a director or an employee in retaliation to his/her disclosure in good faith of any unethical and improper practices or alleged wrongful conduct. This mechanism protects such directors and employees from any unfair or prejudicial treatment by anyone within the Company.
- (f) **Commodity price risk or foreign exchange risk and hedging activities**• The Company does not deal with any commodity and hence not exposed to any commodity price risk. Management Discussion and Analysis sets out the risks identified and the mitigation plans thereof. As on 31st March, 2025, the Company has foreign exchange receivable of ₹ 82.24 Lakhs and the foreign exchange payable as on 31st March, 2025 is ₹ 111.97 Lakhs.
- (g) **Proceeds from public issues, rights issues, preferential issues**• During the year, the Company did not raise any funds by way of public issues, rights issues, preferential issues etc.
- (h) **Company Secretary in Practice Certification**• In accordance with the Listing Regulations, the Company has obtained the certificate from a practicing company secretary confirming that as on 31st March, 2025, none of the directors on the Board of the Company has been debarred or disqualified from being appointed or continuing as directors by Securities and Exchange Board of India/Ministry of Corporate Affairs or any such authority and the same is appended to this Report.
- (i) **Recommendations of the Committees**• During the year under review, the Board has accepted the recommendations, which are required to be made by the Committees constituted.
- (j) **Total Fees Paid to Statutory Auditors**• Total fees for all services paid by Company and its subsidiaries, on a consolidated basis, to the Statutory Auditors and all entities in the network firm / network entity of which the Statutory Auditors are ₹29.75 Lakhs.
- (k) **Disclosures related to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013**• The Company has not received any complaints relating to sexual harassment of women during the financial year 2024-25. No complaints were pending as at end of the financial year.
- (l) **Disclosure with respect to Demat suspense account/ unclaimed suspense account**• The Company does not have any equity shares lying in the Demat suspense account/ unclaimed suspense account of the Company as on 31st March, 2025. Hence disclosures required under Part F of Schedule V of the Listing Regulations are not applicable.
- (m) **Certifications**•
- i. The Chairman & Managing Director (CMD) and the Chief Financial Officer (CFO) have certified to the Board in accordance with Regulation 33(2)(a) of the Listing Regulations pertaining to CEO/CFO certification for the financial year ended 31st March 2025. The CMD and Chief Financial Officer have also issued compliance certificate to the Board pursuant to the provisions of Regulation 17(8) of the Listing Regulations certifying that the financial statements do not contain any materially untrue statement and these statements represent a true and fair view of the Company's affairs.
 - ii. A certificate from the Practicing Company Secretary confirming compliance with the conditions of Corporate Governance as stipulated in the Listing Regulations forms part of this Annual Report.
- (n) **Disclosure of Accounting Treatment**•
- Your Company has not adopted any accounting treatment different from that prescribed in the Accounting Standards.
- (o) **Disclosure by listed entity and its subsidiaries of 'Loans and advances in the nature of loans to firms/companies in which directors are interested by name and amount'**•
- The listed entity and its subsidiaries have not given Loans and advances in the nature of loans to firms/companies in which directors are interested.

(p) Details of material subsidiaries of the listed entity.

Name and CIN of the Company	Pokarna Engineered Stone Limited (U17219TG2001PLC036015)
Date of Incorporation	08/01/2001
Place	Secunderabad-Telangana
Name of Statutory Auditors	M/s. S. Daga & Co. Chartered Accountants (Firm Registration No. 0000669S).
Date of Appointment	15th June,2023

(q) Disclosure of Certain types of Agreements binding the Company

There were no such agreements as mentioned in clause 5A of paragraph A of Part A of Schedule III of SEBI (LODR) Regulations, 2015 required to be disclosed

N. SEBI Complaints Redress System (SCORES):

The Investor's Complaints are also being processed through the centralized web base complaint Redressal system of SEBI. The salient features of SCORES are availability of centralized database of the complaints, uploading online action taken reports by the Company. Through SCORES the investors can view online, the action taken and current status of the complaints. SEBI vide its Circular dated 26th March 2018 have streamlined the process of filing investor grievances in the SCORES in order to ensure speedy and effective resolution of complaints filed therein. The said Circular can be accessed on the website of SEBI at https://www.sebi.gov.in/legal/circulars/mar-2018/investor-grievance-redressmechanism-new-policy-measures_38481.html.

O. Compliance with Mandatory/Non-Mandatory Requirements:

The Company has complied with all the mandatory requirements of corporate governance specified in Listing Regulations. The Board has taken cognizance of the discretionary requirements as specified in Part E of Schedule II to the Listing Regulations and are being reviewed from time to time.

P. The Compliance Certificate from K V C Reddy & Associates, Company Secretaries, certifying compliance with the conditions of Corporate Governance is annexed to this Report.

Q. The Disclosures of the Compliance with Corporate Governance requirements specified in regulation 17 to 27 and clauses (b) to (i) of sub-regulation (2) of regulation 46 are as follows:

Regulation No.	Particulars of Regulations	Compliance status (Yes/No/NA)
17	Board of Directors	Yes
17A	Maximum number of Directors	Yes
18	Audit Committee	Yes
19	Nomination and Remuneration	Yes
20	Stakeholders Relationship Committee	Yes
21	Risk Management Committee	Yes
22	Vigil Mechanism	Yes
23	Related Party Transactions	Yes
24	Secretarial Compliance & Audit Report	Yes
25	Obligations with respect to Independent Directors	Yes
26	Obligation with respect to Directors and Senior Management	Yes
27	Other Corporate Governance requirements	Yes
28	46(2)(b) to (i) Website	Yes

The Company has complied with Corporate Governance requirements specified in Regulation 17 to 27 and clauses (b) to (i) and (t) of sub-regulation (2) of Regulation 46 and Para C, D and E of Schedule V of SEBI Listing Regulations, during the year under review.

Date: 29.05.2025

Place: Secunderabad

Gautam Chand Jain
Chairman & Managing Director
DIN: 00004775

Annexure to Corporate Governance Report

Declaration regarding Compliance with the Code of Conduct

In terms of the requirement of Part D of Schedule V of SEBI (Listing Obligations and Disclosure Requirements) regulations, 2015, this is to confirm that all members of the Board and the senior management personnel have affirmed compliance with Code of Conduct of the Company for the financial year ended March 31, 2025.

Date: 29.05.2025
Place: Secunderabad

Gautam Chand Jain
Chairman & Managing Director
DIN: 00004775

COMPLIANCE CERTIFICATE

Pursuant to Regulation 17(8 SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

We the undersigned hereby certify that:

- A. We have reviewed financial statements and the cash flow statement for the F.Y. 2024-25 and that to the best of our knowledge and belief:
 - (1) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 - (2) these statements together present a true and fair view of the Company affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- B. To the best of our knowledge and belief, there are no transactions entered into by the Company during the year which are fraudulent, illegal or violative of the Company's code of conduct.
- C. We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting and we have disclosed to the auditors and the audit committee, deficiencies in the design or operation internal controls of which we are aware and also the steps taken by the Company, to rectify such deficiencies.
- D. We have indicated to the auditors and the Audit committee that were:
 - 1) No significant changes in internal control over financial reporting during the year;
 - 2) No significant changes in accounting policies during the year; and
 - 3) No instances of significant fraud, in which the involvement therein of the management or an employee having a significant role in the Company's internal control system over financial reporting, of which we became aware of.

For **Pokarna Limited**

Date: 29.05.2025
Place: Secunderabad

Sd/-
Gautam Chand Jain
Chairman and Managing Director
DIN: 00004775

Sd/-
M. Viswanatha Reddy
Chief Financial Officer

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

To
The Members
Pokarna Limited
Hyderabad

Sub-Certificate under Schedule V(C)(10)(i) of SEBI (Listing Obligations and Disclosure Requirements), 2015

We have, examined the Company and Registrar of Companies records, books and papers of Pokarna Limited (CIN: L14102TG1991PLC013299) having its Registered Office at 01st Floor, 105, Surya Towers, Secunderabad - 500003, Telangana State, India ("the Company") as required to be maintained under the Companies Act, 2013, SEBI Regulations, other applicable Rules and Regulations made thereunder for the Financial Year ended on 31st March, 2025.

In our opinion and to the best of my information and according to the examinations carried out by me and explanations and representation furnished to me by the Company, its officers and agents, we certify that none of the following Directors of the Company have been debarred or disqualified from being appointed or continuing as Directors of Companies by the SEBI/Ministry of Corporate Affairs or any such statutory authority as on 31st March, 2025:

Sl. No.	DIN No.	Name of the Director	Designation
1)	00004775	Gautam Chand Jain	Chairman and Managing Director
2)	01740471	Prasanth Nandigala	Independent Director
3)	00374673	Agnihotra Dakshina Murty Chavali	Independent Director
4)	00084490	Prakash Chand Jain	Non-independent director
5)	01574580	Paulomi Romi Dhawan	Independent Director
6)	00576447	Rahul Jain	Managing Director
7)	06933924	Apurva Jain	Whole time director
8)	09007808	Jayshree Rajesh Sanghani	Independent Woman Director

For **K V C REDDY & ASSOCIATES**
Company secretaries

K.V.Chalama Reddy
(Proprietor)

M.No.: F9268, C.P.No.5451

PR No:2301/2022

UDIN: F009268G000417491

Place : Hyderabad

Date :29.05.2025

CORPORATE GOVERNANCE COMPLIANCE CERTIFICATE

To
The Members of
Pokarna Limited

We have examined the compliance of the conditions of Corporate Governance by Pokarna Limited ("Company"), and examine the records for the purpose of certifying compliance of the conditions of the Corporate Governance as specified in regulations 17 to 27, clause (b) to (i) of Regulation 46(2) and paragraphs C, D and E of Schedule-V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015 ("Listing Regulations"), for the financial year ended 31st March, 2025. We have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of certification.

The compliance of conditions of Corporate Governance is the responsibility of the Management. My examination was limited to the procedure and implementation process 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.

This certificate 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.

In our opinion and to the best of our information and according to the explanations and information furnished to us, and based on the representations made by the Directors and the management, we certify that, the Company has complied with the conditions of Corporate Governance as stipulated in the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015 ("Listing regulations"), as applicable for the said financial year ended 31st March, 2025.

We further state that such compliance 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 **K V C REDDY & ASSOCIATES**
Company secretaries

K.V.Chalama Reddy
(Proprietor)

F.C.S.: F9268, C.P.No.5451

PR No:2301/2022

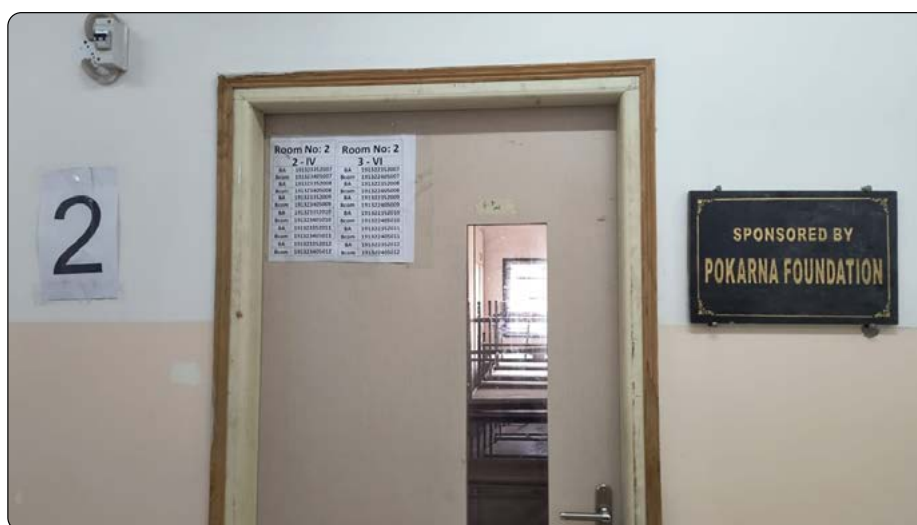
UDIN: F009268G000417665

Place : Hyderabad

Date : 29.05.2025

CSR Activities Undertaken by Material Subsidiary – Pokarna Engineered Stone Limited.

CSR contribution to Devnar Foundation for the Blind towards the construction of three classrooms at Devnar School, supporting education for the visually challenged.



CSR contribution to Hrudaya – Cure A Little Heart Foundation enabled life-saving cardiac surgeries for six underprivileged children with congenital heart defects.



CSR contribution to Bhagwan Mahavir Jain Relief Foundation Trust was utilized for the procurement of 8 dialysis machines to support affordable dialysis care for underprivileged patients.



CSR contribution to Make-A-Wish Foundation of India helped fulfill 73 life-changing wishes of children aged 3–18 years battling critical illnesses such as Thalassemia, Leukemia, and rare cancers.



Independent Auditor’s Report

To
The Members of
Pokarna Limited

Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the accompanying Standalone Financial Statements of Pokarna Limited (‘the Company’), which comprise of the balance sheet as at March 31, 2025, the statement of Profit and Loss (including other comprehensive income), the statement of changes in equity and the statement of cash flows for the year ended on that date, and notes to the financial statements, including a summary of material accounting policies and other explanatory information (hereafter referred to as “the Standalone Financial Statements”).

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

Basis for Opinion

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

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the Standalone Financial Statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report:

S No.	Key Audit Matter	Auditors Response
1	<p>Contingent Liabilities and Commitments:</p> <p>The Company is exposed to a variety of different laws, regulations and interpretations thereof which encompasses taxation and legal matters. In the normal course of business, provisions and contingent liabilities may arise from legal proceedings, including regulatory and other Governmental proceedings, constructive obligations and commercial claims. Based on the nature of regulatory and legal cases management applies significant judgment when considering whether, and how much, to provide for the potential exposure of each matter. These estimates could change substantially over time as new facts emerge as each legal case or matters progresses. Given the different views possible, basis of the interpretations, complexity and the magnitude of the potential exposures, and the judgment necessary to determine required disclosures, this is a key audit matter.</p>	<p>Principal Audit Procedures:</p> <p>Our audit procedures included the following:</p> <ul style="list-style-type: none">• we understood the processes, evaluated the design and implementation of controls and tested the operating effectiveness of the Company’s controls over the recording and re-assessment of uncertain legal positions, claims and contingent liabilities;• we held discussions with the person responsible for legal and compliance to obtain an understanding of the factors considered in classification of the matter as ‘probable’ and ‘possible’;• we read the correspondence from competent authorities and considered legal opinion obtained by the Company from external law firms to challenge the basis used for provisions recognised or the disclosures made in the financial statements.• For those matters where Company concluded that no provision should be recorded, we also considered the adequacy and completeness of the Company’s disclosures made in relation to contingent liabilities.

S No.	Key Audit Matter	Auditors Response
2	<p>Inventory of raw material, Work in Progress and Finished Goods (Valuation):</p> <p>Finished goods inventory are valued at lower of cost and net realizable value (estimated selling price less estimated cost to sell). Considering the nature of finished goods consisting of raw blocks, granite slabs etc., which is dependent upon various market conditions and evaluating possible impact of quality, class, size and ageing, determination of the net realizable value for goods involves significant management judgement and therefore has been considered as a key audit matter.</p>	<p>With respect to the net realisable value:</p> <ul style="list-style-type: none"> obtained an understanding of the determination of the net realizable values of raw blocks, granites, cut slabs and assessed and tested the reasonableness of the significant judgements applied by the management; evaluated the design of internal controls relating to the valuation of finished goods/work in progress and finished goods and also tested the operating effectiveness of the aforesaid controls; assess the reasonableness of the net realisable value considering the market condition and evaluating possible impact of quality, class, size and ageing that was estimated and considered by the management; compared the actual costs incurred to sell based on the latest sale transactions to assess the reasonableness of the cost to sell that was estimated and considered by the management; compared the cost of the finished goods with the estimated net realisable value and checked if the finished goods were recorded at net realisable value where the cost was higher than the net realisable value; tested the appropriateness of the disclosure in the standalone financial statements in accordance with the applicable financial reporting framework.
3	<p>IT systems and controls over financial reporting:</p> <p>We identified IT systems and controls over financial reporting as a key audit matter for the Company because its financial accounting and reporting systems are fundamentally reliant on IT systems and IT controls to process significant transaction volumes, specifically with respect to revenue and raw material consumption. Also, due to such large transaction volumes and the increasing challenge to protect the integrity of the Company's systems and data, cyber security has become more significant.</p> <p>Automated accounting procedures and IT environment controls, which include IT governance, IT general controls over program development and changes, access to program and data and IT operations, IT application controls and interfaces between IT applications are required to be designed and to operate effectively to ensure accurate financial reporting.</p>	<p>Our procedures included and were not limited to the following:</p> <ul style="list-style-type: none"> Assessed the complexity of the IT environment by engaging IT specialists and through discussion with the head of IT and internal audit and identified IT applications that are relevant to our audit. Assessed the design and evaluation of the operating effectiveness of IT general controls over program development and changes, access to program and data and IT operations by engaging IT specialists. Performed inquiry procedures in respect of the overall security architecture and any key threats addressed by the Company in the current year. Assessed the design and evaluation of the operating effectiveness of IT application controls in the key processes impacting financial reporting of the Company by engaging IT specialists.

Information Other than the Standalone Financial Statement and our Auditor's Report Thereon

The Company's management and Board of Directors are responsible for the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including annexures to Board's Report, Business Responsibility Report, Corporate Governance and Shareholder's Information, but does not include the Consolidated Financial Statements, Standalone Financial Statements and our auditor's report thereon.

Our opinion on the Standalone Financial Statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the Standalone Financial Statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the Standalone Financial Statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information; we are required to report that fact. We have nothing to report in this regard.

Management's, Those Charged with Governance's and Board of Director's Responsibility 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 financial position, financial performance, including other comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the accounting Standards specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Standalone Financial Statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Standalone Financial Statements, Management and Board of Directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless Management and Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so. The Company's Board of Directors are 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 scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the Standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks,

and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls with reference to the Standalone financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's and Board of Director's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the standalone financial statements or if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Standalone financial statements, including the disclosures, and whether the Standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the Standalone financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the Standalone financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the Standalone financial statements.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal 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

As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the "Annexure A", a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable. As required by Section 143(3) of the Act, based on our audit we report, to the extent applicable that:

- a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
- b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
- c) The Standalone Balance Sheet, the Standalone Statement of Profit and Loss including other comprehensive income, the standalone statement of change in equity, and the standalone statement of Cash Flow dealt with by this Report are in agreement with the relevant books of account.
- d) In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act;
- e) On the basis of the written representations received from the directors as on March 31, 2025 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2025 from being appointed as a director in terms of Section 164 (2) of the Act.
- f) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of Section 197(16) of the Act, as amended, in our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of Section 197 of the Act.
- g) With respect to the adequacy of the internal financial controls with reference to Standalone Financial Statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls with reference to the Standalone Financial Statements.
- h) With respect to the other matters to be included in the Auditors Report in accordance with Rule 11 of the Companies (Audit and

Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us:

- i. The Company has disclosed the impact of pending litigations on its financial position in its Standalone financial statements - Refer Note.34 to the Standalone Financial Statement;
- ii. The Company has made provision, as required under the applicable law or Accounting Standards, for material foreseeable losses, if any, on long term contracts. The Company neither entered into any derivative contract during the year nor have any outstanding derivative contract at the end of the year;
- iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company during the year ended March 31, 2025.
- iv.
 - (a) The Management has represented that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entity ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
 - (b) The Management has represented, that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been received by the Company from any person or entity, including foreign entity ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
 - (c) Based on 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 (a) and (b) above, contain any material misstatement.

- v. The final dividend paid by the Company during the current 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. 45 to the Standalone Financial Statements, the Board of Directors of the Company have proposed final dividend for the current year which is subject to the approval of the members at the ensuing Annual General Meeting.
- vi. Based on our examination, which includes test checks, the Company has used accounting software for maintaining its books of account for the financial year ended March 31, 2025 which has a feature of recording audit trail (edit log) facility and same has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit we did not come across any instance of the audit trail feature being tampered with.

For **S. DAGA & CO.,**
Chartered Accountants
(ICAI FRN: 0000669S)

(Shantilal Daga)
Partner
Membership No. 011617

Place: Hyderabad
Date: 29-05-2025
UDIN: 25011617BMLBNL1987

Annexure - A to the Independent Auditor's Report

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

- i. In respect of the Company's Property, Plant and Equipment, right-of-use assets and Intangible Assets -
- (a) (i) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property Plant and Equipment and relevant details of right-of-use assets.
- (ii) The Company has maintained proper records showing full particulars of intangible assets.
- (b) The Company has a regular programme of physical verification of its Property, Plant and Equipment and right-of-use assets by which all assets are verified in a phased manner over a period of one year. In accordance with this programme, the Property, Plant and Equipment and right-of-use assets have been physically verified by the management during the year and no material discrepancies have been noticed on such verification. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets.
- (c) (i) We report that the title deeds comprising of immovable properties of Land and Building which are freehold are held in the name of the company as on the Balance sheet date, except for the following:

Description of item of property	Gross carrying value	Held in the name of	Whether promoter, director or their relative or employee	Period held - indicate range, where appropriate	Reasons for not being held in name of company
Land	6.77	Promoter & Non-Executive Director	Yes	Since 1997	Transfer formalities are pending
Land	2.67	Erstwhile seller	Not Applicable	Since 1997	Transfer formalities are pending
Land	19.00	Government Land	Not Applicable	Since 2004	Transfer formalities are pending
Total	28.44				

- (ii) In respect of immovable properties of Land and Building that have been taken on Lease and disclosed as Property, Plant and Equipment or right-of-use assets in the standalone financial statements, the lease agreements are in the name of the Company, where the company is the Lessee in the agreement.
- (d) The Company has not revalued any of its Property, Plant and Equipment (including right-of-use assets) and intangible assets during the year.
- (e) 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 at reasonable intervals during the year. In our opinion, the frequency of such verification is reasonable. The discrepancies noticed on verification between the physical stocks and the book records were not material.
- (b) The Company is having working capital limits in excess of ₹ 5 crores from banks on the basis of primary security of current assets of the Company. The quarterly stock and receivables statements filed by the company with such banks are in agreement with the books of accounts of the Company.
- iii. The Company has not made investments in or provided any guarantee on behalf of, companies, firms, Limited Liability Partnerships, and has not granted unsecured loans to other parties during the year, however the Company provided corporate guarantee on behalf of a Pokarna Engineered Stone Limited, wholly owned subsidiary, during immediately preceding financial year, in respect of which:
- The aggregate amount of guarantee is 6,057,255 Euros, of which 4,756,541 Euros is outstanding as on balance sheet date.
- (a) The Company has not provided any loans or advances in the nature of loans or provided security to any other entity during the year.
- (b) In our opinion, the investments made and the terms and conditions of the grant of loans, during the year are prima facie, not prejudicial to the Company's interest.
- (c) The Company has not given any loans or advances in the nature of loans and hence the schedule of repayment of principal and interest has not been stipulated for repayment and therefore the receipt of interest does not apply.

- (d) The Company has not given any loans or advances and therefore reporting under clause 3(iii)(d) of the Order is not applicable.
- (e) No loan granted by the Company which has fallen due during the year, has been renewed or extended or fresh loans granted to settle the over dues of existing loans given to the same parties.
- (f) The Company has not granted any loans or advances in the nature of loans either repayable on demand or without specifying any terms or period of repayment during the year. Hence, reporting under clause 3(iii)(f) is not applicable.
- iv. The Company has complied with the provisions of Sections 185 and 186 of the Companies Act, 2013 in respect of loans granted, investments made and guarantees and securities provided, as applicable.
- v. The Company has not accepted any deposits from the public within the meaning of the directives issued by the Reserve Bank of India, provisions of section 73 to 76 of the Act, any other relevant provisions of the Act and the relevant rules framed there under and hence reporting under 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 made by the Central Government of India, the maintenance of cost records specified under sub-section (1) of Section 148 of the Act, and are of the opinion that, prima facie, the prescribed accounts and records have been made and maintained. We have not, however, made a detailed examination of the records with a view to determine whether they are accurate or complete.
- vii. (a) In our opinion, the Company is regular in depositing the undisputed statutory dues including provident fund, employees state insurance, income tax, goods and service tax, duty of customs, cess, professional tax and other material statutory dues, as applicable, with the appropriate authorities.
- There were no undisputed amounts payable in respect of Good and Service tax, provident fund, employees state insurance, income tax, duty of customs, cess, professional tax and other material statutory dues were in arrears as at 31 March 2025.

- (b) Details of statutory dues referred to in sub-clause (a) above which have not been deposited as on March 31, 2025 on account of disputes are given below:

Sl. No.	Name of the Statute	Nature of dues	Amount ₹ In lakhs	Period to which the amount relates	Forum where dispute is pending	₹ In Lakhs
						Remarks if any Paid under dispute ₹ in lakhs
1	Finance Act, 1994	Service Tax	247.50 (247.50)	2007-2017	Customs, Excise & Service Tax appellate tribunal and Superintendent of Service Tax	23.06 (23.06)
2	Central Excise Act, 1944	Excise Duty	148.84 (148.84)	2007-16	Customs, Excise & Service Tax appellate tribunal and Addl. Commissioner of Central Excise	Nil (Nil)
3	Customs Act, 1962	Customs Duty	0 (75.91)	2003-11	Customs, Excise & Service Tax Appellate tribunal	Nil (Nil)
4	Income Tax Act, 1961	Income Tax	144.38 (144.45)	2000-01 to 2002-03 & 2005-06, 2016-17	High Court of Andhra Pradesh & Commissioner of Income Tax	Nil (Nil)
5	AP Vat Act, 2005 & Central Sales Tax Act, 1956	VAT & CST	20.76 (20.76)	2011-12, 2013-14, 2014-15 & 2017-18	Deputy Commissioner of Commercial Taxes	3.31 (3.31)
6	Goods & Service Tax	GST	630.00 (630.79)	2017 to 19	Dy Commissioner of GST	36.65 Nil
Total			1191.48 (1268.18)			63.02 (26.37)

(Previous year figures are in brackets)

- viii. There were no transactions relating to previously unrecorded income that have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961).
- ix. (a) The company has not defaulted in repayment of loans or borrowings to banks as at the Balance Sheet date.
- (b) The company has not been declared a wilful defaulter by any bank or financial institution or government or government authority.
- (c) On the basis of our review of utilization of funds pertaining to term loans on overall basis, the term loans taken by the company has been utilized for the purpose of which they were obtained.
- (d) On an overall examination of the Standalone Financial Statements of the Company, funds raised on short-term basis have, prima facie, not been used during the year for long-term purposes by the Company.
- (e) On an overall examination of the Standalone Financial Statements of the Company, the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries.
- (f) The Company has not raised any loans during the year and hence reporting on clause 3(ix)(f) of the Order is not applicable.
- x. (a) The Company has not raised any moneys by way of initial public offer or further public offer during the year and hence reporting under clause 3(x)(a) of the Order is not applicable.
- (b) During the year, the Company has not made any preferential allotment or private placement of shares or convertible debentures and hence reporting under clause 3(x)(b) of the Order is not applicable.
- xi. (a) No fraud by the Company and no material fraud on the Company has been noticed or reported during the year.
- (b) 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 during the year and up to the date of this report.
- (c) We have taken in to consideration the whistle blower complaints received by the Company during the year and till date of this report, while determining the nature, timing and extent of our audit procedures.
- xii. The Company is not a Nidhi company and hence paragraph 3 (xii) of the Order is not applicable to the Company.
- xiii. In our Opinion the Company, transactions with the related parties are in compliance with sections 177 and 188 of the Companies Act, 2013, where applicable. The details of such related party transactions have been disclosed in the Standalone Financial Statements as required by applicable Indian Accounting Standards.
- xiv. a) In our opinion the Company has an adequate internal audit system commensurate with the size and the nature of its business.
- b) We have considered the internal audit reports for the year under audit, issued to the Company during the year and till date, in determining the nature, timing and extent of our audit procedures.
- xv. During the year the Company has not entered into any non-cash transactions with directors or persons connected with him and hence reporting under paragraph 3 (xv) of the Order is not applicable to the Company.
- xvi. (a) In our opinion, the company is not required to be registered under section 45-1A of the Reserve Bank of India Act, 1934. Hence reporting under clause 3(xvi)(a), (b) and (c) of the order is not applicable
- (b) In our opinion, there is no core investment company within the Group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016) and accordingly reporting under clause 3(xvi)(d) of the Order is not applicable.
- xvii. The Company has incurred cash losses during the financial year covered by our audit amounting to ₹ 111.94 (Previous year- 5.54 lakhs).
- xviii. There has been no resignation of the statutory auditors of the Company during the year.
- xix. On the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the Standalone financial statements and our knowledge of the Board of Directors and Management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however,

state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

- xx. The Corporate Social Responsibility (CSR) provisions are not applicable to the company for the current and previous financial

year as the company is not satisfying the criteria specified in section 135(1) of the Act. Accordingly, clause 3(xx)(a) and 3(xx)(b) of the Order are not applicable.

- xxi. The provisions relating to CFS (Consolidated Financial Statements) is not applicable to the company and hence reporting under clause xxi of the Order is not applicable.

For **S. DAGA & CO.,**
Chartered Accountants
(ICAI FRN: 0000669S)

(Shantilal Daga)
Partner
Membership No. 011617

Place: Hyderabad
Date: 29-05-2025
UDIN: 25011617BMLBNL1987

Annexure - B to the Independent Auditor's Report

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

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

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to Standalone Financial Statements based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Control over financial reporting issued by ICAI 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 Standalone Financial Statements. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to Standalone Financial Statements was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls with reference to Standalone Financial Statements and their operating effectiveness. Our audit of internal financial controls with reference to Standalone Financial Statements included obtaining an understanding of such internal financial controls, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on 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.

For **S. Daga & CO.,**
Chartered Accountants
(ICAI FRN: 0000669S)

(**Shantilal Daga**)
Partner
Membership No. 011617

Place: Hyderabad
Date: 29-05-2025
UDIN: 25011617BMLBNL1987

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

Meaning of Internal Financial Controls with reference to Standalone Financial Statement:

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

Inherent Limitations of Internal Financial Controls with reference to Standalone financial statement

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

Opinion

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

Standalone Balance Sheet

as at March 31, 2025

₹ In lakhs

	Note	As at March 31, 2025	As at March 31, 2024
ASSETS			
I Non-current assets			
(a) Property, plant and equipment	3	5431.23	6140.45
(b) Right-of-Use Assets	3	44.00	104.46
(c) Capital work-in-progress		-	-
(d) Intangible assets	3	31.44	35.75
(e) Financial assets			
(i) Investments	4	6116.38	6116.38
(ii) Loans	5(A)	128.35	128.35
(iii) Other financial assets	6(A)	639.26	632.59
(f) Deferred tax asset (net)	7	14.32	106.06
(g) Other non-current assets	8(A)	1.31	6.24
Total non-current assets		12406.29	13270.28
II Current assets			
(a) Inventories	9	2530.93	2545.54
(b) Financial assets			
(i) Trade receivables	10	483.37	649.02
(ii) Cash and cash equivalents	11	94.04	61.95
(iii) Bank balances other than (ii) above	12	156.77	143.40
(iv) Loans	5(B)	203.04	131.55
(v) Other financial assets	6(B)	122.98	4.70
(c) Current tax assets	13	100.59	68.95
(d) Other current assets	8(B)	501.50	524.04
Total current assets		4193.22	4129.15
III Assets held for sale and discontinued operations	35	-	200.80
TOTAL ASSETS		16599.51	17600.23
EQUITY AND LIABILITIES			
I Equity			
(a) Equity share capital	14	620.08	620.08
(b) Other equity	15	10517.13	11357.33
Total equity		11137.21	11977.41
Liabilities			
II Non-current liabilities			
(a) Financial liabilities			
(i) Borrowings	16(A)	2060.60	1909.22
(ia) Lease liabilities	17(A)	25.16	79.45
(b) Provisions	19(A)	344.22	339.66
Total non-current liabilities		2429.98	2328.33
III Current liabilities			
(a) Financial liabilities			
(i) Borrowings	16(B)	2036.97	2255.68
(ia) Lease liabilities	17(B)	22.92	32.66
(ii) Trade payables	20		
a) total outstanding dues of micro enterprises and small enterprises		5.76	0.91
b) total outstanding dues of creditors other than micro enterprises and small enterprises		403.84	404.62
(iii) Other financial liabilities	18	8.75	6.55
(b) Other current liabilities	21	506.17	515.67
(c) Provisions	19(B)	47.91	38.51
Total current liabilities		3032.32	3254.60
IV Liabilities held for sale and discontinued operations	35	-	39.89
TOTAL EQUITY AND LIABILITIES		16599.51	17600.23
Notes forming part of the financial statements	1 - 47		

In terms of our report attached

For **S.Daga & Co.**
Chartered Accountants
(F.No.000669S)

Shantilal Daga
Partner
Membership No. 11617

Place : Hyderabad
Date : 29th May, 2025

UDIN: 25011617BMLBNL1987

For and on behalf of Board of Directors

Gautam Chand Jain
Chairman & Managing Director
(D.No: 00004775)

Rahul Jain
Managing Director
(D.No: 00576447)

M Viswanatha Reddy
Chief Financial Officer

Pratima Khandu Gulankar
Company Secretary

Standalone Statement of Profit and Loss

for the Year ended March 31, 2025

₹ In lakhs

	Note	Year ended March 31, 2025	Year ended March 31, 2024
Continuing Operations			
I Revenue from operations	22	2900.93	3796.57
II Other income	23	943.44	764.17
III Total income		3844.37	4560.74
IV Expenses:			
a) Cost of raw material consumed	24	299.03	277.48
b) Purchase of stock-in-trade		42.55	65.11
c) Changes in stock of finished goods, work-in-progress and stock-in-trade	25	(49.76)	420.58
d) Employee benefits expense	26	1118.72	1274.96
e) Depreciation and amortization expense	27	542.24	677.27
f) Finance costs	28	429.71	396.90
g) Other expenses	29	2077.02	2018.11
Total expenses		4459.51	5130.41
V Profit before tax (III-IV)		(615.14)	(569.67)
VI Tax expense:	30		
a) Current tax		(3.70)	(7.52)
b) Deferred tax		84.34	(242.81)
Total tax expense		80.64	(250.33)
VII Profit / (Loss) after tax from continuing operations (V-VI)		(695.78)	(319.34)
VIII Discontinuing Operations			
Profit/ (Loss) from discontinuing operations before tax		19.59	(354.66)
Tax expense of discontinuing operations		-	-
Profit/ (Loss) after tax from discontinuing operations		19.59	(354.66)
IX Profit / (Loss) for the year (VII+VIII)		(676.19)	(674.00)
X Other comprehensive income			
(i) Items that will not be reclassified to profit or loss		29.42	(13.95)
(ii) Income tax relating to items that will not be reclassified to profit or loss		(7.41)	5.14
Total other comprehensive income		22.01	(8.81)
XI Total comprehensive income for the year (IX+X)		(654.18)	(682.81)
XII Earnings per share for continuing operations - Basic and Diluted (in ₹)	31	(2.24)	(1.03)
XIII Earnings per share for discontinuing operations - Basic and Diluted (in ₹)		0.06	(1.14)
XIV Earnings per share - Basic and Diluted (in ₹)		(2.18)	(2.17)
XV Nominal Value of share (in ₹)		2.00	2.00
Notes forming part of the financial statements	1 - 47		

In terms of our report attached

For **S.Daga & Co.**
Chartered Accountants
(F.No.000669S)

Shantilal Daga
Partner
Membership No. 11617

Place : Hyderabad
Date : 29th May, 2025

UDIN: 25011617BMLBNL1987

For and on behalf of Board of Directors

Gautam Chand Jain
Chairman & Managing Director
(D.No: 00004775)

Rahul Jain
Managing Director
(D.No: 00576447)

M Viswanatha Reddy
Chief Financial Officer

Pratima Khandu Gulankar
Company Secretary

Standalone Statement of Changes in Equity

for the Year ended 31st March, 2025

A) EQUITY SHARE CAPITAL

Particulars	₹ In lakhs				
	Balance as at 1st April 2024	Changes in Equity Share Capital due to prior period errors	Restated balance at 1st April 2024	Changes in equity share capital during the year	Balance as at 31st March 2025
Equity shares of ₹ 2/- each issued,Subscribed and fully paid-up	620.08	-	620.08	-	620.08

Particulars	₹ In lakhs				
	Balance as at 1st April 2023	Changes in Equity Share Capital due to prior period errors	Restated balance at 1st April 2023	Changes in equity share capital during the year	Balance as at 31st March 2024
Equity shares of ₹ 2/- each issued,Subscribed and fully paid-up	620.08	-	620.08	-	620.08

B) OTHER EQUITY

Particulars	₹ In lakhs			
	Reserves and Surplus			Total Equity
	General Reserve	Retained earnings	Securities Premium	
Balance as at 01.04.2024	980.36	10022.71	73.96	11357.33
Changes in Accounting policy or prior period errors	-	-	-	-
Restated balance at the beginning of the current reporting period	980.36	10022.71	73.96	11357.33
Profit for the year	-	(676.19)	-	(676.19)
Other Comprehensive Income for the year	-	-	-	22.01
Dividend	-	(186.02)	-	(186.02)
Balance as at 31.03.2025	980.36	9160.50	73.96	10517.13

Particulars	₹ In lakhs			
	Reserves and Surplus			Total Equity
	General Reserve	Retained earnings	Securities Premium	
Balance as at 01.04.2023	980.36	10882.73	73.96	12226.16
Changes in Accounting policy or prior period errors	-	-	-	-
Restated balance at the beginning of the current reporting period	980.36	10882.73	73.96	12226.16
Profit for the year	-	(674.00)	-	(674.00)
Other Comprehensive Income for the year	-	-	-	(8.81)
Dividend	-	(186.02)	-	(186.02)
Balance as at 31.03.2024	980.36	10022.71	73.96	11357.33

In terms of our report attached

For **S.Daga & Co.**
Chartered Accountants
(F.No.000669S)

Shantilal Daga
Partner
Membership No. 11617

Place : Hyderabad
Date : 29th May, 2025

UDIN: 25011617BMLBNL1987

For and on behalf of Board of Directors

Gautam Chand Jain
Chairman & Managing Director
(D.No: 00004775)

Rahul Jain
Managing Director
(D.No: 00576447)

M Viswanatha Reddy
Chief Financial Officer

Pratima Khandu Gulankar
Company Secretary

Standalone Statement of Cash Flow

for the year ended March 31, 2025

₹ In lakhs

Particulars	Year ended March 31, 2025	Year ended March 31, 2024
(A) Cash flows from operating activities		
Profit before taxes	(615.14)	(569.67)
Adjustments:		
Depreciation and amortization expense	542.24	677.27
Loss/ (Profit) on Sale of property, plant and equipment (Net)	(42.72)	(35.92)
Unrealized foreign exchange (gain) / loss (Net)	(7.49)	(12.01)
Loss / (Gain) on modification lease	(4.12)	
Net gain/ (loss) on fair valuation of Financial Assets measured at FVTPL	2.45	1.24
Allowances for Credit losses	69.19	24.54
Finance costs	420.19	395.08
Dividend Income	(834.12)	(417.06)
Interest income	(16.55)	(15.59)
Operating profit before working capital changes	(486.07)	47.88
Changes in working capital and other provisions:		
(Increase)\Decrease in Trade Receivables	221.41	262.94
(Increase)\Decrease in Inventories	14.61	405.01
(Increase)\Decrease in Financial Assets	(90.77)	89.42
(Increase)\Decrease in Non - Financial Assets	(41.26)	(23.77)
Increase\Decrease in Provisions	11.51	75.77
Increase\Decrease in Non - Financial Liabilities	-	-
Increase\Decrease in Trade and Other Payables	26.75	(565.73)
Cash generated from operations	(343.82)	291.52
Income taxes paid, net	(27.94)	(43.55)
Net cash from/(used in) operating activities	(371.76)	247.97
Net cash from discontinued operations	-12.59	(150.45)
Net cash from/(used in) from continuing and discontinued operating activities	(384.35)	97.52
(B) Cash flows from investing activities		
Purchase of property, plant and equipment	(20.30)	(118.92)
Proceeds from sale of property, plant and equipment	270.64	241.32
Interest income	15.90	13.71
Dividend Income	834.12	417.06
Net cash from /(used in) investing activities	1100.36	553.17
Net cash from discontinued operations	12.92	13.96
Net cash from /(used in) from continuing and discontinued investing activities	1113.28	567.13
(C) Cash flows from financing activities		
Proceeds from Non-current borrowings (including current maturities)	164.96	431.64
Repayment of Non-current borrowings (including current maturities)	(185.73)	(277.83)
(Repayment) / Proceeds from Current borrowings (Net)	(167.25)	(212.89)
Principal payments of Lease Liabilities	(32.66)	(29.60)
Interest expense (including lease liabilities)	(420.39)	(395.43)
Dividend paid	(186.02)	(186.02)
Net cash from / (used in) in financing activities	(827.09)	(670.13)
Net cash from discontinued operations	-	(137.98)
Net cash from / (used in) from continuing and discontinued financing activities	(827.09)	(808.11)
Net increase/ (decrease) in cash and cash equivalents	(98.16)	(143.46)
Add: cash and cash equivalents at the beginning of the year	(1704.96)	(1562.92)
Effect of exchange gain on cash and cash equivalents	1.91	1.42
Cash and cash equivalents at the end of the year	(1801.21)	(1704.96)
Cash and cash equivalents from continuing operations (refer note.11.1)	(1801.21)	(1707.85)
Cash and cash equivalents from discontinued operations	-	2.89
Cash and cash equivalents from continuing and discontinued activities	(1801.21)	(1704.96)

Standalone Statement of Cash Flow

for the year ended March 31, 2025

				₹ In lakhs
Change in Liability arising from Financing Activities	1st April 2024	Cashflow	Foreign Exchange movement/others	31st March 2025
Borrowing- Non-current (including current maturities)	2094.95	(20.76)	-	2074.19
Borrowing - Current	300.15	(167.25)	(4.77)	128.13
Lease liability (including current maturities)	112.11	(32.66)	(31.37)	48.08
	2507.21	(220.67)	(36.13)	2250.40

				₹ In lakhs
Change in Liability arising from Financing Activities	1st April 2023	Cashflow	Foreign Exchange movement/others	31st March 2024
Borrowing- Non-current (including current maturities)	1941.14	153.81	-	2094.95
Borrowing - Current	521.12	(212.89)	(8.08)	300.15
Lease liability (including current maturities)	53.70	(29.60)	88.01	112.11
	2515.96	(88.68)	79.93	2507.21

Note: Cash Flow Statement has been prepared under the Indirect Method, as set out in Ind AS 7 - 'Statement of Cash Flows'.

In terms of our report attached

For **S.Daga & Co.**

Chartered Accountants

(F.No.000669S)

Shantilal Daga

Partner

Membership No. 11617

Place : Hyderabad

Date : 29th May, 2025

UDIN: 25011617BMLBNL1987

For and on behalf of Board of Directors

Gautam Chand Jain

Chairman & Managing Director

(D.No: 00004775)

Rahul Jain

Managing Director

(D.No: 00576447)

M Viswanatha Reddy

Chief Financial Officer

Pratima Khandu Gulankar

Company Secretary

Notes to Standalone Financial Statements

for the Year ended 31 March, 2025

1 Corporate information

The standalone financial statements comprise financial statements of **Pokarna Limited** (the "Company") for the year ended 31st March, 2025. The Company is a public company domiciled in India and incorporated under the provisions of the Companies Act applicable in India. Its shares are listed on two recognized stock exchanges in India. The registered office of the Company is located at 105, Surya Towers, SP Road, Secunderabad - 500003, Telangana, India. The company is principally engaged in the business of quarrying, manufacturing & processing and selling of Granite. Granite manufacturing & processing units are 100% EOU's.

2 Basis of preparation, measurement and material accounting policies

The material accounting policies applied by the Company in the preparation of its financial statements are listed below.

Such accounting policies have been applied consistently to all the periods presented in these financial statements, unless otherwise indicated.

2.1 Basis of preparation and measurement

(a) Basis of preparation

The financial statements are prepared in accordance with and in compliance, in all material aspects with Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013 (the Act) read along with Companies (Indian Accounting Standards) Rules, as amended and other relevant provisions of the Act. The presentation of the Financial Statements is based on Ind AS Schedule III of the Companies Act, 2013.

(b) Basis of measurement

The financial statements have been prepared on an accrual and going concern basis and in accordance with the historical cost convention, unless otherwise stated. All assets and liabilities are classified into current and non-current generally based on the criteria of realisation/settlement within a twelve month period from the balance sheet date.

2.2 Key accounting judgement, estimates and assumptions :

The preparation of the financial statements requires management to exercise judgment and to make estimates and assumptions. These estimates and associated assumptions are based on historical experiences and various other factors that are believed to be reasonable under the circumstances. Actual results may differ from these estimates. The estimates and underlying assumptions are reviewed on an ongoing basis. Revision to accounting estimates are recognised in the period in which the estimate is revised if the revision affect only that period, or in the period of the revision and future periods if the

revision affects both current and future period. In particular, information about significant areas of estimation, uncertainty and critical judgments in applying accounting policies that have the most significant affect on the amounts recognised in the financial statements are included in the following notes:

- Measurement of defined benefit obligations - Note 26
- Measurement and likelihood of occurrence of provisions and contingencies - Note 19 and 34
- Recognition of deferred tax assets - Note 7
- Key assumptions used in discounted cash flow projections - Note 38
- Impairment of assets - Note 3
- Allowances for credit losses for finance receivables - Note 10
- Measurement of Right-of-use Asset and Lease liabilities - Note 3B and 40

2.3 Recent Accounting Developments

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.

A. Application of newly notified and amended Standards

1. Ind AS 117, Insurance Contracts:

On 12 August 2024, the Ministry of Corporate Affairs (MCA) notified Ind AS 117, Insurance Contracts, replacing Ind AS 104, under the Companies (Indian Accounting Standards) Amendment Rules, 2024, effective from 1 April 2024. Ind AS 117 is a comprehensive new accounting standard for insurance contracts covering recognition and measurement, presentation and disclosure. Ind AS 117 defines 'insurance contract' as a contract under which one party accepts significant insurance risk from another party by agreeing to compensate the policyholder if a specified uncertain future event adversely affects the policyholder.

Based on the assessment, the standard is not applicable to the Company.

2. Ind AS 116, Leases – Sale and lease back transactions:

On 9 September 2024, the MCA introduced amendments to Ind AS 116, Leases, applicable w.e.f 1 April 2024, relating to the accounting for sale and leaseback transactions with variable payments not dependent on an index or rate. The amendment focuses on the subsequent accounting for the seller-lessee and requires that 'lease payments' or 'revised lease payments must be determined in a way to ensure that no gain or loss is recognised from the sale transaction to the extent the asset is leased back.

Notes to Standalone Financial Statements

for the Year ended 31 March, 2025

This amendment did not have impact on the amounts reported in the financial statements.

B. Standards notified but not yet effective

1. Ind AS 21, The Effects of Changes in Foreign Exchange Rates:

On 7 May 2025, MCA notified amendments to Ind AS 21, The Effects of Changes in Foreign Exchange Rates, w.r.t 'Lack of exchangeability', w.e.f. 1 April 2025, requiring the entity to assess whether a currency is exchangeable into another currency and to estimate the spot exchange rate when a currency is not exchangeable. The amendment also requires giving specific disclosures. The Company does not expect this amendment to have a material impact on its financial statements for the current year or future periods.

2.4 Material accounting policies

A Property, plant and equipment

An item of property, plant and equipment is recognized as an asset if it is probable that the future economic benefits associated with the item will flow to the Company and its cost can be measured reliably. This recognition principle is applied to the costs incurred initially to acquire an item of property, plant and equipment and also to costs incurred subsequently to add to, replace part of, or service it. All other repair and maintenance costs, including regular servicing, are recognized in the statement of profit and loss as incurred. When a replacement occurs, the carrying value of the replaced part is de-recognized. Where an item of property, plant and equipment comprises major components having different useful lives, these components are accounted for as separate items.

Property, plant and equipment are stated at cost, less accumulated depreciation and impairment. Cost includes all direct costs and expenditures incurred to bring the asset to its working condition and location for its intended use. Trial run expenses (net of revenue) are capitalized. Borrowing costs incurred during the period of construction is capitalized as part of cost of the qualifying assets.

The gain or loss arising on disposal of an asset is determined as the difference between the sale proceeds and the carrying value of the asset, and is recognized in the statement of profit and loss.

Capital work-in-progress comprises cost of fixed assets that are not yet ready for their intended use at the year end.

B Depreciation and amortisation of property, plant and equipment and intangible assets

Depreciation or amortization is provided so as to write off, on a straight line basis, the cost of property, plant and equipment and other intangible assets, including those held

under finance leases to their residual value. These charges are commenced from the dates the assets are available for their intended use and are spread over their estimated useful economic lives or, in the case of leased assets, over the lease period, if shorter. The estimated useful lives of assets and residual values are reviewed regularly and, when necessary, revised. No further charge is provided in respect of assets that are fully written down but are still in use.

Depreciation on assets under construction commences only when the assets are ready for their intended use.

The estimated useful lives for the current and comparative periods are determined with reference to Schedule II to the Companies Act, 2013. Depreciation methods, useful lives and residual values are reviewed at each financial year-end and adjusted if appropriate.

Freehold land is stated at cost and is not depreciated.

C Intangible assets

(i) Intangible assets are stated at cost less accumulated amortization or impairment. Intangible assets are amortized on their estimated useful life of assets.

(ii) Stripping costs

The Company separates two different types of stripping costs that are incurred in surface mining activity:

- (a) Developmental stripping costs and
- (b) Production stripping costs

Developmental stripping costs which are incurred in order to obtain access to quantities of mineral reserves that will be mined in future periods are capitalized as part of mining assets. Capitalization of developmental stripping costs ends when the commercial production of the mineral reserves begins.

Production stripping costs are incurred to raw granite in the form of inventories and/or to improve access to deeper levels of material. Production stripping costs are accounted for as inventories to the extent the benefit from production stripping activity is realized in the form of inventories.

The Company recognizes a stripping activity asset in the production phase if, and only if, all of the following are met:

- (i) It is probable that the future economic benefit (improved access to the mine) associated with the stripping activity will flow to the Company
- (ii) The Company can identify the component of the mine for which access has been improved and

Notes to Standalone Financial Statements

for the Year ended 31 March, 2025

- (iii) The costs relating to the improved access to that component can be measured reliably. Such costs are presented within mining assets (Intangible Assets). After initial recognition, stripping activity assets are carried at cost less accumulated amortization and impairment. The Stripping activity assets are amortized based on cost of inventory produced compared with expected cost.

D Right-of-use Assets

The Company's lease asset classes primarily consist of leases for Land and Buildings, Retail Outlets, Vehicles and Plant & Machinery. The Company assesses whether a contract is or contains a lease, at inception of a contract. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Company assesses whether:

- (i) the contract involves the use of an identified asset
- (ii) the Company has the right to substantially all of the economic benefits from use of the asset through the period of the lease and
- (iii) the Company has the right to direct the use of the asset.

(i) As a Lessee

At the date of commencement of the lease, the Company recognises a right-of-use asset ("ROU") and a corresponding lease liability for all lease arrangements in which it is a lessee, except for leases with a term of twelve months or less (short term leases) and leases of low value assets. For these short term and leases of low value assets, the Company recognises the lease payments as an operating expense on a straight line basis over the term of the lease.

The right-of-use assets are initially recognised at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or prior to the commencement date of the lease plus any initial direct costs less any lease incentives. They are subsequently measured at cost less accumulated depreciation and impairment losses, if any. Right-of-use assets are depreciated from the commencement date on a straight-line basis over the shorter of the lease term and useful life of the underlying asset.

The lease liability is initially measured at the present value of the future lease payments. The lease payments are discounted using the

interest rate implicit in the lease or, if not readily determinable, using the incremental borrowing rates. The lease liability is subsequently remeasured by increasing the carrying amount to reflect interest on the lease liability, reducing the carrying amount to reflect the lease payments made. A lease liability is remeasured upon the occurrence of certain events such as a change in the lease term or a change in an index or rate used to determine lease payments. The remeasurement normally also adjusts the leased assets. Lease liability and ROU asset have been separately presented in the Balance Sheet and lease payments have been classified as financing cash flows.

(ii) As a Lessor

Leases for which the Company is a lessor is classified as a finance or operating lease. Whenever the terms of the lease transfer substantially all the risks and rewards of ownership to the lessee, the contract is classified as a finance lease. All other leases are classified as operating leases. When the Company is an intermediate lessor, it accounts for its interests in the head lease and the sublease separately. The sublease is classified as a finance or operating lease by reference to the ROU asset arising from the head lease. For operating leases, rental income is recognized on a straight line basis over the term of the relevant lease.

E Provision for decommissioning, site restoration and environmental costs

Under Ind AS, cost of an item of property, plant and equipment or intangible assets includes the initial estimate of the costs of dismantling and removing the item and restoring the site on which it is located, the obligation for which an entity incurs either when the item is acquired or as a consequence of having used the item during a particular period for purposes other than to produce inventories during that period. Such cost of decommissioning, restoration or similar liability is to be added to or deducted from the cost of the asset to which it relates; the adjusted depreciable amount of the asset is then depreciated prospectively over its remaining useful life.

The Company has liabilities related to restoration of mines and other related works, which are due upon the closure of certain of its production sites. Such liabilities are estimated case-by-case based on available information, taking into account applicable local legal requirements. The estimation is made using existing technology, at current prices, and discounted using a discount rate where the effect of time value of money is material. The effect of the time value of money on the restoration and environmental costs liability is recognized in the statement of profit and loss.

Notes to Standalone Financial Statements

for the Year ended 31 March, 2025

F Impairment

(i) Financial assets (including receivables)

A financial asset not carried at fair value is assessed at each reporting date to determine whether there is objective evidence that it is impaired. A financial asset is impaired if objective evidence indicates that a loss event has occurred after the initial recognition of the asset, and that the loss event had a negative effect on the estimated future cash flows of that asset that can be estimated reliably.

Objective evidence that financial assets are impaired can include default or delinquency by a debtor, restructuring of an amount due to the Company on terms that the Company would not consider otherwise, indications that a debtor or issuer will enter bankruptcy, or the disappearance of an active market for a security.

"In accordance with Ind-AS 109, the Company applies expected credit loss (ECL) model for measurement and recognition of impairment loss for trade receivables."

ECL impairment loss allowance (or reversal) recognized during the period is recognized as expense/income in the statement of profit and loss. This amount is reflected in a separate line in the statement of profit and loss as an impairment gain or loss.

(ii) Non-financial assets :

The carrying amounts of the Company's non-financial assets, other than inventories and deferred tax assets are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated each year at the same time.

The recoverable amount of an asset or cash-generating unit is the greater of its value in use and its fair value less costs to sell. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. For the purpose of impairment testing, assets that cannot be tested individually are grouped together into the smallest group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets or groups of assets (the "cash-generating unit, or CGU").

The Company's corporate assets do not generate separate cash inflows. If there is an indication

that a corporate asset may be impaired, then the recoverable amount is determined for the CGU to which the corporate asset belongs.

An impairment loss is recognized if the carrying amount of an asset or its CGU exceeds its estimated recoverable amount. Impairment losses are recognized in the statement of profit and loss. Impairment losses recognized in respect of CGUs are allocated to reduce the carrying amounts of the other assets in the unit (group of units) on a pro rata basis.

An impairment loss in respect of assets, impairment losses recognized in prior periods is assessed at each reporting date for any indications that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortization, if no impairment loss had been recognized.

G Financial instruments

(i) Financial assets

All financial assets are initially recognized at fair value except trade receivables that do not contain a significant financing component are measured at transaction price. Transaction costs that are directly attributable to the acquisition or issue of financial assets, which are not at fair value through profit or loss, are adjusted to the fair value on initial recognition. Purchase and sale of financial assets are recognised using trade date accounting.

The Company derecognises a financial asset when the contractual rights to the cash flows from the asset expire, or it transfers the rights to receive the contractual cash flows on the financial asset in a transaction in which substantially all the risks and rewards of ownership of the financial asset are transferred. Any interest in transferred financial assets that is created or retained by the Company is recognised as a separate asset or liability. Financial assets and liabilities are offset and the net amount presented in the balance sheet when, and only when, the Company has a legal right to offset the amounts and intends either to settle on a net basis or to realise the asset and settle the liability simultaneously.

They are presented as current assets, except for those maturing later than 12 months after the reporting date which are presented as non-current assets. Financial assets are measured initially at fair value plus transaction costs and subsequently carried at

Notes to Standalone Financial Statements

for the Year ended 31 March, 2025

amortized cost using the effective interest method, less any impairment loss.

The Company's financial assets include security deposits, cash and cash equivalents, trade receivables and deposits with banks. Cash and cash equivalents comprise cash balances and call deposits with original maturities of three months or less.

Investment in subsidiaries:

The Company has accounted for its investments in subsidiaries at cost.

(ii) Financial liabilities

All financial liabilities are recognized at fair value and in case of loans, net of directly attributable cost. Fees of recurring nature are directly recognised in the Statement of Profit and Loss as finance cost.

Financial liabilities are carried at amortized cost using the effective interest method. For trade and other payables maturing within one year from the balance sheet date, the carrying amounts approximate fair value due to the short maturity of these instruments.

The Company derecognises a financial liability when its contractual obligations are discharged or cancelled or expired.

Financial assets and liabilities are offset and the net amount presented in the statement of financial position when, and only when, the Company has a legal right to offset the amounts and intends either to settle on a net basis or to realise the asset and settle the liability simultaneously.

The Company financial liabilities include Loans and borrowings and trade and other payables.

H Cash and bank balances:

Cash and bank balances consist of:

- (i) **Cash and cash equivalents** - which includes cash in hand, deposits held at call with banks and other short term deposits which are readily convertible into known amounts of cash, are subject to an insignificant risk of change in value and have maturities of less than three months from the date of such deposits. These balances with banks are unrestricted for withdrawal and usage.

For the purpose of presentation in the statement of cash flows, cash and cash equivalents consists of cash and short-term deposits, as defined above, net of outstanding bank overdraft but including other short-term, highly liquid investments with original maturities of three months or less that are readily

convertible to known amounts of cash and which are subject to an insignificant risk of change in value.

- (ii) **Other bank balances** - which includes balances and deposits with banks that are restricted for withdrawal and usage.

I 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 recognized for the amount expected to be paid towards 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 obligation can be estimated reliably.

(ii) Post-employment benefits:

Defined contribution plans:

Provident Fund

Eligible employees of the Company receive benefits from provident fund, which is a defined contribution plan. Both the eligible employees and the Company make monthly contributions to the Government administered provident fund scheme equal to a specified percentage of the eligible employee's salary. Employer contribution is charged to statement of profit and loss. Amounts collected under the provident fund plan are deposited with in a Government administered provident fund. The Company has no further obligation to the plan beyond its monthly contributions.

Employee state Insurance Scheme

Eligible employees of the Company are covered under "Employees State Insurance Scheme Act 1948", which are also defined contribution schemes recognized and administered by Government of India.

The Company's contributions to these schemes are recognized as expense in statement of profit and loss during the period in which the employee renders the related service. The Company has no further obligation under these plans beyond its monthly contributions.

Defined benefit plans:

The Company provides for gratuity, a defined benefit plan ("the Gratuity Plan") covering the eligible employees of the Company. The Gratuity Plan provides a lump-sum payment to vested employees at retirement, death, incapacitation or termination of employment, of an amount based on the respective employee's salary and the tenure of the employment with the Company. Liability with regard to the

Notes to Standalone Financial Statements

for the Year ended 31 March, 2025

Gratuity Plan is determined by actuarial valuation, performed by an independent actuary, at each balance sheet date using the projected unit credit method. The defined benefit plan is administered by a trust formed for this purpose through the Company gratuity Scheme.

The Company recognizes the net obligation of a defined benefit plan as a liability in its balance sheet. Gains or losses through re-measurement of the net defined benefit liability are recognized in other comprehensive income and are not reclassified to profit and loss in the subsequent periods. The actual return of the portfolio of plan assets, in excess of the yields computed by applying the discount rate used to measure the defined benefit obligation is recognized in other comprehensive income. The effect of any plan amendments is recognized in the statement of profit and loss.

Other long-term employee benefits

The liabilities for compensated absences which are not expected to occur within twelve months are measured as the present value of expected future payments to be made in respect of services provided by employees up to the end of the reporting period using projected unit credit method. Remeasurements as a result of experience adjustments and changes in actuarial assumptions are recognized in other comprehensive income and are not reclassified to profit and loss in the subsequent periods.

Company uses updated assumptions to determine current service cost and net interest for the remainder of the period after a plan amendment, curtailment or settlement; and recognise in profit or loss as part of past service cost, or a gain or loss on settlement, any reduction in surplus, even if that surplus was not previously recognised because of the impact of the asset ceiling.

J Inventories

Inventories are valued at lower of cost and net realizable value. Cost of raw materials, Stores and Spares, Consumables, Packing materials and traded goods are valued at Cost on First-In-First-Out (FIFO) basis. Cost includes expenditures incurred in acquiring the inventories and other costs incurred in bringing them to their existing location and condition on normal operating capacity. The cost of finished goods and work in progress includes raw materials, direct labour, other direct costs and appropriate portion of variable and fixed overhead expenditure, computed on normal capacity.

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

The company assess the valuation of Inventories at each reporting period and write down the value for different finished goods based on their quality classes and ageing. Inventory provisions are provided to cover risks arising from slow-moving items, discontinued products, and net realizable value lower than cost. The process for evaluating these write-offs often requires to make subjective judgments and estimates, based primarily on historical experience, concerning prices at which such inventory will be able to be sold in the normal course of business, to the extent each of these factors impact the Company's business.

K Provisions, contingent liabilities and contingent assets

Provisions

Provisions are recognized when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. When the Company expects some or all of a provision to be reimbursed, for example, under an insurance contract, the reimbursement is recognized as a separate asset, but only when the reimbursement is virtually certain. The expense relating to a provision is presented in the statement of profit and loss net of any reimbursement. If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognized as a finance cost.

Contingent liabilities

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Company or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognized because it cannot be measured reliably. The Company does not recognize a contingent liability but discloses its existence in the financial statements.

Contingent assets

Contingent assets are not recognised but disclosed in the financial statements when an inflow of economic benefits is probable.

L Government grants

Effective from 01st April 2018, the Company has adopted and opted Ind AS 20 policy for 'Accounting for Government

Notes to Standalone Financial Statements

for the Year ended 31 March, 2025

Grants and Disclosure of Government Assistance' from 'Deferred Income recognised in Statement of Profit and Loss on a systematic basis over the useful life of the assets' to 'Option of deducting the same from carrying value'.

M Non-current assets held for sale

Non-current assets comprising assets and liabilities, that are expected to be recovered primarily through sale rather than through continuing use, are classified as held for sale. Immediately before classification as held for sale, the assets are remeasured in accordance with the Company's accounting policies. Thereafter generally the assets are measured at the lower of their carrying amount and fair value less cost to sell. Any impairment loss on initial classification as held for sale and subsequent gains or losses on re-measurement are recognized in the statement of profit and loss. Gains are not recognized in excess of any cumulative impairment loss.

Where a disposal group represents a separate major line of business or geographical area of operations, or is part of a single coordinated plan to dispose of a separate major line of business or geographical area of operations, then it is treated as a discontinued operation. The post-tax profit or loss of the discontinued operation together with the gain or loss recognized on its disposal are disclosed as a single amount in the statement of profit and loss, with all prior periods being presented on this basis.

N Income taxes

Income tax expense comprises current and deferred tax. Current tax and deferred tax are recognized in the statement of profit and loss except relating to items recognized directly in equity or in other comprehensive income.

Current tax is measured at the amount expected to be paid to the tax authorities in accordance with the provisions of Income Tax Act, 1961.

Deferred tax assets and liabilities are recognised for the future tax consequences of temporary differences between the carrying values of assets and liabilities and their respective tax bases, and unutilised business loss and depreciation carry-forwards and tax credits. Deferred tax assets are recognised to the extent it is probable that future taxable income will be available against which the deductible temporary differences, unused tax losses, depreciation carry-forwards and unused tax credits could be utilised. The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Deferred tax assets and liabilities are measured based on the tax rates that are expected to apply in the period

when the asset is realised or the liability is settled, based on the tax rates and tax laws that have been enacted or substantively enacted by the balance sheet date.

Current and deferred tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities and when they relate to income taxes levied by the same taxation authority and the Company intends to settle its current tax assets and liabilities on a net basis.

The extent to which deferred tax assets can be recognised is based on an assessment of the probability that future taxable income will be available against which the deductible temporary differences and tax loss carryforwards can be utilised.

O Revenue

Revenue is recognized at the amount of transaction price (net of variable consideration) when the performance obligations under contract are fulfilled and there are no unfulfilled obligations and amount of revenue can be reliably measured, it is probable that future economic benefits will flow to the Company.

The specific recognition criteria described below must also be met before revenue is recognized:

Goods Sold: Revenue from sale of goods are recognized when controls of the product are transferred in accordance with the terms of sale, and there is no unfulfilled obligation that could affect the customers' acceptance of the products and is net of trade discounts, sales returns, where applicable. accordingly export and domestic revenue is recognized when the performance obligations in our contracts are fulfilled.

Rendering of services: Revenue recognition is based on the terms and conditions as per the contracts entered into / understanding with the customers and the service is performed and there are no unfulfilled obligations. All revenues from services, as rendered, are recognised when persuasive evidence of an arrangement exists, the sale price is fixed or determinable and collectability is reasonably assured and are reported net of sales incentives, discounts based on the terms of the contract and applicable indirect taxes.

When two or more revenue generating activities or deliverables are provided under a single arrangement, each deliverable that is considered a separate unit of account is accounted for separately. The allocation of the consideration from revenue arrangement to its separate units of account is based on the relative fair value of each unit.

Interest income is accrued on a time proportion basis, by reference to the principal outstanding and the effective interest rate applicable.

Notes to Standalone Financial Statements

for the Year ended 31 March, 2025

Dividend Income is recognized when the company's right to receive the payment has been established.

Export Benefits: Export benefits are accounted for in the year of exports based on eligibility and when there is no uncertainty in receiving the same.

Expenditure

Expenditure is accounted on accrual basis.

P Foreign currency

Items included in the financial statements of the Company are recorded using the currency of the primary economic environment (INR) in which the Company operates (the 'functional currency').

Foreign currency transactions are recorded at the exchange rates prevailing on the date of the transactions.

Monetary assets and liabilities denominated in foreign currencies as at the balance sheet date are translated at the closing exchange rates on that date. Exchange differences arising on foreign exchange transactions during the year and on restatement of monetary assets and liabilities are recognized in the Statement of profit and loss of the year.

Non-monetary assets and liabilities carried at fair value that are denominated in foreign currencies are retranslated at the rates prevailing on the date when the fair value was determined. Non-monetary assets and liabilities that are measured in terms of historical cost in foreign currency are not translated.

The transactions like receipt or payment of advance consideration in a foreign currency are translated at the rates on the date of transaction. The date of transaction for the purpose of determining exchange rate is the date of initial recognition of the non-monetary prepayment asset or deferred income liability. If there are multiple payments or receipts in advance, a date of transaction is established for each payment or receipt.

Q Finance income and finance cost

Finance income comprises interest income on funds invested and dividend income. Interest income is recognized as it accrues in the statement of profit and loss, using the effective interest method.

Finance costs comprise interest expense on borrowings and lease liabilities, unwinding of the discount on provisions, impairment losses recognized on financial assets, interest expense and penalties related to income tax.

R Earnings per share

Basic earnings per share is calculated by dividing the net profit or loss for the period attributable to equity

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

S Segment reporting

Each of the reportable segments derives its revenues from the main products and hence these have been identified as reportable segments by the Group's chief operating decision maker ("CODM"). Segment revenue, result, assets and liabilities include the respective amounts identifiable to each of the segments and amount allocated on a reasonable basis. Unallocated expenditure consists of common expenditure incurred for all the segments and expenses incurred at corporate level. The assets and liabilities that cannot be allocated between the segments are shown as unallocated corporate assets and unallocated corporate liabilities respectively.

T Borrowing costs

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

Investment income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation.

U Dividend declared

The Company recognizes a liability to make cash distributions to equity holders when the distribution is authorized and the distribution is no longer at the discretion of the Company. As per the corporate laws in India, a distribution is authorized when it is approved by the shareholders, a corresponding amount is recognized directly in equity.

V Exceptional Items

Exceptional items are disclosed separately in the financial statements where it is necessary to do so to provide further understanding of the financial performance of the Company. These are material items of income or expense that have to be shown separately due to their nature or incidence.

Notes to Standalone Financial Statements

for the Year ended 31 March, 2025

3. Property, plant and equipment & Intangible assets

Particulars	₹ In lakhs	
	As at 31 March, 2025	As at 31 March, 2024
Property, plant and equipment		
A. Owned Assets	5431.23	6140.45
B. ROU Leased Assets	44.00	104.46
Total	5475.23	6244.91
Owned - Intangible assets		
A. Owned Assets	31.44	35.75

Owned Assets												₹ In lakhs
Particulars	Property, plant and equipment								Intangible assets			
	Land	Buildings	Factory & quarry buildings	Plant & equipment	Vehicles	Furniture & fixtures	Office equipment	Total of property, plant and equipment	Trade marks & brand name	Stripping cost activity asset	Total of Intangible assets	
1. Deemed cost (Gross carrying amount)												
Balance as at 1st April 2023	660.64	58.07	3856.84	14989.83	840.88	239.59	447.23	21093.08	382.80	65.95	448.75	
Additions	-	-	57.56	16.82	48.47	-	1.01	123.86	-	-	-	
Disposals/ impairment	(39.70)	-	-	(526.42)	(57.88)	(5.04)	(15.36)	(644.40)	-	-	-	
Relating to discontinued operations	-	-	-	(2140.40)	(47.60)	(169.50)	(113.23)	(2470.73)	-	-	-	
Balance as at 31st March 2024	620.94	58.07	3914.40	12339.83	783.87	65.05	319.65	18101.81	382.80	65.95	448.75	
Balance as at 1st April 2024	620.94	58.07	3914.40	12339.83	783.87	65.05	319.65	18101.81	382.80	65.95	448.75	
Additions	0.63	-	7.49	14.50	-	-	0.79	23.41	-	-	-	
Disposals/ impairment	-	-	-	(357.14)	(9.93)	-	-	(367.07)	-	-	-	
Relating to discontinued operations	-	-	-	-	-	-	-	-	-	-	-	
Balance as at 31st March 2025	621.57	58.07	3921.89	11997.19	773.94	65.05	320.44	17758.15	382.80	65.95	448.75	
2. Accumulated Depreciation												
Balance as at 1st April 2023	-	43.30	1776.21	10920.75	661.08	210.81	418.71	14030.86	382.80	25.88	408.68	
Depreciation/ amortisation for the year	-	1.02	114.64	481.41	38.55	0.70	3.41	639.73	-	4.32	4.32	
Disposals/ impairment	-	-	-	(363.55)	(55.92)	(4.93)	(14.59)	(438.99)	-	-	-	
Relating to discontinued operations	-	-	-	(1993.68)	(27.24)	(143.73)	(105.59)	(2270.24)	-	-	-	
Balance as at 31st March 2024	-	44.32	1890.85	9044.93	616.47	62.85	301.94	11961.36	382.80	30.20	413.00	
Balance as at 1st April 2024	-	44.32	1890.85	9044.93	616.47	62.85	301.94	11961.36	382.80	30.20	413.00	
Depreciation/ amortisation for the year	-	1.02	116.46	350.49	34.18	0.47	2.09	504.71	-	4.31	4.31	
Disposals/ impairment	-	-	-	(130.95)	(8.20)	-	-	(139.15)	-	-	-	
Relating to discontinued operations	-	-	-	-	-	-	-	0.00	-	-	-	
Balance as at 31st March 2025	-	45.34	2007.31	9264.47	642.45	63.32	304.03	12326.92	382.80	34.51	417.31	
3. Carrying amount (net)												
At 31st March 2024	620.94	13.75	2023.55	3294.90	167.40	2.20	17.71	6140.45	-	35.75	35.75	
At 31st March 2025	621.57	12.73	1914.58	2732.72	131.49	1.73	16.41	5431.23	-	31.44	31.44	

Notes to Standalone Financial Statements

for the Year ended 31 March, 2025

3. Property, plant and equipment & Intangible assets (Contd..)

- 3.1) Some of the assets acquired out of finance are under Hypothecation.
- 3.2) Details of security of property, plant and equipment subject to charge to secured borrowings - refer note. 16.1
- 3.3) Land includes cost of land admeasuring Acres 2.11 cents, which has been disputed by third parties pending disposal.
- 3.4) Title deeds of Immovable Properties not held in name of the Company

₹ In lakhs

Relevant line item in the Balance sheet	Description of item of property	Gross carrying value	Title deeds held in the name of	Relationship with Title holder	Property held Since which date	Reasons for not being held in the name of the company
Property, Plant & Equipment	Land	6.77	Promoter & Non Executive Director	NA	Since 1997	Transfer formalities are pending
Property, Plant & Equipment	Land	2.67	Erstwhile seller	NA	Since 1997	Transfer formalities are pending
Property, Plant & Equipment	Land	19.00	Government Land	NA	Since 2004	Transfer formalities are pending
Total		28.44				

- 3.5) Capital work-in-progress Nil (previous year ₹ Nil lakhs)

Capital work-in-progress ageing schedule as at 31st March 2025

₹ In lakhs

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

Capital work-in-progress ageing schedule as at 31st March 2024

₹ In lakhs

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

Capital work in progress, whose completion is overdue or has exceeded its cost compared to its original plan is ₹ Nil (previous year ₹ Nil)

B. ROU Leased Assets *

₹ In lakhs

Particulars	Buildings
1. Deemed cost (Gross carrying amount)	
Balance as at 1st April 2023	538.90
Additions	88.00
Disposals/ transfer	(84.85)
Relating to discontinued operations	(386.75)
Balance as at 31st March 2024	155.30
Balance as at 1st April 2024	155.30
Additions	-
Disposals/ transfer	(67.29)
Relating to discontinued operations	-
Balance as at 31st March 2025	88.01
2. Accumulated Depreciation	
Balance as at 1st April 2023	280.60
Depreciation/ amortisation for the year	33.22
Disposals/ transfers	(84.85)
Relating to discontinued operations	(178.13)
Balance as at 31st March 2024	50.84

Notes to Standalone Financial Statements

for the Year ended 31 March, 2025

3. Property, plant and equipment & Intangible assets (Contd..)

		₹ In lakhs
Particulars		Buildings
Balance as at 1st April 2024		50.84
Depreciation/ amortisation for the year		33.22
Disposals/ transfers		(40.05)
Relating to discontinued operations		-
Balance as at 31st March 2025		44.01
3. Carrying amount (net)		
At 31st March 2024		104.46
At 31st March 2025		44.00

*refer Note 40

4. Investments

		₹ In lakhs
Particulars	As at March 31, 2025	As at March 31, 2024
Trade - unquoted		
Non-current - at cost		
In subsidiary companies -		
Equity shares of Pokarna Engineered Stone Limited		
100000 (previous year 100000) Equity Shares of ₹ 10/- each	10.00	10.00
4070584 (previous year 4070584) Equity Shares of ₹ 10/-each (at a premium of ₹ 140/-)	6105.88	6105.88
Equity shares of Pokarna Foundation		
5000 (previous year 5000) Equity Shares of ₹ 10/- each	0.50	0.50
Total	6116.38	6116.38

5. Loans

		₹ In lakhs
Particulars	As at March 31, 2025	As at March 31, 2024
A. Non-current loans		
Loan receivables considered good -unsecured		
Other loans	128.35	128.35
Total	128.35	128.35
B. Current loans		
Loan receivables considered good -unsecured		
Other loans	203.04	131.55
Total	203.04	131.55

6. Other financial assets

A. Non-current financial assets

		₹ In lakhs
Particulars	As at March 31, 2025	As at March 31, 2024
Unsecured, considered good		
Deposits with maturity for more than 12 months		
Margin money given against a bank guarantee/letter of credit	1.20	1.75
Interest accrued on fixed deposits	0.24	0.22
Security deposit	637.82	630.62
Total	639.26	632.59

6.1 Security deposit includes ₹ 112.67 lakhs (previous year ₹ 115.60 lakhs) pledged to mines & geology and other departments.

Notes to Standalone Financial Statements

for the Year ended 31 March, 2025

6. Other financial assets (Contd..)

B. Current financial assets

₹ In lakhs

Particulars	As at March 31, 2025	As at March 31, 2024
Unsecured, considered good		
Other current financial assets	117.47	-
Interest accrued on fixed deposits	5.51	4.70
Total	122.98	4.70

7. Deferred tax Assets (net)

₹ In lakhs

Particulars	As at March 31, 2025	As at March 31, 2024
Deferred Tax Asset		
Receivables	67.47	50.06
Provisions	107.83	124.49
Carryover losses	325.57	208.04
	500.87	382.59
Deferred Tax Liabilities		
Property, plant & equipment	486.55	276.53
	486.55	276.53
Total	14.32	106.06

₹ In lakhs

Particulars	As at March 31, 2025	As at March 31, 2024
At the start of the year	106.06	(141.89)
Charge/ (Credit) to statement of P&L	(91.74)	247.95
At the end of the year	14.32	106.06

Component of Deferred tax asset

Deferred tax asset in relation to:	As at March 31, 2024	Charge/(credit) to profit or loss	As at March 31, 2025
Property, plant and equipment	(276.53)	210.02	(486.55)
Provisions	124.49	16.66	107.83
Carryover losses	208.04	(117.53)	325.57
Receivables	50.06	(17.41)	67.47
Total	106.06	91.74	14.32

8. Other assets

₹ In lakhs

Particulars	As at March 31, 2025	As at March 31, 2024
A. Non-current assets		
Unsecured, considered good		
Capital advances	0.39	4.39
Defer lease rentals	0.92	1.85
Total	1.31	6.24
B. Current assets		
Unsecured, considered good		
Indirect taxes receivable	53.48	66.82
Advance to suppliers	136.20	176.36
Prepaid expenses	311.82	280.86
Doubtful Advances	63.81	-
Less: Provision for doubtful advances	63.81	-
Total	501.50	524.04

Notes to Standalone Financial Statements

for the Year ended 31 March, 2025

9. Inventories

Particulars	₹ In lakhs	
	As at March 31, 2025	As at March 31, 2024
Raw materials	337.34	447.80
Work-in-progress	12.83	35.65
Finished goods	1793.22	1720.64
Traded goods	-	-
Consumables, stores & spares	366.67	322.69
Packing material	20.87	18.76
Total	2530.93	2545.54
Details of materials in transit included in inventories above		
Raw materials	-	2.75
Consumables, stores & spares	49.30	66.99

10. Trade receivables

Particulars	₹ In lakhs	
	As at March 31, 2025	As at March 31, 2024
Considered good -secured	-	-
Considered good -unsecured	483.37	649.02
Which have significant increase in credit risk	204.27	198.67
Credit impaired	-	-
Allowance for credit losses	(204.27)	(198.67)
Total	483.37	649.02

10.1 There are no outstanding debts due from directors or other officers of the Company.

10.2 Trade receivables ageing schedule as at March 31, 2025

Particulars	₹ In lakhs				
	Outstanding for following periods from due date of payment				
	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years
(i) Undisputed Trade receivables - Considered good	329.81	21.39	56.82	16.47	58.88
(ii) Undisputed Trade receivables - Which have significant increase in credit risk	16.48	0.79	21.82	19.79	145.39
(iii) Undisputed Trade receivables - Credit impaired	-	-	-	-	-
	346.29	22.18	78.64	36.26	204.27
Less: Allowance for Credit losses					(204.27)
Total Trade receivable					483.37

Trade receivables ageing schedule as at March 31, 2024

Particulars	₹ In lakhs				
	Outstanding for following periods from due date of payment				
	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years
(i) Undisputed Trade receivables - Considered good	484.67	77.79	65.83	20.73	-
(ii) Undisputed Trade receivables - Which have significant increase in credit risk	-	-	-	-	198.67
(iii) Undisputed Trade receivables - Credit impaired	-	-	-	-	-
	484.67	77.79	65.83	20.73	198.67
Less: Allowance for Credit losses					(198.67)
Total Trade receivable					649.02

Notes to Standalone Financial Statements

for the Year ended 31 March, 2025

11. Cash and cash equivalents

Particulars	₹ In lakhs	
	As at March 31, 2025	As at March 31, 2024
Cash in hand	0.76	6.09
Balances with banks:		
On current accounts	93.28	55.86
On Cash Credit accounts	-	-
Total	94.04	61.95

11.1 For the purpose of statement of cash flows, cash and cash equivalents comprise of following

Particulars	₹ In lakhs	
	As at March 31, 2025	As at March 31, 2024
Cash and cash equivalents	94.04	61.95
Less: Cash credit [refer note. 16 (B)]	(1895.25)	(1769.80)
Total	(1801.21)	(1707.85)

12. Other bank balances

Particulars	₹ In lakhs	
	As at March 31, 2025	As at March 31, 2024
Margin money given against a bank guarantee/letter of credit		
with maturity for more than 3 months but less than 12 months	94.96	83.98
In unpaid dividend account	8.75	6.36
In Deposit Accounts	53.06	53.06
Total	156.77	143.40

13. Current tax assets

Particulars	₹ In lakhs	
	As at March 31, 2025	As at March 31, 2024
Tax refundable	100.59	68.95
Total	100.59	68.95

14. Share capital

Particulars	₹ In lakhs	
	As at March 31, 2025	As at March 31, 2024
Authorized:		
10,00,00,000 (previous year 10,00,00,000)		
Equity Shares of ₹ 2/- each (₹ 2/-) par value	2000.00	2000.00
Issued, Subscribed and fully paid-up:		
3,10,04,000 (previous year 3,10,04,000)		
Equity Shares of ₹ 2/- each (₹ 2/-) fully paid-up	620.08	620.08
Total	620.08	620.08

14.1 Reconciliation of the shares outstanding at the beginning and at the end of the reporting period

Equity shares	₹ In lakhs	
	No. of shares	No. of shares
At the beginning of the period	31004000	31004000
Issued during the period	-	-
Outstanding at the end of the period	31004000	31004000

Notes to Standalone Financial Statements

for the Year ended 31 March, 2025

14. Share capital (Contd..)

14.2 Terms / rights attached to equity shares:

The company has only one class of equity shares having a par value of ₹ 2/- per share. Each holder of equity shares is entitled to one vote per share. The company declares and pays dividends in Indian rupees. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting.

In the event of liquidation of the company, the holders of equity shares 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 shares held by the shareholder

14.3 Details of shareholders holding more than 5% shares in the company

Particulars	As at March 31, 2025		As at March 31, 2024	
	No. of shares	% holding	No. of shares	% holding
Equity shares of ₹ 2 /- each fully paid				
Gautam Chand Jain	15943885	51.43	15883885	51.23
Kotak Mahindra Mutual Fund	2870167	9.26	1569975	5.06

₹ In lakhs

14.4 Details of shareholders holding of Promoters in the company

Equity shares

						₹ In lakhs
S.No.	Promoter Name	No. of shares as at March 31, 2025	% of total shares as at March 31, 2025	No. of shares as at March 31, 2024	% of total shares as at March 31, 2024	% of change during the year
1	Gautam Chand Jain	15943885	51.43%	15883885	51.23%	0.39%
2	Vidya Jain	500000	1.61%	500000	1.61%	0.00%
3	Rahul Jain	498500	1.61%	498500	1.61%	0.00%
4	Neha Jain	500000	1.61%	500000	1.61%	0.00%
5	Megha Jain	125000	0.40%	125000	0.40%	0.00%
6	Harshita Jain	5	0.00%	-	-	0.00%
7	Raaj Kumar Jain Kantilal	-	-	60000	0.19%	-100.00%

₹ In lakhs

15. Other equity

Refer Statement of Changes in Equity for detailed movement in Equity balance

A. Summary of Other Equity balance

Particulars	As at	As at
	March 31, 2025	March 31, 2024
Securities Premium	73.96	73.96
General reserve	980.36	980.36
Retained Earnings	9160.50	10022.71
Items of Other comprehensive income		
- Remeasurement of defined benefit plans	302.31	280.30
Total	10517.13	11357.33

₹ In lakhs

B. Nature and purpose of reserves

- Securities Premium** : The amount received in excess of face value of the equity shares is recognised in Securities Premium Reserve.
- General Reserve**: The company has transferred a portion of the net profit of the Company before declaring dividend to general reserve pursuant to the earlier provisions of Companies Act 1956. Mandatory transfer to general reserve is not required under the Companies Act 2013.
- Retained Earnings**: Retained earnings are the profits that the Company has earned till date, less any transfers to general reserve, dividends or other distributions paid to shareholders.

Notes to Standalone Financial Statements

for the Year ended 31 March, 2025

15. Other equity (Contd..)

d) Items of Other Comprehensive Income:

Remeasurement of Net Defined Benefit Plans: Differences between the interest income on plan assets and the return actually achieved, and any changes in the liabilities over the year due to changes in actuarial assumptions or experience adjustments within the plans, are recognised in other comprehensive income and are adjusted to retained earnings.

16. Borrowings

A. Non-current

Particulars	₹ In lakhs	
	As at March 31, 2025	As at March 31, 2024
Secured loans - From banks (refer note. 16.1)		
Term loans in Indian rupees	26.96	40.54
Unsecured loans		
Loans & advances from related parties		
Loans from directors	2033.64	1868.68
Total	2060.60	1909.22

B. Current

Particulars	₹ In lakhs	
	As at March 31, 2025	As at March 31, 2024
Secured loans - From banks		
Current maturities of long term borrowings:		
Secured - From banks (refer note.16.1)	13.59	185.73
Working capital Loans - repayable on demand (refer note. 16.1)		
Cash Credit Facilities in Indian rupees	1895.25	1769.80
Packing Credit Loans in Foreign currency	98.64	158.28
Bill Discounting facilities in Foreign currency	29.49	141.87
Total	2036.97	2255.68

Nature of security and terms of repayment for secured borrowings:

- 16.1** Term loan in Indian rupees of ₹ Nil lakhs & working capital facilities of ₹ 2023.38 lakhs from Union Bank of India are secured by hypothecation of first charge on all immovable and movable properties including machineries, current assets such as inventories, book debts and other receivables of the company, both present and future and personal properties of some of the directors and personal guarantees of the Directors Mr. Gautam Chand Jain, Mr. Prakash Chand Jain and Mr. Rahul Jain.

Cash credit facility in Indian rupees carries interest @ 1Y MCLR+1.25% i.e., 10.15%, Packing credit loans in foreign currency and Bill discounting facilities in Foreign currency carries interest @ SOFR+100 bps i.e., 5.2605%.

Term loans in Indian rupees of ₹ 40.55 lakhs are for purchase of assets, secured by hypothecation of respective assets.

Loan amounting to ₹ 2033.64 lakhs from Directors of the Company is Unsecured and carries Interest @ 9.50%. The said loan is repayable within 4 years from end of the year.

The Company has satisfied all the covenants prescribed in terms of borrowings.

16.2 Maturity profile of term loans from banks are as set out below:

	Terms of Repayment	₹ In lakhs			
		2025-26	2026-27	2027-28	2028-29
Term Loans of ₹ 40.55 lakhs (interest rate of 9.12%)	Repayable monthly instalments till Dec 27	13.59	14.88	12.08	-

Notes to Standalone Financial Statements

for the Year ended 31 March, 2025

17. Lease liabilities

Particulars	₹ In lakhs	
	As at March 31, 2025	As at March 31, 2024
A. Non-current		
Lease liability (refer note. 40)	25.16	79.45
Total	25.16	79.45
B. Current		
Lease liability (refer note. 40)	22.92	32.66
Total	22.92	32.66

18. Other financial liabilities

Particulars	₹ In lakhs	
	As at March 31, 2025	As at March 31, 2024
Current		
Interest accrued but not due on borrowings	-	0.19
Unpaid dividend	8.75	6.36
Total	8.75	6.55

19. Provisions

A. Non-current

Particulars	₹ In lakhs	
	As at March 31, 2025	As at March 31, 2024
For employee benefits		
Gratuity (refer note. 26(1a))	287.95	280.40
Compensated absence (refer note. 26 (1b))	29.97	35.41
Others		
Restoration liability	26.30	23.85
Total	344.22	339.66

19.1 Particulars	₹ In lakhs			
	Opening Balance	Provision during the year	Provision utilized	Closing Balance
Restoration liability	23.85	2.45	-	26.30

B. Current

Particulars	₹ In lakhs	
	As at March 31, 2025	As at March 31, 2024
For employee benefits		
Gratuity (refer note. 26 (1a))	44.35	36.81
Compensated absence (refer note. 26 (1b))	3.56	1.70
Total	47.91	38.51

20. Trade payables

Particulars	₹ In lakhs	
	As at March 31, 2025	As at March 31, 2024
a) total outstanding dues of micro enterprises and small enterprises	5.76	0.91
b) total outstanding dues of creditors other than micro enterprises and small enterprises	403.84	404.62
Total	409.60	405.53

Notes to Standalone Financial Statements

for the Year ended 31 March, 2025

20. Trade payables (Contd..)

20.1 - Trade payables ageing schedule as at March 31, 2025

₹ In lakhs

Particulars	Outstanding for following periods from due date of payment				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) MSME - Undisputed dues	5.76	-	-	-	5.76
(ii) Others - Undisputed dues	325.97	71.73	6.14	0.00	403.84
Total	331.73	71.73	6.14	0.00	409.60

Trade payables ageing schedule as at March 31, 2024

₹ In lakhs

Particulars	Outstanding for following periods from due date of payment				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) MSME - Undisputed dues	0.91	-	-	-	0.91
(ii) Others - Undisputed dues	389.46	14.12	0.00	1.04	404.62
Total	390.37	14.12	0.00	1.04	405.53

Disclosure in accordance with Section 22 of micro, small and medium enterprises development Act, 2006

₹ In lakhs

Particulars	As at March 31, 2025	As at March 31, 2024
a) Principal amount and interest due to suppliers registered under the MSMED Act and remaining unpaid at the year end	-	-
b) Interest due to suppliers registered under the MSMED Act and remaining unpaid as at the year end	-	-
c) Principal amount paid to suppliers registered under the MSMED Act, beyond the appointed day during the year	-	-
d) Interest paid, under section 16 of MSMED Act, to suppliers registered under the Act, beyond the appointed day during the year	-	-
e) Interest due and payable towards suppliers registered under MSMED Act, for payments already made	-	-
f) Interest accrued and remaining unpaid at the end of accounting year	-	-
g) Further interest remaining due and payable for earlier years	-	-

The information as required to be disclosed under the Micro, Small and Medium Enterprises Development Act, 2006 has been determined to the extent such parties have been identified on the basis of information available with the company, regarding the status of registration of such vendor under the said Act, as per the intimation received from them on the request made by the company.

21. Other liabilities

₹ In lakhs

Particulars	As at March 31, 2025	As at March 31, 2024
Current		
Advance received from customers	12.41	13.37
Creditors for capital expenditure	0.99	1.87
Statutory liabilities	55.68	34.71
Other liabilities	437.09	465.72
Total	506.17	515.67

Notes to Standalone Financial Statements

for the Year ended 31 March, 2025

22. Revenue from operations

Particulars	₹ In lakhs	
	Year ended March 31, 2025	Year ended March 31, 2024
Sale of products	2900.93	3796.57
Sale of services	-	-
Total	2900.93	3796.57

23. Other income

Particulars	₹ In lakhs	
	Year ended March 31, 2025	Year ended March 31, 2024
Interest income on		
Bank deposits	9.77	8.45
Others	7.71	8.01
Income tax refund	3.59	0.77
Dividend Received	834.12	417.06
Scrap sales	16.55	0.00
Other Income	-	256.54
Insurance claim	1.31	-
Gain on modification of lease	4.12	-
Profit on Sale of Property, Plant & Equipment	43.64	58.51
Export Benefits	8.55	1.64
Rent	6.00	-
Exchange Gain (net)	8.08	13.19
Total	943.44	764.17

24. Cost of raw material consumed

Particulars	₹ In lakhs	
	Year ended March 31, 2025	Year ended March 31, 2024
Opening stock	447.81	405.57
Add: Purchases	188.56	319.71
	636.37	725.28
Less: Closing stock	337.34	447.80
Total	299.03	277.48

25. Changes in stock of finished goods, work-in-progress and stock-in-trade

Particulars	₹ In lakhs	
	Year ended March 31, 2025	Year ended March 31, 2024
Inventories at the beginning of the year		
Finished goods	1720.64	2137.79
Work-in-progress	35.65	39.08
Stock-in-trade	-	-
	1756.29	2176.87
Inventories at the end of the year		
Finished goods	1793.22	1720.64
Work-in-progress	12.83	35.65
Stock-in-trade	-	-
	1806.05	1756.29
Total	(49.76)	420.58

Notes to Standalone Financial Statements

for the Year ended 31 March, 2025

26. Employee benefits expense

Particulars	₹ In lakhs	
	Year ended March 31, 2025	Year ended March 31, 2024
Salaries, wages, bonus & allowances	943.87	1100.36
Contribution to provident fund and other funds	60.72	61.99
Retirement benefits	58.75	57.32
Staff welfare expense	55.38	55.29
Total	1118.72	1274.96

26.1

Particulars	₹ In lakhs	
	Year ended March 31, 2025	Year ended March 31, 2024
Defined contribution plan		
Employer's contribution to provident fund	55.98	56.68

Defined benefit plan

The employees' gratuity fund scheme managed by a trust (Funded with Life Insurance Corporation of India for Granite Division of the company) is a defined benefit plan. The present value of obligation is determined based on actuarial valuation using the projected unit credit method, which recognizes each period of service as giving rise to additional unit of employee benefit entitlement and measures each unit separately to build up the final obligation. The obligation for compensated absence is recognized in the same manner as gratuity.

a) Retiring gratuity:

(i) The following table sets out the amounts recognised in the financial statements in respect of retiring gratuity plan:

Particulars	₹ In lakhs	
	Year ended March 31, 2025	Year ended March 31, 2024
Change in defined benefit obligations:		
Obligation at the beginning of the year	379.11	364.91
Current service costs	25.52	25.21
Interest costs	25.14	26.52
Remeasurement (gain)/losses	(17.00)	22.92
Benefit paid	(56.32)	(60.45)
Obligation at the end of the year	356.45	379.11

Particulars	₹ In lakhs	
	Year ended March 31, 2025	Year ended March 31, 2024
Change in plan assets:		
Fair value of plan assets at the beginning of the year	61.90	116.26
Interest income	2.88	6.17
Remeasurement (gain)/losses	0.45	(0.45)
Employers' contributions	14.85	0.37
Benefits paid	(55.93)	(60.45)
Fair value of plan assets at the end of the year	24.15	61.90

Amounts recognised in the balance sheet consists of:

Particulars	₹ In lakhs	
	As at March 31, 2025	As at March 31, 2024
Fair value of plan assets	(24.15)	(61.90)
Present value of obligation	356.45	379.11
	332.30	317.21
Recognised as:		
Retirement benefit liability - Current	44.35	36.81
Retirement benefit liability - Non-current	287.95	280.40

Notes to Standalone Financial Statements

for the Year ended 31 March, 2025

26. Employee benefits expense (Contd..)

Expenses recognised in the statement of profit and loss consists of:

Particulars	₹ In lakhs	
	As at March 31, 2025	As at March 31, 2024
Employee benefits expenses:		
Current service costs	25.52	26.52
Interest costs	22.26	19.04
Past service cost	-	-
	47.78	45.56
Other comprehensive income:		
(Gain)/loss on plan assets	(0.45)	0.45
Actuarial (gain)/loss arising from changes in demographic Assumption	-	-
Actuarial (gain)/loss arising from changes in financial assumption	11.46	5.59
Actuarial (gain)/loss arising from changes in experience adjustments	(28.46)	12.88
	(17.45)	18.92
Expenses recognised in the statement of profit and loss	30.33	64.48

(ii) The key assumptions used in accounting for retiring gratuity is as below:

Particulars	₹ In lakhs	
	As at March 31, 2025	As at March 31, 2024
Discount rate (per annum)	6.49%	6.97%
Rate of escalation in salary (per annum)	8.00%	8.00%

- (iii) The estimates of future salary increases considered in actuarial valuation, take into account inflation, seniority, promotion and other relevant factors
- (iv) The company expects to contribute ₹15.00 lakhs to its gratuity plan for the next year.
- (v) The table below outlines the effect on obligation in the event of a decrease/increase of 1% in the assumptions used.

As at March 31, 2025

Assumption	Value of obligation		Impact on obligation	
	Increase by 1%	decrease by 1%	Increase by 1%	decrease by 1%
Discount rate	333.29	382.57	(23.16)	26.12
Salary rate	381.63	333.67	25.18	(22.78)

As at March 31, 2024

Assumption	Value of obligation		Impact on obligation	
	Increase by 1%	decrease by 1%	Increase by 1%	decrease by 1%
Discount rate	353.78	407.75	(25.33)	28.64
Salary rate	406.83	354.10	27.72	(25.01)

The above sensitivities may not be representative of the actual change as it is unlikely that the change in assumptions would occur in isolation of one another as some of the assumptions may be correlated.

b) Compensated absence:

(i) The following table sets out the amounts recognised in the financial statements in respect of compensated absence:

Particulars	₹ In lakhs	
	Year ended March 31, 2025	Year ended March 31, 2024
Change in defined benefit obligations:		
Obligation at the beginning of the year	37.11	29.91
Current service costs	8.44	9.68
Interest costs	2.53	2.08

Notes to Standalone Financial Statements

for the Year ended 31 March, 2025

26. Employee benefits expense (Contd..)

Particulars	₹ In lakhs	
	Year ended March 31, 2025	Year ended March 31, 2024
Remeasurement (gain)/losses	(11.96)	(2.95)
Benefit paid	(2.59)	(1.61)
Obligation at the end of the year	33.53	37.11

Particulars	₹ In lakhs	
	As at March 31, 2025	As at March 31, 2024
Change in plan assets:		
Fair value of plan assets at the beginning of the year		
Interest income		
Remeasurement gain/(losses)		
Employers' contributions	2.59	1.61
Benefits paid	(2.59)	(1.61)
Fair value of plan assets at the end of the year	-	-

Amounts recognised in the balance sheet consists of:

Particulars	₹ In lakhs	
	As at March 31, 2025	As at March 31, 2024
Fair value of plan assets	-	-
Short term compensated absence liability	-	-
Present value of obligation	33.53	37.11
	33.53	37.11
Recognised as:		
Retirement benefit liability - Current	3.56	1.70
Retirement benefit liability - Non-current	29.97	35.41

Expenses recognised in the statement of profit and loss consists of:

Particulars	₹ In lakhs	
	As at March 31, 2025	As at March 31, 2024
Employee benefits expenses:		
Current service costs	8.44	9.68
Interest costs	2.53	2.08
Past Service cost	-	-
	10.97	11.76
Other comprehensive income:		
(Gain)/loss on plan assets	-	-
Actuarial (gain)/loss arising from changes in demographic Assumption	-	-
Actuarial (gain)/loss arising from changes in financial assumption	1.12	0.57
Actuarial (gain)/loss arising from changes in experience adjustments	(13.09)	(5.54)
	(11.97)	(4.97)
Expenses recognised in the statement of profit and loss	(1.00)	6.79

(ii) The key assumptions used in accounting for compensated absence is as below:

Particulars	₹ In lakhs	
	As at March 31, 2025	As at March 31, 2024
Discount rate (per annum)	6.49%	6.97%
Rate of escalation in salary (per annum)	8.00%	8.00%

Notes to Standalone Financial Statements

for the Year ended 31 March, 2025

26. Employee benefits expense (Contd..)

- (iii) The estimates of future salary increases considered in actuarial valuation, take into account inflation, seniority, promotion and other relevant factors
- (iv) The table below outlines the effect on obligation in the event of a decrease/increase of 1% in the assumptions used.

As at March 31, 2025

Assumption	Value of obligation		Impact on obligation	
	Increase by 1%	decrease by 1%	Increase by 1%	decrease by 1%
Discount rate	31.27	36.12	(2.26)	2.59
Salary rate	36.03	31.31	2.50	(2.22)

As at March 31, 2024

Assumption	Value of obligation		Impact on obligation	
	Increase by 1%	decrease by 1%	Increase by 1%	decrease by 1%
Discount rate	34.53	40.07	(2.58)	2.96
Salary rate	39.98	34.57	2.87	(2.54)

The above sensitivities may not be representative of the actual change as it is unlikely that the change in assumptions would occur in isolation of one another as some of the assumptions may be correlated.

27. Depreciation & amortization expense

₹ In lakhs

Particulars	Year ended March 31, 2025	Year ended March 31, 2024
Depreciation on Property, plant & equipment (owned assets)	504.71	639.73
Depreciation on Property, plant & equipment (leased assets) (refer note. 40)	33.22	33.22
Amortization on intangible assets	4.31	4.32
Total	542.24	677.27

28. Finance costs

₹ In lakhs

Particulars	Year ended March 31, 2025	Year ended March 31, 2024
Interest on borrowings:		
- Banks	217.53	239.28
- Others	193.42	142.24
Interest expense on lease liability (refer note.40)	11.69	14.76
Interest on taxes / duties	7.07	0.62
Exchange Fluctuation considered as Interest cost	-	-
Total	429.71	396.90

29. Other expenses

₹ In lakhs

Particulars	Year ended March 31, 2025	Year ended March 31, 2024
Consumption of stores & spares	524.47	433.04
Packing material	36.25	65.12
Processing & job work exp.	71.07	79.56
Power and fuel	448.68	375.83
Repairs and maintenance:		
- Plant and machinery	22.90	12.40
- Building	2.63	1.06
- Others	0.45	1.38
Cutter and driller charges	45.44	22.15
Rent (refer note. 40)	18.77	25.04

Notes to Standalone Financial Statements

for the Year ended 31 March, 2025

29. Other expenses (Contd..)

Particulars	₹ In lakhs	
	Year ended March 31, 2025	Year ended March 31, 2024
Deferred lease expense written off	0.92	0.92
Rates and taxes	77.34	67.42
Insurance	21.71	25.23
Communication charges	11.96	21.09
Printing & stationery	2.97	3.47
Travelling & conveyance expenses	10.04	16.22
Electricity charges	29.85	5.06
Vehicle maintenance	100.34	53.02
Auditors remuneration	9.01	8.89
Advertisement	5.00	3.42
Professional & consultancy	78.37	74.45
Directors sitting fees	25.00	12.00
Donations	2.63	5.49
Fees & subscriptions	23.73	22.65
Government royalty and dead rent	303.85	413.56
Carriage outwards	96.72	168.42
Sales commission	3.91	4.51
Discounts and claims	9.62	0.33
Business promotion expenses	0.06	6.45
Allowances for credit loss	69.19	24.54
Impairment / loss on sale of PPE	0.92	22.59
Bank charges	6.32	3.51
Exchange Loss (Net)	-	0.00
Miscellaneous expenses	16.90	39.29
Total	2077.02	2018.11

29.1 - Auditors remuneration

Particulars	₹ In lakhs	
	Year ended March 31, 2025	Year ended March 31, 2024
Statutory audit	8.75	8.75
Certification	-	-
Out of pocket expenses	0.26	0.14

29.2 - Corporate social responsibility (CSR)

Particulars	₹ In lakhs	
	Year ended March 31, 2025	Year ended March 31, 2024
(i) Amount required to be spent by the company during the year	-	-
(ii) Amount of expenditure incurred	-	-
(iii) Shortfall at the end of the year	-	-
(iv) Total of previous years shortfall	-	-
(v) Reasons for shortfall	NA	NA
(vi) Nature of CSR activities	NA	NA
(vii) Details of related party transactions	NA	NA
(viii) Where a provision is made with respect to liability incurred by entering into a contractual obligation, the movement in the provision during the year shall be shown separately	NA	NA

CSR provisions are not applicable to the company for FY 2024-25 & 23-24 as the company is not satisfying the criteria specified under Section 135(1) of Companies Act

Notes to Standalone Financial Statements

for the Year ended 31 March, 2025

30. Income taxes

Particulars	₹ In lakhs	
	Year ended March 31, 2025	Year ended March 31, 2024
A) Income tax expense/(benefit) recognised in the statement of profit and loss		
Current tax from continuing operations	(3.70)	(7.52)
Deferred tax from continuing operations	84.34	(242.81)
Deferred tax from discontinued operations	-	-
Deferred tax on comprehensive income	7.41	(5.14)
Total	88.05	(255.47)
B) Reconciliation of income tax expense		
Profit / (loss) before tax	(615.14)	(569.67)
Profit / (loss) before tax from discontinued operations	19.59	(354.66)
Other comprehensive Income	29.42	(13.95)
Effective tax rate	25.168%	25.168%
Computed effective tax expense	(3.70)	(7.52)
Tax effect of:		
Expenses disallowed	-	-
Allowable items from IT act	-	-
Current tax provision (A)	(3.70)	(7.52)
Continued operations		
Incremental deferred tax liability on account of tangible and intangible assets	210.02	(68.61)
Incremental deferred tax asset on account of financial assets and other items	(118.27)	(179.34)
Discontinued operations		
Incremental deferred tax liability on account of tangible and intangible assets	-	-
Incremental deferred tax asset on account of financial assets and other items	-	-
Deferred tax provision (B)	91.75	(247.95)
Tax expense recognised in the statement of profit and loss (A+B)	88.05	(255.47)
Effective tax rate	-	-

31. Earnings per share (EPS)

Particulars	₹ In lakhs	
	Year ended March 31, 2025	Year ended March 31, 2024
(i) Face value of equity share (in ₹)	2.00	2.00
(ii) Weighted average number of equity shares outstanding	31004000	31004000
(iii) Profit/ (Loss) for the year (continuing operations)	(695.78)	(319.34)
(iv) Weighted average earnings per share for continuing operations(basic and diluted) (in ₹)	(2.24)	(1.03)
(v) Profit/ (Loss) for the year (discontinued operations)	19.59	(354.66)
(vi) Weighted average earnings per share for discontinued operations(basic and diluted) (in ₹)	0.06	(1.14)
(vii) Profit for the year (total operations)	(676.19)	(674.00)
(viii) Weighted average earnings per share (basic and diluted) (in ₹)	(2.18)	(2.17)

32. Details of Remuneration paid to Executive and Non-Executive Directors

During the year 2024-25

		₹ In lakhs				
		Remuneration	Perquisites	Commission	Sitting Fee	Total
Gautam Chand Jain	Chairman & Managing Director	-	-	-	-	-
Rahul Jain	Managing Director	-	-	-	-	-
Apurva Jain	Executive Director	27.87	-	-	-	27.87
Prakash Chand Jain	Non-Executive Director	-	-	-	3.00	3.00
Agnihotra Dakshina	Non-Executive Independent Director	-	-	-	6.00	6.00
Murty Chavali						
Prashanth Nandigala	Non-Executive Independent Director	-	-	-	6.00	6.00
Paulomi Romi Dhawan	Non-Executive Independent Director	-	-	-	6.00	6.00
Jayshree Rajesh Sanghani	Non-Executive Independent Director	-	-	-	4.00	4.00
Total		27.87	-	-	25.00	52.87

Notes to Standalone Financial Statements

for the Year ended 31 March, 2025

32. Details of Remuneration paid to Executive and Non-Executive Directors (Contd..)

During the year 2023-24

		₹ In lakhs				
		Remuneration	Perquisites	Commission	Sitting Fee	Total
Gautam Chand Jain	Chairman & Managing Director	-	-	-	-	-
Rahul Jain	Managing Director	120.00	-	-	-	120.00
Apurva Jain	Executive Director	24.00	-	-	-	24.00
Prakash Chand Jain	Non-Executive Director	-	-	-	2.00	2.00
Meka Yugandhar	Non-Executive Independent Director	-	-	-	3.00	3.00
Vinayak Rao Juvvadi	Non-Executive Independent Director	-	-	-	3.00	3.00
Mahender Chand Chorida	Non-Executive Independent Director	-	-	-	1.50	1.50
Jayshree Rajesh Sanghani	Non-Executive Independent Director	-	-	-	2.50	2.50
Total		144.00	-	-	12.00	156.00

33. Related party disclosures :

As per IND AS 24, the disclosures of transactions with the related parties are given below:

List of related parties where control exists and related parties with whom transactions have taken place and relationships:

a) Enterprises where control exists:

Pokarna Engineered Stone Limited – wholly owned subsidiary, Pokarna Foundation - subsidiary

b) Names of the associates:

Pokarna Fabrics Pvt Limited

c) Names of Key management personnel

Gautam Chand Jain, Rahul Jain, Vishwanath Reddy, Pratima Khandu Gulankar*, Disha Jindal*

d) Close members of KMP

Raaj Kumar Jain, Ashok Chand Jain, Vidya Jain, Rekha Jain, Ritu Jain, Neha Jain, Megha Jain, Pratik Jain

e) Name of executive & non-executive director

Prakash Chand Jain, Apurva Jain

*Disha Jindal resigned as Company secretary w.e.f. 8th May 2024. Pratima Khandu gulankar appointed as Company Secretary w.e.f. 1st August, 2024.

A. Compensation of key management personnel of the company

The amount mentioned below represents remuneration paid and debited to the company. The compensation includes salary, employer's contribution to PF, LTA, bonus, medical and termination benefits. The CMD, MD, ED, CFO and Company Secretary are regarded as Key management personnel in terms of Companies act, 2013.

Particulars	₹ In lakhs	
	Year ended March 31, 2025	Year ended March 31, 2024
Short-term employee benefits	105.31	219.61
Post-employment pension, provident fund and medical benefits	0.66	0.66
Termination benefits*	-	-
Total compensation paid to key management personnel	105.97	220.27

* Expenses towards gratuity and leave encashment provisions are determined actuarial on an overall Company basis and, accordingly, have not been considered in the above information.

Notes to Standalone Financial Statements

for the Year ended 31 March, 2025

33. Related party disclosures : (Contd..)

B. Transactions with KMP and other related parties 2024-25 (2023-24)

₹ In lakhs

Nature of the transaction	Subsidiary	Key management personnel	Executive & Non-executive directors	Associates/ other related parties	Close members of KMP	Total
Purchases						
Goods and services, net	-	-	-	-	-	-
	-	-	-	(0.02)	-	(0.02)
Purchase of Assets	-	-	-	-	-	-
	(10.50)	-	-	-	-	(10.50)
Sales						
Goods and services, net	5.19	-	-	-	-	5.19
	(50.44)	-	-	(1.82)	-	(52.26)
Sale of Assets	319.33	-	-	-	-	319.33
	(153.50)	-	-	-	-	(153.50)
Expenses						
Remuneration	-	105.31	-	-	-	105.31
	-	(219.61)	-	-	-	(219.61)
Sitting fee	-	-	3.00	-	-	3.00
	-	-	(2.00)	-	-	(2.00)
Rent & taxes	-	5.92	-	34.33	16.53	56.78
	-	(5.92)	(6.64)	(34.33)	(28.11)	(75.00)
Interest	-	183.30	-	-	-	183.30
	-	(146.73)	-	-	-	(146.73)
Income						
Rent / Hire Charges	7.08	-	-	-	-	7.08
	(7.08)	-	-	-	-	(7.08)
Fee Received on Corporate guarantee given	-	-	-	-	-	-
	(295.03)	-	-	-	-	(295.03)
Dividend Received						
Dividend	834.12	-	-	-	-	834.12
	(417.06)	-	-	-	-	(417.06)
Dividend Paid						
Dividend	-	98.29	-	-	7.11	105.40
	-	(97.21)	(0.36)	-	(7.83)	(105.40)
Loans & advances						
Loans received	-	-	-	-	-	-
	-	(250.00)	-	-	-	(250.00)
Carrying amount						
Payables	-	2043.36	3.16	-	-	2046.52
	-	(1891.21)	(1.80)	(6.86)	(0.52)	(1900.39)
Rent deposit - receivable	-	-	-	23.20	-	23.20
	-	-	-	(23.20)	-	(23.20)
Investments	6116.38	-	-	-	-	6116.38
	(6116.38)	-	-	-	-	(6116.38)

Disclosure in respect of material transactions with KMP and other related parties during the year:

₹ In lakhs

S.No	Particulars	Relationship	Year ended March 31, 2025	Year ended March 31, 2024
1	Purchases			
	Goods and services, net			
	Pokarna Fabrics Pvt Limited	Associate	-	0.02
	Purchase of Assets			
	Pokarna Engineered Stone Limited	Subsidiary	-	10.50
2	Sales			
	Goods and services, net			
	Pokarna Engineered Stone Limited	Subsidiary	5.19	50.44
	Pokarna Fashions Private Limited	Associate	-	1.82

Notes to Standalone Financial Statements

for the Year ended 31 March, 2025

33. Related party disclosures : (Contd..)

₹ In lakhs

S.No	Particulars	Relationship	Year ended March 31, 2025	Year ended March 31, 2024
	Sale of Assets			
	Pokarna Engineered Stone Limited	Subsidiary	319.33	153.50
3	Expenses			
	Remuneration			
	Rahul Jain	Key management personnel	-	120.00
	Apurva Jain	Executive Director	27.87	24.00
	Viswanatha Reddy	Key management personnel	69.15	69.15
	Disha Jindal	Key management personnel	0.77	6.46
	Pratima Khandu Gulankar	Key management personnel	7.52	-
	Sitting fee			
	Prakash Chand Jain	Non-Executive Director	3.00	2.00
	Rent & taxes			
	Pokarna Fabrics Pvt Limited	Associate	34.33	34.33
	Gautam Chand Jain	Key management personnel	5.92	5.92
	Prakash Chand Jain	Non-Executive Director	-	6.64
	Vidya Jain	Close members of KMP	2.26	7.20
	Ritu Jain	Close members of KMP	14.27	14.27
	Pratik Jain	Close members of KMP	-	6.64
	Interest			
	Gautam Chand Jain	Key management personnel	158.70	145.82
	Rahul Jain	Key management personnel	24.60	0.91
	Dividend			
	Gautam Chand Jain	Key management personnel	95.30	94.22
	Vidya Jain	Close members of KMP	3.00	3.00
	Neha Jain	Close members of KMP	3.00	3.00
	Rahul Jain	Key management personnel	2.99	2.99
	Prakash Chand Jain	Non-Executive Director	-	0.36
	Anju Jain	Close members of KMP	-	0.36
	Raaj Kumar Jain	Close members of KMP	0.36	0.36
	Ashok Chand Jain	Close members of KMP	-	0.36
	Megha Jain	Close members of KMP	0.75	0.75
4	Income			
	Rent Received			
	Pokarna Engineered Stone Limited	Subsidiary	7.08	7.08
	Dividend Received			
	Pokarna Engineered Stone Limited	Subsidiary	834.12	417.06
	Fee Received on Corporate guarantee given			
	Pokarna Engineered Stone Limited	Subsidiary	-	295.03
5	Loans & advances			
	Loans received			
	Rahul Jain	Key management personnel	-	250.00
	Carrying amount			
6	Payables			
	Gautam Chand Jain	Key management personnel	1760.69	1617.86
	Rahul Jain	Key management personnel	272.96	261.94
	Apurva Jain	Executive Director	3.16	2.46
	Viswanatha Reddy	Key management personnel	8.73	8.35
	Disha Jindal	Key management personnel	-	0.60
	Pratima Khandu Gulankar	Key management personnel	0.98	-
	Prakash Chand Jain	Non-Executive Director	-	1.80
	Vidya Jain	Close members of KMP	-	0.52
	Pokarna Fabrics Pvt Limited	Associate	-	6.86
7	Rent deposit receivable			
	Pokarna Fabrics Pvt Limited	Associate	23.20	23.20
8	Investments			
	Pokarna Engineered Stone Limited	Subsidiary	6115.88	6115.88
	Pokarna Foundation	Subsidiary	0.50	0.50

Notes to Standalone Financial Statements

for the Year ended 31 March, 2025

34 Contingent liabilities and commitments

34.1 Contingent liabilities:

Particulars	₹ In lakhs	
	As at March 31, 2025	As at March 31, 2024
a) Letter of credits outstanding	-	18.76
b) Bank guarantees	2.00	2.00
c) Corporate guarantees - Amount Outstanding ₹ 4,391.46 lakhs (previous year ₹ 5,464.72 lakhs)	5464.72	5464.72
d) Claims against the company / disputed liabilities not acknowledged as debts:		
i) Income tax matters, pending decisions on various appeals made by the company and by the department. Amount deposited ₹ Nil (previous year ₹ Nil)	144.38	144.38
ii) Excise matters (including service tax), amount deposited ₹23.06 lakhs (previous year ₹ 23.06 lakhs)	396.34	396.34
iii) Customs matters, amount deposited ₹ Nil (previous year ₹ Nil)	-	75.91
iv) Sales tax matters, amount deposited ₹ 3.31 lakhs (previous year ₹ 3.31 lakhs)	20.76	20.76
v) Goods and Service Tax (GST) matters, amount deposited ₹ 36.66 lakhs (previous year Nil)	630.00	630.79
vi) Mines & geology matters, amount deposited ₹ Nil (previous year ₹ Nil)	1317.54	1317.54
vii) Cross subsidy charges payable to state power distribution company	0.00	10.91
viii) Wheeling charges, transmission charges and FSA charges payable to TSSPDC	299.21	333.80
ix) As per the amendment in The Payment of Bonus Act, 1965 notified on 1 January 2016, which was effective retrospectively from 1st April, 2014, the company on the legal advice decided not to implement it in view of the interim order dated 26th April, 2016 of Hon'ble Andhra Pradesh High Court allowing stay on the amendment with retrospective effect till the time its constitutional validity is established.	39.20	39.20
x) Other matters disputed	149.61	149.61

34.2 Capital commitments

Estimated amount of contracts remaining to be executed on capital account not provided for (net of advances)

34.3 Other commitments:

- Granite processing units of the company situated at Aliabad and Toopronpet village are registered as a 100% export oriented units ("EOU"), and are exempted from customs and central excise duties, GST and levies on imported & indigenous capital goods and stores & spares. The company has executed a bond cum legal undertaking to pay customs duty, central excise duty, GST, levies and liquidated damages payable, if any, in respect of imported and indigenous capital goods and stores & spares, consumed duty free, in the event that certain terms and conditions are not fulfilled. As on 31st March, 2025, the company has a positive net foreign exchange earning, as defined in the foreign trade policy 2023 wherever applicable.
- Obligations towards environmental protection measures in respect of quarry leases ₹ 416.75 lakhs (previous year ₹ 359.15 lakhs)
- The company is also involved in other lawsuits, claims, investigations and proceedings, including trade mark and commercial matters, which arise in the ordinary course of business. However, there are no material claims on such cases.
- The date of implementation of the Code of Wages 2019 and Code on Social Security, 2020 is yet to be notified by the Government. The Company is in the process of assessing the impact of these Codes and will give effect in the financial results when the Rules/Schemes thereunder are notified.

35. Discontinued operations

During the year ended 31 March 2025, the Company completed the disposal of its Apparel unit, which had been classified as a discontinued operation in accordance with Ind AS 105 – Non-current Assets Held for Sale and Discontinued Operations.

Notes to Standalone Financial Statements

for the Year ended 31 March, 2025

35. Discontinued operations (Contd..)

The disposal was completed on 31st March 2025 through a sale to Suiting House for a consideration of ₹ 197.50 lakhs (inclusive of taxes).

Details of discontinued operations are as under:

Particulars	Discontinued operations	
	Year ended	Year ended
	March 31, 2025	March 31, 2024
Revenue from operations	95.48	243.45
Expenses (net of other income)	75.89	598.11
Profit/(loss) before tax	19.59	(354.66)
Tax income / (expense)	-	-
Profit/(loss) after tax from discontinued operations	19.59	(354.66)
Other comprehensive income (net of tax of ₹ Nil, p.y. ₹ Nil lakhs)	-	6.48
The major classes of assets and liabilities of the discontinued operations are as under:		
Assets		
Property, plant and equipment	-	127.34
Other financial assets	-	8.06
Inventories	-	61.67
Trade receivables	-	0.16
Cash and cash equivalents	-	2.89
Loans	-	0.45
Other current assets	-	0.23
Assets held for sale and discontinued operations (A)	-	200.80
Liabilities		
Trade payables	-	12.90
Other current liabilities	-	26.99
Liabilities held for sale and discontinued operations (B)	-	39.89
Net assets / (liabilities) of discontinued operations (A-B)	-	160.91
Net cash flows attributable to the operating, investing and financing activities of discontinued operations:		
Cash flows		
Operating	(12.59)	(150.45)
Investing	12.92	13.96
Financing	-	(137.98)

36. In accordance with IND AS-108 "Operating segment", segment information has been given in the consolidated financial statements of Pokarna Limited and therefore no separate disclosure on segment information is given in these financial statements.

37. Capital management

- The board'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. The board of directors monitors the return on capital, which the company defines as result from operating activities divided by total shareholders' equity.
- The board seeks to maintain a balance between the higher returns that might be possible with higher levels of borrowings and the advantages and security afforded by a sound capital position.
- The company's adjusted net debt to equity ratio is as follows:

Particulars	As at	
	March 31, 2025	March 31, 2024
Gross debt	4097.57	4164.90
Less: Cash and bank balances	252.01	207.10
Adjusted net debt	3845.56	3957.80
Total equity	11137.21	11977.41
Adjusted net debt to equity ratio	0.35	0.33

Notes to Standalone Financial Statements

for the Year ended 31 March, 2025

38. Financial instruments

Accounting classifications and fair values

The following table shows the carrying amounts and fair values of financial assets and financial liabilities, including their levels in the fair value hierarchy:

31st March 2025

₹ In lakhs

Particulars	Carrying Amount			Fair Value		
	Other financial	Other financial	Total	Level 1	Level 2	Level 3
	assets -amortised cost	liabilities - amortised cost	carrying amount			
Financial assets measured at fair value						
Security deposit	637.82	-	637.82	-	637.82	-
Financial assets not measured at fair value						
Investments	6116.38	-	6116.38	-	-	-
Other loans	331.39	-	331.39	-	-	-
Accrued interest	5.75	-	5.75	-	-	-
Trade receivables	483.37	-	483.37	-	-	-
Cash and bank balances	252.01	-	252.01	-	-	-
Total	7826.72	-	7826.72	-	637.82	-
Financial liabilities measured at fair value						
Lease liability	48.08	-	48.08	-	48.08	-
Financial liabilities not measured at fair value						
Secured bank loans	2063.93	-	2063.93	-	-	-
Accrued interest	0.00	-	0.00	-	-	-
Loans from related parties	2033.64	-	2033.64	-	-	-
Trade payables	409.60	-	409.60	-	-	-
Unpaid dividend	8.75	-	8.75	-	-	-
Total	4564.00	-	4564.00	-	48.08	-

31st March 2024

₹ In lakhs

Particulars	Carrying Amount			Fair Value		
	Other financial	Other financial	Total	Level 1	Level 2	Level 3
	assets- amortised cost	liabilities - amortised cost	carrying amount			
Financial assets measured at fair value						
Security deposit	630.62	-	630.62	-	630.62	-
Financial assets not measured at fair value						
Investments	6116.38	-	6116.38	-	-	-
Other loans	259.90	-	259.90	-	-	-
Accrued interest	4.92	-	4.92	-	-	-
Trade receivables	649.02	-	649.02	-	-	-
Cash and bank balances	207.10	-	207.10	-	-	-
Total	7867.94	-	7867.94	-	630.62	-
Financial liabilities measured at fair value						
Lease liability	112.11	-	112.11	-	112.11	-
Financial liabilities not measured at fair value						
Secured bank loans	2296.22	-	2296.22	-	-	-
Secured other loans	0.19	-	0.19	-	-	-
Loans from related parties	1868.68	-	1868.68	-	-	-
Trade payables	405.53	-	405.53	-	-	-
Unpaid dividend	6.36	-	6.36	-	-	-
Total	4689.09	-	4689.09	-	112.11	-

The fair value of financial instruments is determined using discounted cash flow analysis. The carrying amount of current financial assets and liabilities are considered to be the same as their fair values, due to their short term nature. The fair value of the long-term borrowings with floating-rate of interest is not impacted due to interest rate changes, and will be evaluated for their carrying amounts based on any change in the under-lying credit risk of the Company borrowing (since the date of inception of the loans). For financial assets and liabilities that are measured at fair value, the carrying amount is equal to the fair values.

Notes to Standalone Financial Statements

for the Year ended 31 March, 2025

39. Financial risk management objectives and policies

I. Overview

The company has exposure to the following risks from its use of financial instruments:

- Credit risk
- Liquidity risk
- Market risk
- Operational risk

This note presents information about the company's exposure to each of the above risks, the company's objectives, policies and processes for measuring and managing risk, and the company's management of capital. Further quantitative disclosures are included throughout these financial statements.

II. Risk management framework:

The Board of Directors has overall responsibility for the establishment and oversight of the company's risk management framework. The Board is responsible for developing and monitoring the company's risk management policies.

• 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 customer.
- Trade and other receivables:** The company considers the probability of default upon initial recognition of asset and whether there has been a significant increase in credit risk on an ongoing basis throughout each reporting period.

The following table provides information about the exposure to credit risk and measurement of loss allowance using Life time expected credit loss for trade and other receivables:

expected credit loss for trade and other receivables:

₹ In lakhs

Particulars	As at March 31, 2025				As at March 31, 2024			
	ECL Rate	Gross	ECL	Net	ECL Rate	Gross	ECL	Net
		carrying amount		Carrying amount		carrying amount		Carrying amount
Not due	3.55%	216.92	7.71	209.21	2.49%	240.46	5.99	234.47
Upton 1 year	3.55%	269.03	9.56	259.47	2.49%	322.00	8.02	313.98
1 to 2 years	27.75%	78.64	21.83	56.81	21.37%	65.83	14.07	51.76
2 to 3 years	54.59%	36.26	19.79	16.47	42.39%	20.73	8.79	11.94
More than 3 years	59.01%	354.47	209.19	145.28	46.38%	348.87	161.80	187.07
Total		955.32	268.08	687.24		997.89	198.67	799.22

₹ In lakhs

Movements in allowance for credit losses of receivables is as below:	As at	
	March 31, 2025	March 31, 2024
Balance at the beginning of the year	198.67	174.95
Charge in statement of profit and loss	69.19	24.54
Release to statement of profit and loss	-	-
Utilised during the year	-	-
Related to Discontinued operations	0.22	(0.82)
Balance at the end of the year	268.08	198.67

₹ In lakhs

- Cash and cash equivalents:** The company held cash and cash equivalents of ₹ 94.04 lakhs (previous year ₹ 61.95 lakhs). The cash and cash equivalents are held with public sector banks. There is no impairment on cash and cash equivalents as on the reporting date and the comparative period.
- In respect of financial guarantees provided by the Company to banks and financial institutions, the maximum exposure which the Company is exposed to is the maximum amount which the Company would have to pay if the guarantee is called upon. Based on the expectation at the end of the reporting period, the Company considers that it is more likely than not that such an amount will not be payable under the guarantees provided.

Notes to Standalone Financial Statements

for the Year ended 31 March, 2025

39. Financial risk management objectives and policies (Contd..)

• Liquidity risk

- i) 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 always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the company's reputation.
- ii) The company aims to maintain the level of its cash and cash equivalents and investments at an amount in excess of expected cash outflows on financial liabilities (other than trade payables) over the next six months. The company also monitors the level of expected cash inflows on trade receivables and loans together with expected cash outflows on trade payables and other financial liabilities. This excludes potential impact of extreme circumstances that cannot be reasonably predicted, such as natural disaster.

iii) Exposure to Liquidity risk

The following are the remaining contractual maturities of financial liabilities at the reporting date.

31st March 2025

Particulars	Carrying amount	1 year or less	1-3 years	More than 3 years
Borrowings- secured	2063.93	2036.97	26.97	-
Borrowings- un-secured	2033.64	-	-	2033.64
Trade payables	409.60	409.60	-	-
Lease liabilities	48.08	22.92	25.16	-
Other financial liabilities	8.75	8.75	-	-

31st March 2024

Particulars	Carrying amount	1 year or less	1-3 years	More than 3 years
Borrowings- secured	2296.22	2255.68	28.57	11.97
Borrowings- un-secured	1868.68	-	-	1868.68
Trade payables	405.53	405.53	-	-
Lease liabilities	112.11	32.67	72.24	7.20
Other financial liabilities	6.36	6.36	-	-

• Market risk

- i) Market risk is the risk that changes in market prices such as foreign exchange rates and interest rates prices, will affect the company's income or the value of its financial instruments. Market risk is attributable to all market risk sensitive financial instruments including foreign currency receivables and payables, long term debt and commodity prices. The company is exposed to market risk primarily related to foreign exchange rate risk and interest rate risk.

Particulars	As at March 31, 2025		As at March 31, 2024	
	USD	EURO	USD	EURO
Borrowings	98.64	0.00	-	160.14
Trade receivables	82.24	0.00	297.19	17.28
Trade and other payables (including payable for capital goods)	52.14	59.83	44.33	27.28
Bank balances (Including deposits)	1.44	2.25	2.02	27.31
Total	234.46	62.08	343.54	232.01

- ii) **Currency risk:** The company is exposed to foreign exchange risk arising from foreign currency transaction. The company also imports and the risk is managed by regular follow up. The company has a policy which is implemented when the foreign currency risk become significant.

A 10% appreciation/depreciation of the foreign currencies with respect to functional currency of the Company would result in an increase/decrease in the Company's net profit before tax by approximately ₹ 15.42 lakhs (previous year ₹ 11.20 lakhs).

Notes to Standalone Financial Statements

for the Year ended 31 March, 2025

39. Financial risk management objectives and policies (Contd..)

- iii) **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, in cases where the borrowings are measured at fair value through the statement of profit and loss. 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.

A reasonably possible change of 100 basis points in interest rate at the reporting date would have increased or decreased profit or loss by ₹ 20.79 lakhs (previous year ₹ 25.96 lakhs). This analysis assumes that all other variables remain constant.

• Operational risk

- i) Operational risk is the risk of direct or indirect loss arising from a wide variety of causes associated with the company's processes, personnel, technology and infrastructure, and from external factors other than credit, market and liquidity risks such as those arising from legal and regulatory requirements and generally accepted standards of corporate behaviour. Operational risks arise from all of the company's operations.
- ii) The Company's objective is to manage operational risk so as to balance the avoidance of financial losses and damage to the company's reputation with overall cost effectiveness and to avoid control procedures that restrict initiative and creativity.
- iii) The primary responsibility for the development and implementation of controls to address operational risk is assigned to senior management within each business unit. This responsibility is supported by the development of overall company standards for the management of operational risk in the following areas:
- Requirements for appropriate segregation of duties, including the independent authorization of transactions
 - Requirements for the reconciliation and monitoring of transactions
 - Compliance with regulatory and other legal requirements
 - Documentation of controls and procedures
 - Requirements for the periodic assessment of operational risks faced, and the adequacy of controls and procedures to address the risks identified
 - Requirements for the reporting of operational losses and proposed remedial action
 - Development of contingency plans
 - Training and professional development
 - Ethical and business standards
 - Risk mitigation, including insurance when this is effective.
- iv) Compliance with company's standards is supported by a programme of periodic reviews undertaken by internal audit. The results of internal audit reviews are discussed with the management of the business unit to which they relate, with summaries submitted to the audit committee and board of the company.

40. Leases disclosures :

As a Lessee

Movement in lease liability during the year:

Particulars	₹ In lakhs	
	As at 31 March 2025	As at 31 March 2024
Opening balance	112.11	308.06
Additions on account of adoption of Ind As 116	-	88.00
Adjustments on modification of leases	(31.37)	(254.35)
Interest expenses on lease liability	11.69	14.76
Principal payments of lease liability	(44.35)	(44.36)
Closing Balance	48.08	112.11
Current	22.92	32.66
Non Current	25.16	79.45
Amounts recognised in the statement of cash flows		
Payments for leases In financing activity	44.35	44.36

Notes to Standalone Financial Statements

for the Year ended 31 March, 2025

40. Leases disclosures : (Contd..)

₹ In lakhs

Amounts recognised in statement of profit or loss	Year ended March 31, 2025	Year ended March 31, 2024
Depreciation expense on leased assets	33.22	33.22
Interest expense on lease liability	11.69	14.76
Rent expense (Short term leases and leases of low value assets)	18.77	25.04
Total amount recognised in Profit or loss	63.68	73.02

41. Ratios

Following are analytical ratios for the year ended

Particulars	Numerator	Denominator	March 31, 2025	March 31, 2024	Variance	Reasons
Current Ratio (in times)	Current assets	Current liabilities	1.38	1.27	9%	-
Debt - Equity Ratio (in times)	Total Debts	Shareholder's Equity	0.07	0.07	0%	-
Debt - Service coverage Ratio (in times)	Earnings available for debt service	Debt service	-0.95	0.45	-311%	Due to decrease in earnings
Return on Equity(ROE) (in %)	Net profits after taxes	Average Shareholder's Equity	-2.00%	-1.00%	100%	Due to increase in loss
Inventory turnover ratio	Cost of goods sold or sales	Average Inventory	0.91	0.97	-6%	-
Trade receivables turnover ratio	Net credit sales	Average Trade Receivables	5.12	4.80	7%	-
Trade payables turnover ratio	Net credit purchases	Average Trade Payables	1.96	2.15	-9%	-
Net capital turnover ratio	Revenue	Working capital	2.50	4.33	-42%	Due to decline in revenue
Net profit ratio (in %)	Net Profit	Revenue	-23.98%	-8.41%	185%	Due to increase in loss
Return on capital employed (ROCE) (in %)	Earnings before interest and taxes	Capital Employed	-1.58%	0.15%	-1153%	Due to increase in loss
Return on Investment (ROI) (in %)	Income generated from Investments	Time weighted average investments	-	-		

42. Additional Regulatory Information

- The Company has used the borrowings from banks and financial institutions for the specific purpose for which it has taken at the balance sheet date and quarterly returns or statements of current assets filed with banks are in agreement with the books of accounts.
- The Company has not revalued its Property, Plant and Equipment and its intangible assets.
- The Company is not holding any Benami Property and there are no proceedings initiated or pending against the Company.
- The Company has not been declared wilful defaulter by any bank or financial institutions.
- The Company does not have any relationship with Struck off Companies.
- There are no transactions not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax act.
- The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year.
- There are no funds that have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other persons or entities, including foreign entities ("Intermediaries"), with the understanding,

Notes to Standalone Financial Statements

for the Year ended 31 March, 2025

42. Additional Regulatory Information (Contd..)

whether recorded in writing or otherwise, that the Intermediary shall directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever ("Ultimate Beneficiaries") by or on behalf of the Company; or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

There have been no funds that have been received by the Company from any persons or entities, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever ("Ultimate Beneficiaries") by or on behalf of the Funding Party or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

43. The Company evaluates events and transactions that occur subsequent to the balance sheet date but prior to the approval of financial statements to determine the necessity for recognition and/or reporting of any of these events and transactions in the financial statements. As of 29th May 2025, there are no subsequent events to be recognised or reported that are not already disclosed.

44. Disclosure required u/s.186(4) of the Companies Act, 2013

Particulars of security / guarantee	Name of the company	Purpose for which loan / guarantee is proposed to be utilised by recipient	₹ In lakhs	
			As at 31 March 2025	As at 31 March 2024
Corporate Guarantee	Pokarna Engineered Stone Limited (wholly owned subsidiary)	Corporate Guarantee to the supplier of machinery on behalf of subsidiary for acquisition of Machinery. Amount Outstanding ₹ 4,391.46 lakhs (previous year ₹ 5,464.72 lakhs)	5464.72	5464.72

45. Dividend

Particulars	₹ In lakhs	
	Year ended March 31, 2025	Year ended March 31, 2024
Dividend on Equity shares paid during the year		
Final dividend for the FY 2023-24 [₹ 0.60 (Previous year ₹ 0.60) per equity share of ₹ 2 each]	186.02	186.02

Proposed Dividend:

The Board of Directors at its meeting held on 29th May 2025 have recommended payment of final dividend of ₹ 0.60 (rupees sixty paisa only) per equity share of face value of ₹ 2 each for the financial year ended 31st March 2025. The same amounts to ₹ 186.02 lakhs.

The above is subject to approval at the ensuing Annual General Meeting of the Company and hence is not recognised as a liability.

46. Previous year figures are regrouped, rearranged and reclassified wherever considered necessary in order to conform to the current year's presentation.
47. The financial statements for the year ended 31st March 2025 have been reviewed by the Audit Committee and approved by the Board of Directors at their meetings held on 29th May 2025.

In terms of our report attached

For **S.Daga & Co.**
Chartered Accountants
(F.No.000669S)

Shantilal Daga
Partner
Membership No. 11617

Place : Hyderabad
Date : 29th May, 2025

UDIN: 25011617BMLBNL1987

For and on behalf of Board of Directors

Gautam Chand Jain
Chairman & Managing Director
(D.No: 00004775)

Rahul Jain
Managing Director
(D.No: 00576447)

M Viswanatha Reddy
Chief Financial Officer

Pratima Khandu Gulankar
Company Secretary

FORM AOC-1

Statement containing salient features of the Financial statement of Subsidiaries

1	Sl. No.	1
2	Name of Subsidiary Company	Pokarna Engineered Stone Limited
3	The date since when subsidiary was acquired	15.09.2008
4	Reporting Period of the subsidiary concerned, if different from the holding company's reporting period	No
5	Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of Foreign subsidiaries	Indian Subsidiary - Not Applicable

		₹ In lakhs	
		Year ended March 31, 2025	Year ended March 31, 2024
6	Share capital	417.06	417.06
7	Other Equities	72784.34	53337.47
8	Total Assets	130259.19	110467.69
9	Total Liabilities	130259.19	110467.69
10	Investments	0.50	0.50
11	Revenue from Operations	90114.22	64972.84
12	Profit Before Taxation	28064.03	15160.78
13	Provision for Taxation	7757.33	5076.58
14	Profit after Taxation	20306.70	10084.20
15	Other Comprehensive Income	(25.71)	(23.94)
16	Total Comprehensive Income	20280.99	10060.26
17	Dividend	Nil	Nil
18	% of Share holding	100%	100%

1	Sl. No.	2
2	Name of Subsidiary Company	Pokarna Foundation
3	The date since when subsidiary was acquired	17.09.2021
4	Reporting Period of the subsidiary concerned, if different from the holding company's reporting period	No
5	Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of Foreign subsidiaries	Indian Subsidiary - Not Applicable

		₹ In lakhs	
		Year ended March 31, 2025	Year ended March 31, 2024
6	Share capital	1.00	1.00
7	Other Equities	(0.90)	0.89
8	Total Assets	0.10	0.11
9	Total Liabilities	0.10	0.11
10	Investments	Nil	Nil
11	Revenue from Operations	-	-
12	Profit Before Taxation	(0.01)	(0.42)
13	Provision for Taxation	-	-
14	Profit after Taxation	(0.01)	(0.42)
15	Other Comprehensive Income	-	-
16	Total Comprehensive Income	-	-
17	Dividend	Nil	Nil
18	% of Share holding	50%	50%

Consolidated Financial Statements

Independent Auditor's Report

To
The Members of
Pokarna Limited

Report on the Audit of the consolidated financial statements

Opinion

We have audited the accompanying consolidated financial statements of Pokarna Limited ("the Company") and its subsidiaries (the Company and its subsidiaries together referred to as "the Group"), which comprise the Consolidated Balance Sheet as at March 31, 2025, 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 for the year ended on that date and a summary of the material accounting policies and other explanatory information (hereinafter referred to as "the consolidated financial statements").

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

Basis for Opinion

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

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report:

S No.	Key Audit Matter	Auditors Response
1	IT systems and controls over financial reporting We identified IT systems and controls over financial reporting as a key audit matter for the Group because its financial accounting and reporting systems are fundamentally reliant on IT systems and IT controls to process significant transaction volumes, specifically with respect to revenue and raw material consumption. Also, due to such large transaction volumes and the increasing challenge to protect the integrity of the Group's systems and data, cyber security has become more significant. Automated accounting procedures and IT environment controls, which include IT governance, IT general controls over program development and changes, access to program and data and IT operations, IT application controls and interfaces between IT applications are required to be designed and to operate effectively to ensure accurate financial reporting.	Our procedures included and were not limited to the following: Assessed the complexity of the IT environment by engaging IT specialists and through discussion with the head of IT and internal audit and identified IT applications that are relevant to our audit. Assessed the design and evaluation of the operating effectiveness of IT general controls over program development and changes, access to program and data and IT operations by engaging IT specialists. Performed inquiry procedures in respect of the overall security architecture and any key threats addressed by the Company in the current year. Assessed the design and evaluation of the operating effectiveness of IT application controls in the key processes impacting financial reporting of the Company by engaging IT specialists.

S No.	Key Audit Matter	Auditors Response
2	<p>Contingent Liabilities and Commitments:</p> <p>The Group is exposed to a variety of different laws, regulations and interpretations thereof which encompasses taxation and legal matters. In the normal course of business, provisions and contingent liabilities may arise from legal proceedings, including regulatory and other Governmental proceedings, constructive obligations and commercial claims. Based on the nature of regulatory and legal cases management applies significant judgment when considering whether, and how much, to provide for the potential exposure of each matter. These estimates could change substantially over time as new facts emerge as each legal case or matters progresses. Given the different views possible, basis of the interpretations, complexity and the magnitude of the potential exposures, and the judgment necessary to determine required disclosures, this is a key audit matter.</p>	<p>Our audit procedures included the following:</p> <p>We understood the processes, evaluated the design and implementation of controls and tested the operating effectiveness of the Group's controls over the recording and re-assessment of uncertain legal positions, claims and contingent liabilities;</p> <p>We held discussions with the person responsible for legal and compliance to obtain an understanding of the factors considered in classification of the matter as 'probable' and 'possible'</p> <p>We read the correspondence from competent authorities and considered legal opinion obtained by the Group from external law firms to challenge the basis used for provisions recognised or the disclosures made in the consolidated financial statements;</p> <p>For those matters where Group concluded that no provision should be recorded, we also considered the adequacy and completeness of the Group's disclosures made in relation to contingent liabilities.</p>
3	<p>Inventory of raw material, Work in Progress and Finished Goods (Valuation) -</p> <p>Finished goods inventory are valued at lower of cost and net realizable value (estimated selling price less estimated cost to sell). Considering the nature of finished goods consisting of raw blocks, granite slabs, Quartz surfaces etc., which is dependent upon various market conditions and evaluating possible impact of quality, class, size and ageing, determination of the net realizable value for goods involves significant management judgement and therefore has been considered as a key audit matter.</p>	<p>With respect to the net realisable value:</p> <ul style="list-style-type: none"> Obtained an understanding of the determination of the net realizable values of raw blocks, granites, cut slabs, Quartz surfaces and assessed and tested the reasonableness of the significant judgements applied by the management. Evaluated the design of internal controls relating to the valuation of finished goods/work in progress and finished goods and also tested the operating effectiveness of the aforesaid controls. To assess the reasonableness of the net realisable value considering the market condition and evaluating possible impact of quality, class, size and ageing that was estimated and considered by the management. Compared the actual costs incurred to sell based on the latest sale transactions to assess the reasonableness of the cost to sell that was estimated and considered by the management. Compared the cost of the finished goods with the estimated net realisable value and checked if the finished goods were recorded at net realisable value where the cost was higher than the net realisable value. Tested the appropriateness of the disclosure in the financial statements in accordance with the applicable financial reporting framework.

Information Other than the Consolidated financial statements and Auditor's Report Thereon

The Holding Company's Management and Board of Directors are responsible for the preparation of the other information. The other information comprises the information included in the Board's Report including Annexure to Board's Report, Management Discussion and Analysis Report and Business Responsibility Report but does not include the consolidated financial statements and our auditor's report thereon.

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

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information; we are required to report that fact. We have nothing to report in this regard.

Management, Board of Directors and Those Charged with Governance Responsibility for the Consolidated financial statements

The Holding Company's Management and Board of Directors are responsible for the matters stated in section 134(5) of the Act with respect to preparation of these consolidated financial statements that give a true and fair view of the consolidated financial position, consolidated financial performance including consolidated total comprehensive income, consolidated changes in equity and consolidated cash flows of the Group in accordance with the Ind AS and other accounting principles generally accepted in India. The respective Board of Directors of the companies included in the Group are responsible for maintenance of the adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgment 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 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 Directors of the Holding Group, as aforesaid.

In preparing the consolidated financial statements, the respective Management and Board of Directors of the companies included in the Group are responsible for assessing the Group's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless Management and Board of Directors either intends to liquidate 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 is also responsible for overseeing the financial reporting process of the Group.

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 financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3) (i) of the Act, we are also responsible for expressing our opinion on whether the Group and its subsidiary companies which are companies incorporated in India, has adequate internal financial controls with reference to the 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 management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Group to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of the consolidated financial statements of such entities included in the consolidated financial statements.

Materiality is the magnitude of misstatements in the consolidated financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the consolidated financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the consolidated financial statements.

We communicate with those charged with governance of Holding Company and such other entities included in the consolidated financial statements of which we are the independent auditors regarding, among other matters, the planned scope and timing of

the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless a 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

As required by Section 143(3) of the Act, based on our audit we report that:

- (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit 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.
- (c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss including (including Other Comprehensive Income), 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 Accounting Standards specified under Section 133 of the Act.
- (e) On the basis of the written representations received from the directors of the Holding and its subsidiary Company as on March 31, 2025 taken on record by the Board of Directors of the respective Company, none of the directors of the Group companies is disqualified as on March 31, 2025 from being appointed as a director in terms of Section 164 (2) of the Act.
- (f) With respect to the adequacy and the operating effectiveness of the internal financial controls with reference to these consolidated financial statements of the Holding Company and its subsidiary company, refer to our separate Report in "Annexure A" to this report;
- (g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended, in our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Group to its directors during the year is in accordance with the provisions of section 197 of the Act.
- (h) With respect to the matters specified in paragraph 3(xxi) and 4 of the companies (Auditors report) Order, 2020 (the "Order"/"CARO") issued by the Central Government in terms of Section 143(11) of the act to be Included in Auditors report, according to the information & explanation given to us, and based on the CARO report issued by us for the company and by auditors' of subsidiary included in the Consolidated financial statement of the company to which reporting under CARO is applicable, we report that there are no qualification or adverse remarks in their CARO reports.
- (i) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditor's) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - (i) The consolidated financial statements disclose the impact of pending litigations on the consolidated financial position of the Group. Refer Note. 34 to the consolidated financial statements.
 - (ii) Provision has been made in the consolidated financial statements, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts.
 - (iii) There has been no delay in transferring amounts to the Investor Education and Protection Fund by the Holding Group and its subsidiary companies during the year ended March 31, 2025.
 - (iv) (a) The Management has represented that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entity ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
 - (b) The Management has represented, that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been received by the Company from any person or entity, including foreign entity ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons

or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

- (c) Based on 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 (a) and (b) above, contain any material misstatement

- (v) The final dividend paid by the Company during the current 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 45 to the consolidated financial statements, the Board of Directors of the parent

Company have proposed final dividend for the current year which is subject to the approval of the members at the ensuing Annual General Meeting.

- (vi) Based on our examination, which includes test checks, the Group has used accounting software for maintaining its books of account for the financial year ended March 31, 2025 which has a feature of recording audit trail (edit log) facility and same has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit we did not come across any instance of the audit trail feature being tampered with.

In relation to the subsidiaries of the company included in the consolidated financial statements of the company, we report that, to the best of our knowledge and based on the information and explanations provided to us, there are no qualifications or adverse remarks in the standalone audit reports of the subsidiaries of the company.

For **S. Daga & CO.,**
Chartered Accountants
(ICAI F. No. 000669s)

(Shantilal Daga)
Partner
Membership No. 011617

Place: Hyderabad
Date: 29-05-2025
UDIN: 25011617BMLBNK6626

Annexure - A to Independent Auditor's Report

Referred to in paragraph 1 (f) of the Independent Auditors' Report of even date to the members of Pokarna Limited on the consolidated financial statements for the year ended March 31, 2025.

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

In conjunction with our audit of the consolidated financial statements of the Group as of and for the year ended March 31, 2025, we have audited the internal financial controls with reference to the financial statements of Pokarna Limited (hereinafter referred to as "the Holding Group") and its subsidiaries, which are companies incorporated in India, as of that date.

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

Our responsibility is to express an opinion on the Group's internal financial controls with reference to the Consolidated financial statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls with reference to the Consolidated financial statements. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to the Consolidated financial statements was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls with reference

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

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

Meaning of Internal Financial Controls with reference to consolidated financial statement:

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

Inherent Limitations of Internal Financial Controls with reference to Consolidated financial statement

Because of the inherent limitations of internal financial controls with reference to the Consolidated financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to the Consolidated financial statements to

future periods are subject to the risk that the internal financial control with reference to the Consolidated financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, the Holding Group and its subsidiary have in all material respects, an adequate internal financial controls with

reference to the Consolidated financial statements and such internal financial controls were operating effectively as at March 31, 2025, based on the internal financial control with reference to the Consolidated financial statements criteria established by the respective companies considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the ICAI.

For **S. Daga & CO.,**
Chartered Accountants
(ICAI F. No. 0000669S)

(Shantilal Daga)
Partner
Membership No. 011617

Place: Hyderabad
Date: 29-05-2025
UDIN: 25011617BMLBNK6626

Consolidated Balance Sheet

as at March 31, 2025

₹ In lakhs

	Note	As at March 31, 2025	As at March 31, 2024
ASSETS			
I Non-current assets			
(a) Property, plant and equipment	3	74757.71	69098.27
(b) Right-of-Use Assets	3	4502.86	1787.35
(c) Capital work-in-progress		4055.74	6468.77
(d) Intangible assets	3	72.38	89.30
(e) Financial assets			
(i) Loans	4(A)	128.35	128.35
(ii) Other financial assets	5(A)	1401.65	1432.19
(f) Deferred tax asset (net)	16	14.32	106.06
(g) Other non-current assets	6(A)	2406.47	732.98
Total non-current assets		87339.48	79843.27
II Current assets			
(a) Inventories	7	15665.60	16385.46
(b) Financial assets			
(i) Trade receivables	8	18559.06	11964.17
(ii) Cash and cash equivalents	9	7761.02	6826.08
(iii) Bank balances other than (ii) above	10	4570.08	1467.45
(iv) Loans	4(B)	278.82	177.22
(v) Other financial assets	5(B)	305.66	221.09
(c) Current tax assets	11	100.59	330.94
(d) Other current assets	6(B)	5737.40	4152.00
Total current assets		52978.23	41524.41
III Assets held for sale and discontinued operations	35	-	200.80
TOTAL ASSETS		140317.71	121568.48
EQUITY AND LIABILITIES			
I Equity			
(a) Equity share capital	12	620.08	620.08
(b) Other equity	13	77177.55	58612.42
Total equity		77797.63	59232.50
Liabilities			
II Non-current liabilities			
(a) Financial liabilities			
(i) Borrowings	14(A)	21520.09	30387.01
(ia) Lease liabilities	15(A)	3918.15	1093.81
(b) Provisions	18(A)	1105.97	933.14
(c) Deferred tax liabilities (net)	16	5354.41	4440.26
(d) Other non-current liabilities	20(A)	3232.13	4291.25
Total non-current liabilities		35130.75	41145.47
III Current liabilities			
(a) Financial liabilities			
(i) Borrowings	14(B)	11214.06	8479.35
(ia) Lease liabilities	15(B)	299.77	142.95
(ii) Trade payables	21		
a) total outstanding dues of micro enterprises and small enterprises		224.08	294.14
b) total outstanding dues of creditors other than micro enterprises and small enterprises		8694.81	7168.30
(iii) Other financial liabilities	17	11.41	9.88
(b) Other current liabilities	20(B)	4713.74	3933.43
(c) Provisions	18(B)	1137.02	1122.57
(d) Current tax liabilities (net)	19	1094.44	-
Total current liabilities		27389.33	21150.62
IV Liabilities held for sale and discontinued operations	35	-	39.89
TOTAL EQUITY AND LIABILITIES		140317.71	121568.48
Notes forming part of the financial statements	1 - 47		

In terms of our report attached

For **S.Daga & Co.**
Chartered Accountants
(F. No.000669S)

Shantilal Daga
Partner
Membership No. 11617

Place : Hyderabad
Date : 29th May, 2025

UDIN: 25011617BMLBNK6626

For and on behalf of Board of Directors

Gautam Chand Jain
Chairman & Managing Director
(D.No: 00004775)

Rahul Jain
Managing Director
(D.No: 00576447)

M Viswanatha Reddy
Chief Financial Officer

Pratima Khandu Gulankar
Company Secretary

Consolidated Statement of Profit and Loss

for the Year ended March 31, 2025

₹ In lakhs

	Note	Year ended March 31, 2025	Year ended March 31, 2024
Continuing operations			
Income			
I Revenue from operations	22	93012.77	68761.40
II Other income	23	2121.40	1151.72
III Total income		95134.17	69913.12
IV Expenses			
a) Cost of raw material consumed	24	30370.50	23927.09
b) Purchase of stock-in-trade		42.54	65.11
c) Changes in stock of finished goods, work-in-progress and stock-in-trade	25	482.69	719.53
d) Employee benefits expense	26	9616.22	6714.11
e) Depreciation and amortization expense	27	4418.54	4257.78
f) Finance costs	28	3709.92	3898.63
g) Other expenses	29	19918.15	16368.88
Total expenses		68558.56	55951.13
V Profit before tax (III-IV)		26575.61	13961.99
VI Tax expense:			
a) Current tax	30	7369.59	4665.19
b) Deferred tax		468.38	161.06
Total tax expense		7837.97	4826.25
VII Profit after tax from continuing operations (V-VI)		18737.64	9135.74
VIII Discontinuing Operations			
Profit/ (Loss) from discontinuing operations before tax		17.21	(399.48)
Tax expense of discontinuing operations		-	-
Profit/ (Loss) after tax from discontinuing operations		17.21	(399.48)
IX Profit for the year (VII+VIII)		18754.85	8736.26
X Other comprehensive income/(loss)			
(i) Items that will not be reclassified to profit or loss		(4.94)	(45.94)
(ii) Income tax relating to items that will not be reclassified to profit or loss		1.24	13.19
Total other comprehensive income/(loss)		(3.70)	(32.75)
XI Total comprehensive income for the year: (IX + X)		18751.15	8703.51
XII Profit from continuing operations for the year attributable to:			
(i) Equity owners of the Company		18737.64	9135.74
(ii) Non-controlling interests		-	-
		18737.64	9135.74
XIII Profit from discontinuing operations for the year attributable to:			
(i) Equity owners of the Company		17.21	(399.48)
(ii) Non-controlling interests		-	-
		17.21	(399.48)
XIV OCI for the year attributable to:			
(i) Equity owners of the Company		(3.70)	(32.75)
(ii) Non-controlling interests		-	-
		(3.70)	(32.75)
XV Total comprehensive income for the year attributable to:			
(i) Equity owners of the Company		18751.15	8703.51
(ii) Non-controlling interests		-	-
		18751.15	8703.51
XVI Earnings per share for continuing operations - Basic and Diluted (in ₹)	31	60.44	29.47
XVII Earnings per share for discontinuing operations - Basic and Diluted (in ₹)		0.06	(1.29)
XVIII Earnings per share - Basic and Diluted (in ₹)		60.49	28.18
XIX Nominal Value of share (in ₹)		2	2
Notes forming part of the financial statements	1 - 47		

In terms of our report attached

For **S.Daga & Co.**
Chartered Accountants
(F. No.000669S)

Shantilal Daga
Partner
Membership No. 11617

Place : Hyderabad
Date : 29th May, 2025

UDIN: 25011617BMLBNK6626

For and on behalf of Board of Directors

Gautam Chand Jain
Chairman & Managing Director
(D.No: 00004775)

Rahul Jain
Managing Director
(D.No: 00576447)

M Viswanatha Reddy
Chief Financial Officer

Pratima Khandu Gulankar
Company Secretary

Consolidated Statement of Changes in Equity

for the Year ended 31st March, 2025

A) EQUITY SHARES

₹ In lakhs

Particulars	Balance as at 1st April 2024	Changes in Equity Share Capital due to prior period errors	Restated balance as at 1st April 2024	Changes in equity share capital during the year	Balance as at 31st March 2025
Equity shares of ₹ 2/- each issued,Subscribed and fully paid-up	620.08	-	620.08	-	620.08

₹ In lakhs

Particulars	Balance as at 1st April 2023	Changes in Equity Share Capital due to prior period errors	Restated balance as at 1st April 2023	Changes in equity share capital during the year	Balance as at 31st March 2024
Equity shares of ₹ 2/- each issued,Subscribed and fully paid-up	620.08	-	620.08	-	620.08

B) OTHER EQUITY

₹ In lakhs

Particulars	Attributable to the equity owners of the Company				
	Reserves and Surplus			Items of Other Comprehensive Income (OCI)	Total Other Equity
	General Reserve	Retained earnings	Securities Premium	Remeasurements of net defined benefit plans	
Balance as at 01.04.2024	980.36	57307.94	73.96	250.16	58612.42
Changes in Accounting policy or prior period errors	-	-	-	-	-
Restated balance at the beginning of the current reporting period	980.36	57307.94	73.96	250.16	58612.42
Profit for the year	-	18754.85	-	-	18754.85
Other Comprehensive Income for the year	-	-	-	(3.70)	(3.70)
Dividends	-	(186.02)	-	-	(186.02)
Balance as at 31.03.2025	980.36	75876.77	73.96	246.46	77177.55

₹ In lakhs

Particulars	Attributable to the equity owners of the Company				
	Reserves and Surplus			Items of Other Comprehensive Income (OCI)	Total Other Equity
	General Reserve	Retained earnings	Securities Premium	Remeasurements of net defined benefit plans	
Balance as at 01.04.2025	980.36	48757.70	73.96	282.91	50094.93
Changes in Accounting policy or prior period errors	-	-	-	-	-
Restated balance at the beginning of the current reporting period	980.36	48757.70	73.96	282.91	50094.93
Profit for the year	-	8736.26	-	-	8736.26
Other Comprehensive Income for the year	-	-	-	(32.75)	(32.75)
Dividends	-	(186.02)	-	-	(186.02)
Balance as at 31.03.2024	980.36	57307.94	73.96	250.16	58612.42

In terms of our report attached

For **S.Daga & Co.**
Chartered Accountants
(F. No.000669S)

Shantilal Daga
Partner
Membership No. 11617

Place : Hyderabad
Date : 29th May, 2025

UDIN: 25011617BMLBNK6626

For and on behalf of Board of Directors

Gautam Chand Jain
Chairman & Managing Director
(D.No: 00004775)

Rahul Jain
Managing Director
(D.No: 00576447)

M Viswanatha Reddy
Chief Financial Officer

Pratima Khandu Gulankar
Company Secretary

Consolidated Statement of Cash Flow

for the year ended March 31, 2025

₹ In lakhs

Particulars	Year ended March 31, 2025	Year ended March 31, 2024
(A) Cash flows from operating activities		
Profit before taxes	26575.61	13961.99
Adjustments:		
Depreciation and amortization expense	4418.54	4257.78
Loss/ (Profit) on Sale of property, plant and equipment (Net)	2.53	(20.59)
Gain on modification of lease	(6.28)	-
Unrealized foreign exchange (gain) / loss (Net)	(1217.74)	(723.62)
Net gain/ (loss) on fair valuation of Financial Assets measured at FVTPL	54.41	38.43
Allowance for credit losses	169.24	38.38
Finance costs	3551.83	3855.58
Interest income	(119.56)	(101.10)
Operating profit before working capital changes	33428.58	21306.85
Changes in working capital and other provisions:		
(Increase)\Decrease in Trade Receivables	(6549.78)	(915.62)
(Increase)\Decrease in Inventories	719.86	1519.80
(Increase)\Decrease in Financial Assets	(3284.21)	(883.30)
(Increase)\Decrease in Non - Financial Assets	(1800.68)	(1074.96)
Increase\Decrease in Provisions	184.82	163.06
Increase\Decrease in Trade and Other Payables	1939.48	1902.55
Cash generated from operations	24638.07	22018.38
Income taxes paid, net	(5506.03)	(3012.78)
Net cash from/(used in) operating activities	19132.04	19005.60
Net cash from discontinued operations	(14.96)	(195.27)
Net cash from/(used in) from continuing and discontinued operating activities	19117.08	18810.33
(B) Cash flows from investing activities		
Purchase of property, plant and equipment	(9768.81)	(4257.30)
Proceeds from sale of property, plant and equipment	227.71	352.42
Interest income	126.47	112.80
Net cash from /(used in) investing activities	(9414.63)	(3792.08)
Net cash from discontinued operations	12.92	13.96
Net cash from /(used in) from continuing and discontinued investing activities	(9401.71)	(3778.12)
(C) Cash flows from financing activities		
Proceeds from Non-current borrowings (including current maturities)	960.77	1934.03
Repayment of Non-current borrowings (including current maturities)	(8927.38)	(5835.73)
(Repayment) / Proceeds from Current borrowings (Net)	1405.93	(2852.27)
Principal payments of Lease Liabilities	(77.95)	(92.82)
Interest expense (including lease liabilities)	(3248.16)	(3658.36)
Dividend paid	(186.02)	(186.02)
Net cash from / (used in) financing activities	(10072.81)	(10691.17)
Net cash from discontinued operations	-	(137.99)
Net cash from / (used in) from continuing and discontinued financing activities	(10072.81)	(10829.16)
Net increase/ (decrease) in cash and cash equivalents	(357.44)	4203.05
Add: cash and cash equivalents at the beginning of the year	5059.17	323.32
Effect of exchange gain on cash and cash equivalents	1164.06	532.80
Cash and cash equivalents at the end of the year	5865.79	5059.17
Cash and cash equivalents from continuing operations (refer note.9.1)	5865.79	5056.28
Cash and cash equivalents from discontinued operations	-	2.89
Cash and cash equivalents from continuing and discontinued activities	5865.79	5059.17

Consolidated Statement of Cash Flow

for the year ended March 31, 2025

₹ In lakhs				
Change in Liability arising from Financing Activities	1st April 2024	Cashflow	Foreign Exchange movement/others	31st March 2025
Borrowing - Non-current (including current maturities)	34417.25	(7966.61)	304.52	26755.16
Borrowing - Current	2679.31	1405.93	(1.48)	4083.76
Lease liability (including current maturities)	1236.76	(77.95)	3059.11	4217.92
	38333.32	(6638.63)	3362.15	35056.84

₹ In lakhs				
Change in Liability arising from Financing Activities	1st April 2023	Cashflow	Foreign Exchange movement/others	31st March 2024
Borrowing - Non-current (including current maturities)	38120.98	(3901.70)	197.97	34417.25
Borrowing - Current	5558.60	(2852.27)	(27.02)	2679.31
Lease liability (including current maturities)	215.80	(92.82)	1113.78	1236.76
	43895.38	(6846.79)	1284.73	38333.32

Note: Cash Flow Statement has been prepared under the Indirect Method, as set out in Ind AS 7 - 'Statement of Cash Flows'.

In terms of our report attached

For **S.Daga & Co.**

Chartered Accountants

(F. No.000669S)

Shantilal Daga

Partner

Membership No. 11617

Place : Hyderabad

Date : 29th May, 2025

UDIN: 25011617BMLBNK6626

For and on behalf of Board of Directors

Gautam Chand Jain

Chairman & Managing Director

(D.No: 00004775)

Rahul Jain

Managing Director

(D.No: 00576447)

M Viswanatha Reddy

Chief Financial Officer

Pratima Khandu Gulankar

Company Secretary

Notes to Consolidated Financial Statements

for the Year ended 31 March, 2025

1 Corporate information

The Consolidated Financial Statements comprises financial statement of "**Pokarna Limited**" ("the Parent Company") and its wholly owned subsidiaries Pokarna Engineered Stone Limited and Pokarna Foundation for the year ended 31.03.2025.

The Company and its subsidiaries are collectively referred to as 'the Group'.

The Group is principally engaged in the business:

- (a) quarrying, manufacturing & processing and selling of Granite;
- (b) manufacturing, processing and selling of high quality engineered quartz surfaces;and
- (c) to implement, assist, facilitate or otherwise undertake programmes, projects and all activities relating to Corporate Social Responsibilities carried out by Pokarna Group companies.

2 Basis of preparation, measurement and material accounting policies

The material accounting policies applied by the Group in the preparation of its financial statements are listed below.

Such accounting policies have been applied consistently to all the periods presented in these financial statements, unless otherwise indicated.

2.1 Basis of preparation and measurement

(a) Basis of preparation

The Group financial statements are prepared in accordance with and in compliance, in all material aspects with Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013 (the Act) read along with Companies (Indian Accounting Standards) Rules, as amended and other relevant provisions of the Act. The presentation of the Financial Statements is based on Ind AS Schedule III of the Companies Act, 2013.

(b) Basis of measurement

The financial statements have been prepared on an accrual and going concern basis and in accordance with the historical cost convention, unless otherwise stated. All assets and liabilities are classified into current and non-current generally based on the criteria of realisation/settlement within a twelve month period from the balance sheet date.

2.2 Key accounting judgement, estimates and assumptions :

The preparation of the financial statements requires management to exercise judgment and to make estimates and assumptions. These estimates and associated assumptions are based on historical experiences and various other factors that are believed to be reasonable under the circumstances. Actual results may differ from these estimates. The estimates and underlying assumptions are reviewed on an ongoing basis. Revision to accounting estimates are recognised in the period in which the estimate is revised if the revision affect only that period, or in the period of the revision and future periods if the revision affects both current and future period. In particular, information about significant areas of estimation, uncertainty and critical judgments in applying accounting policies that have the most significant affect on the amounts recognised in the financial statements are included in the following notes:

- Measurement of defined benefit obligations - Note 26
- Measurement and likelihood of occurrence of provisions and contingencies - Note 18 and 34
- Recognition of deferred tax assets/liabilities - Note 16
- Key assumptions used in discounted cash flow projections - Note 39
- Impairment of assets - Note 3
- Allowances for credit losses for finance receivables - Note 8
- Measurement of Right-of-use Asset and Lease liabilities - Note 3B and 42

2.3 Recent Accounting Developments

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.

A. Application of newly notified and amended Standards

1. Ind AS 117, Insurance Contracts:

On 12 August 2024, the Ministry of Corporate Affairs (MCA) notified Ind AS 117, Insurance Contracts, replacing Ind AS 104, under the Companies (Indian Accounting Standards) Amendment Rules, 2024, effective from 1 April 2024. Ind AS 117 is a comprehensive new accounting standard for insurance contracts covering recognition and measurement, presentation and disclosure. Ind AS 117 defines 'insurance contract' as a contract under which one party accepts significant insurance risk

Notes to Consolidated Financial Statements

for the Year ended 31 March, 2025

from another party by agreeing to compensate the policyholder if a specified uncertain future event adversely affects the policyholder.

Based on the assessment, the standard is not applicable to the Group.

2. Ind AS 116, Leases - Sale and lease back transactions:

On 9 September 2024, the MCA introduced amendments to Ind AS 116, Leases, applicable w.e.f 1 April 2024, relating to the accounting for sale and leaseback transactions with variable payments not dependent on an index or rate. The amendment focuses on the subsequent accounting for the seller-lessee and requires that 'lease payments' or 'revised lease payments must be determined in a way to ensure that no gain or loss is recognised from the sale transaction to the extent the asset is leased back.

This amendment did not have impact on the amounts reported in the financial statements.

B. Standards notified but not yet effective

1. Ind AS 21, The Effects of Changes in Foreign Exchange Rates:

On 7 May 2025, MCA notified amendments to Ind AS 21, The Effects of Changes in Foreign Exchange Rates, w.r.t 'Lack of exchangeability', w.e.f. 1 April 2025, requiring the entity to assess whether a currency is exchangeable into another currency and to estimate the spot exchange rate when a currency is not exchangeable. The amendment also requires giving specific disclosures. The Group does not expect this amendment to have a material impact on its financial statements for the current year or future periods.

2.4 Material accounting policies

A Principles of consolidation

The consolidated financial statements incorporate the financial statements of the Company and entities controlled by the Company i.e. its subsidiaries. The financial statements of the Parent company and its subsidiary have been consolidated on a line-by-line basis together with the book values of like items of assets, liabilities, income and expenses, after eliminating intra-group balances, intra-group transactions and the unrealized profits.

The financial statements of the Parent Company and its subsidiary have been consolidated using uniform accounting policies.

The following subsidiary companies are considered in the consolidated financial statements:

₹ In lakhs

Sl. No.	Name of the Subsidiary company	Country of incorporation	% of holding either directly or through subsidiaries	
			As at March 31, 2025	As at March 31, 2024
Direct subsidiaries:				
1	Pokarna Engineered Stone Limited	India	100.00	100.00
Indirect subsidiaries *				
2	Pokarna Foundation	India	100.00	100.00

* Effective holding % of the company directly and through its subsidiaries

B Property, plant and equipment

An item of property, plant and equipment is recognized as an asset if it is probable that the future economic benefits associated with the item will flow to the Group and its cost can be measured reliably. This recognition principle is applied to the costs incurred initially to acquire an item of property, plant and equipment and also to costs incurred subsequently to add to, replace part of, or service it. All other repair and maintenance costs, including regular servicing, are recognized in the statement of profit and loss as incurred. When a replacement occurs, the carrying value of the replaced part is de-recognized. Where an item of property, plant and equipment comprises major components having different useful lives, these components are accounted for as separate items.

Property, plant and equipment are stated at cost, less accumulated depreciation and impairment. Cost includes all direct costs and expenditures incurred to bring the asset to its working condition and location for its intended use. Trial run expenses (net of revenue) are capitalized. Borrowing costs incurred during the period of construction is capitalized as part of cost of the qualifying assets.

The gain or loss arising on disposal of an asset is determined as the difference between the sale proceeds and the carrying value of the asset, and is recognized in the statement of profit and loss.

Capital work-in-progress comprises cost of fixed assets that are not yet ready for their intended use at the year end.

Notes to Consolidated Financial Statements

for the Year ended 31 March, 2025

Project development and pre-operative expenses attributable to project are allocated to the cost of the fixed assets. Others are written off over the period of five years from the year of commercial operations begins.

C Depreciation and amortisation of property, plant and equipment and intangible assets

Depreciation or amortization is provided so as to write off, on a straight line basis, the cost of property, plant and equipment and other intangible assets, including those held under finance leases to their residual value. These charges are commenced from the dates the assets are available for their intended use and are spread over their estimated useful economic lives or, in the case of leased assets, over the lease period, if shorter. The estimated useful lives of assets and residual values are reviewed regularly and, when necessary, revised. No further charge is provided in respect of assets that are fully written down but are still in use.

Depreciation on assets under construction commences only when the assets are ready for their intended use.

The estimated useful lives for the current and comparative periods are determined with reference to Schedule II to the Companies Act, 2013. Depreciation methods, useful lives and residual values are reviewed at each financial year-end and adjusted if appropriate.

Freehold land is stated at cost and is not depreciated.

D Intangible assets

- (i) Intangible assets are stated at cost less accumulated amortization or impairment. Intangible assets are amortized on their estimated useful life of assets. Expenditure incurred in research phase is expensed as incurred.

Stripping costs

- (ii) Stripping costs

The Group separates two different types of stripping costs that are incurred in surface mining activity:

- (a) Developmental stripping costs and
- (b) Production stripping costs

Developmental stripping costs which are incurred in order to obtain access to quantities of mineral reserves that will be mined in future periods are capitalized as part of mining assets. Capitalization of developmental stripping costs ends when the commercial production of the mineral reserves begins.

Production stripping costs are incurred to raw granite in the form of inventories and/or to improve

access to deeper levels of material. Production stripping costs are accounted for as inventories to the extent the benefit from production stripping activity is realized in the form of inventories.

The Group recognizes a stripping activity asset in the production phase if, and only if, all of the following are met:

- (i) It is probable that the future economic benefit (improved access to the mine) associated with the stripping activity will flow to the Group
- (ii) The Group can identify the component of the mine for which access has been improved and
- (iii) The costs relating to the improved access to that component can be measured reliably

Such costs are presented within mining assets (Intangible Assets). After initial recognition, stripping activity assets are carried at cost less accumulated amortization and impairment. The Stripping activity assets are amortized based on cost of inventory produced compared with expected cost.

E Right-of-use Assets

The Group's lease asset classes primarily consist of leases for Land and Buildings, Retail Outlets, Vehicles and Plant & Machinery. The Group assesses whether a contract is or contains a lease, at inception of a contract. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Group assesses whether:

- (i) the contract involves the use of an identified asset
- (ii) the Group has the right to substantially all of the economic benefits from use of the asset through the period of the lease and
- (iii) the Group has the right to direct the use of the asset.

(i) As a Lessee

At the date of commencement of the lease, the Group recognises a right-of-use asset ("ROU") and a corresponding lease liability for all lease arrangements in which it is a lessee, except for leases with a term of twelve months or less (short term leases) and leases of low value assets. For these short term and leases of low value assets, the Group recognises the lease payments as an operating expense on a straight line basis over the term of the lease.

Notes to Consolidated Financial Statements

for the Year ended 31 March, 2025

The right-of-use assets are initially recognised at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or prior to the commencement date of the lease plus any initial direct costs less any lease incentives. They are subsequently measured at cost less accumulated depreciation and impairment losses, if any. Right-of-use assets are depreciated from the commencement date on a straight-line basis over the shorter of the lease term and useful life of the underlying asset.

The lease liability is initially measured at the present value of the future lease payments. The lease payments are discounted using the interest rate implicit in the lease or, if not readily determinable, using the incremental borrowing rates. The lease liability is subsequently remeasured by increasing the carrying amount to reflect interest on the lease liability, reducing the carrying amount to reflect the lease payments made.

A lease liability is remeasured upon the occurrence of certain events such as a change in the lease term or a change in an index or rate used to determine lease payments. The remeasurement normally also adjusts the leased assets. Lease liability and ROU asset have been separately presented in the Balance Sheet and lease payments have been classified as financing cash flows.

(ii) As a Lessor

Leases for which the Group is a lessor is classified as a finance or operating lease. Whenever the terms of the lease transfer substantially all the risks and rewards of ownership to the lessee, the contract is classified as a finance lease. All other leases are classified as operating leases. When the Group is an intermediate lessor, it accounts for its interests in the head lease and the sublease separately. The sublease is classified as a finance or operating lease by reference to the ROU asset arising from the head lease. For operating leases, rental income is recognized on a straight line basis over the term of the relevant lease.

F Provision for decommissioning, site restoration and environmental costs

Under Ind AS, cost of an item of property, plant and equipment or intangible assets includes the initial estimate of the costs of dismantling and removing the item and restoring the site on which it is located, the obligation for which an entity incurs either when the item is acquired or as a consequence of having used the item during a particular period for purposes other than to produce inventories during that period. Such cost of

decommissioning, restoration or similar liability is to be added to or deducted from the cost of the asset to which it relates; the adjusted depreciable amount of the asset is then depreciated prospectively over its remaining useful life.

The Group has liabilities related to restoration of mines and other related works, which are due upon the closure of certain of its production sites.

Such liabilities are estimated case-by-case based on available information, taking into account applicable local legal requirements. The estimation is made using existing technology, at current prices, and discounted using a discount rate where the effect of time value of money is material. The effect of the time value of money on the restoration and environmental costs liability is recognized in the statement of profit and loss.

G Impairment

(i) Financial assets (including receivables)

A financial asset not carried at fair value is assessed at each reporting date to determine whether there is objective evidence that it is impaired. A financial asset is impaired if objective evidence indicates that a loss event has occurred after the initial recognition of the asset, and that the loss event had a negative effect on the estimated future cash flows of that asset that can be estimated reliably.

Objective evidence that financial assets are impaired can include default or delinquency by a debtor, restructuring of an amount due to the Group on terms that the Group would not consider otherwise, indications that a debtor or issuer will enter bankruptcy, or the disappearance of an active market for a security.

"In accordance with Ind-AS 109, the Group applies expected credit loss (ECL) model for measurement and recognition of impairment loss for trade receivables."

ECL impairment loss allowance (or reversal) recognized during the period is recognized as expense/ income in the statement of profit and loss. This amount is reflected in a separate line in the statement of profit and loss as an impairment gain or loss.

(ii) Non-financial assets

The carrying amounts of the Group's non-financial assets, other than inventories and deferred tax assets are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated each year at the same time.

Notes to Consolidated Financial Statements

for the Year ended 31 March, 2025

The recoverable amount of an asset or cash-generating unit is the greater of its value in use and its fair value less costs to sell. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset.

For the purpose of impairment testing, assets that cannot be tested individually are grouped together into the smallest group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets or groups of assets (the "cash-generating unit, or CGU").

The Group's corporate assets do not generate separate cash inflows. If there is an indication that a corporate asset may be impaired, then the recoverable amount is determined for the CGU to which the corporate asset belongs.

An impairment loss is recognized if the carrying amount of an asset or its CGU exceeds its estimated recoverable amount. Impairment losses are recognized in the statement of profit and loss. Impairment losses recognized in respect of CGUs are allocated to reduce the carrying amounts of the other assets in the unit (group of units) on a pro rata basis.

An impairment loss in respect of assets, impairment losses recognized in prior periods is assessed at each reporting date for any indications that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortization, if no impairment loss had been recognized.

H Financial instruments

Financial assets

All financial assets are initially recognized at fair value except trade receivables that do not contain a significant financing component are measured at transaction price. Transaction costs that are directly attributable to the acquisition or issue of financial assets, which are not at fair value through profit or loss, are adjusted to the fair value on initial recognition. Purchase and sale of financial assets are recognised using trade date accounting.

The Group derecognizes a financial asset when the contractual rights to the cash flows from the asset expire, or it transfers the rights to receive the contractual cash flows on the financial asset in a transaction in which

substantially all the risks and rewards of ownership of the financial asset are transferred. Any interest in transferred financial assets that is created or retained by the Group is recognized as a separate asset or liability. Financial assets and liabilities are offset and the net amount presented in the balance sheet when, and only when, the Group has a legal right to offset the amounts and intends either to settle on a net basis or to realize the asset and settle the liability simultaneously.

They are presented as current assets, except for those maturing later than 12 months after the reporting date which are presented as non-current assets. Financial assets are measured initially at fair value plus transaction costs and subsequently carried at amortized cost using the effective interest method, less any impairment loss.

The Group's financial assets include security deposits, cash and cash equivalents, trade receivables and deposits with banks. Cash and cash equivalents comprise cash balances and call deposits with original maturities of three months or less.

Investment in subsidiaries:

The Group has accounted for its investments in subsidiaries at cost.

Financial liabilities

All financial liabilities are recognized at fair value and in case of loans, net of directly attributable cost. Fees of recurring nature are directly recognized in the Statement of Profit and Loss as finance cost.

Financial liabilities are carried at amortized cost using the effective interest method. For trade and other payables maturing within one year from the balance sheet date, the carrying amounts approximate fair value due to the short maturity of these instruments.

The Group derecognizes a financial liability when its contractual obligations are discharged or cancelled or expire.

Financial assets and liabilities are offset and the net amount presented in the statement of financial position when, and only when, the Group has a legal right to offset the amounts and intends either to settle on a net basis or to realize the asset and settle the liability simultaneously.

The Group financial liabilities include Loans and borrowings and trade and other payables.

I Cash and bank balances:

Cash and bank balances consist of:

- (i) **Cash and cash equivalents** - which includes cash in hand, deposits held at call with banks and other short term deposits which are readily convertible

Notes to Consolidated Financial Statements

for the Year ended 31 March, 2025

into known amounts of cash, are subject to an insignificant risk of change in value and have maturities of less than three months from the date of such deposits. These balances with banks are unrestricted for withdrawal and usage.

For the purpose of presentation in the statement of cash flows, cash and cash equivalents consists of cash and short-term deposits, as defined above, net of outstanding bank overdraft but including other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

- (ii) **Other bank balances** - which includes balances and deposits with banks that are restricted for withdrawal and usage.

J 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 recognized for the amount expected to be paid towards 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 obligation can be estimated reliably.

- (ii) **Post -employment benefits:**

Defined contribution plans:

Provident Fund

Eligible employees of the Group receive benefits from provident fund, which is a defined contribution plan. Both the eligible employees and the Group make monthly contributions to the Government administered provident fund scheme equal to a specified percentage of the eligible employee's salary. employer contribution is charged to statement of profit and loss. Amounts collected under the provident fund plan are deposited with in a government administered provident fund. The Group has no further obligation to the plan beyond its monthly contributions.

Employee state Insurance Scheme

Eligible employees of the Group are covered under "Employees State Insurance Scheme Act 1948", which are also defined contribution schemes recognized and administered by Government of India.

The Group's contributions to these schemes are recognized as expense in statement of profit and loss during the period in which the employee renders the related service. The Group has no further obligation under these plans beyond its monthly contributions.

Defined benefit plans:

The Group provides for gratuity, a defined benefit plan ("the Gratuity Plan") covering the eligible employees of the Group. The Gratuity Plan provides a lump-sum payment to vested employees at retirement, death, incapacitation or termination of employment, of an amount based on the respective employee's salary and the tenure of the employment with the Group. Liability with regard to the Gratuity Plan is determined by actuarial valuation, performed by an independent actuary, at each balance sheet date using the projected unit credit method. The defined benefit plan for parent company (Granite division) is administered by a trust formed for this purpose through the Company gratuity Scheme.

The Group recognizes the net obligation of a defined benefit plan as a liability in its balance sheet. Gains or losses through re-measurement of the net defined benefit liability are recognized in other comprehensive income and are not reclassified to profit and loss in the subsequent periods. The actual return of the portfolio of plan assets, in excess of the yields computed by applying the discount rate used to measure the defined benefit obligation is recognized in other comprehensive income. The effect of any plan amendments is recognized in the statement of profit and loss.

Other long-term employee benefits

The liabilities for compensated absences which are not expected to occur within twelve months are measured as the present value of expected future payments to be made in respect of services provided by employees up to the end of the reporting period using projected unit credit method. Remeasurements as a result of experience adjustments and changes in actuarial assumptions are recognized in other comprehensive income and are not reclassified to profit and loss in the subsequent periods.

Group uses updated assumptions to determine current service cost and net interest for the remainder of the period after a plan amendment, curtailment or settlement; and recognise in profit or loss as part of past service cost, or a gain or loss on settlement, any reduction in surplus, even if that surplus was not previously recognised because of the impact of the asset ceiling.

Notes to Consolidated Financial Statements

for the Year ended 31 March, 2025

K Inventories

Inventories are valued at lower of cost and net realizable value. Cost of raw materials, Stores and Spares, Consumables, Packing materials and traded goods are valued at Cost on First-In-First-Out (FIFO) basis. Cost includes expenditures incurred in acquiring the inventories and other costs incurred in bringing them to their existing location and condition on normal operating capacity. The cost of finished goods and work in progress includes raw materials, direct labour, other direct costs and appropriate portion of variable and fixed overhead expenditure, computed on normal capacity.

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

The Group assess the valuation of Inventories at each reporting period and write down the value for different finished goods based on their quality classes and ageing. Inventory provisions are provided to cover risks arising from slow-moving items, discontinued products, and net realizable value lower than cost. The process for evaluating these write-offs often requires to make subjective judgments and estimates, based primarily on historical experience, concerning prices at which such inventory will be able to be sold in the normal course of business, planned product discontinuances and introduction of competitive new products, to the extent each of these factors impact the Group's business.

L Provisions, contingent liabilities and contingent assets

Provisions

Provisions are recognized when the Group has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. When the Group expects some or all of a provision to be reimbursed, for example, under an insurance contract, the reimbursement is recognized as a separate asset, but only when the reimbursement is virtually certain. The expense relating to a provision is presented in the statement of profit and loss net of any reimbursement. If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognized as a finance cost.

Provision for Warranties

The Group generally provides a standard warranty for covering manufacturing defects for different periods of

time, depending on the type of product and the customer when the product is sold or service provided to the customer. The Group records a provision for the estimated cost to repair or replace products under warranty, which is estimated, based primarily on historical experience as well as management judgment. The assumptions made in relation to the current period are consistent with those in the prior year. This provision is not discounted to the present value and is determined based on the best estimate required to settle the obligations at the Balance Sheet date.

Contingent liabilities

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Group or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognized because it cannot be measured reliably. The Group does not recognize a contingent liability but discloses its existence in the financial statements.

Contingent assets

Contingent assets are not recognised but disclosed in the financial statements when an inflow of economic benefits is probable.

M Government grants

Effective from 01st April 2019, the Group has adopted and opted Ind AS 20 policy for 'Accounting for Government Grants and Disclosure of Government Assistance' from 'Deferred Income recognised in Statement of Profit and Loss on a systematic basis over the useful life of the assets' to 'Option of deducting the same from carrying value'.

N Non-current assets held for sale

Non-current assets comprising assets and liabilities, that are expected to be recovered primarily through sale rather than through continuing use, are classified as held for sale. Immediately before classification as held for sale, the assets are remeasured in accordance with the Group's accounting policies. Thereafter generally the assets are measured at the lower of their carrying amount and fair value less cost to sell. Any impairment loss on initial classification as held for sale and subsequent gains or losses on re-measurement are recognized in the statement of profit and loss. Gains are not recognized in excess of any cumulative impairment loss.

Where a disposal group represents a separate major line of business or geographical area of operations, or is part of a single coordinated plan to dispose of a separate major line of business or geographical area of operations, then it is

Notes to Consolidated Financial Statements

for the Year ended 31 March, 2025

treated as a discontinued operation. The post-tax profit or loss of the discontinued operation together with the gain or loss recognized on its disposal are disclosed as a single amount in the statement of profit and loss, with all prior periods being presented on this basis.

O Income taxes

Income tax expense comprises current and deferred tax. Current tax and deferred tax are recognized in the statement of profit and loss except relating to items recognized directly in equity or in other comprehensive income.

Current tax is measured at the amount expected to be paid to the tax authorities in accordance with the provisions of Income Tax Act, 1961.

Deferred tax assets and liabilities are recognised for the future tax consequences of temporary differences between the carrying values of assets and liabilities and their respective tax bases, and unutilised business loss and depreciation carry-forwards and tax credits. Such deferred tax assets and liabilities are computed separately for each taxable entity and for each taxable jurisdiction. Deferred tax assets are recognised to the extent it is probable that future taxable income will be available against which the deductible temporary differences, unused tax losses, depreciation carry-forwards and unused tax credits could be utilised. The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Deferred tax assets and liabilities are measured based on the tax rates that are expected to apply in the period when the asset is realised or the liability is settled, based on the tax rates and tax laws that have been enacted or substantively enacted by the balance sheet date.

Current and deferred tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities and when they relate to income taxes levied by the same taxation authority and the group intends to settle its current tax assets and liabilities on a net basis.

The extent to which deferred tax assets can be recognised is based on an assessment of the probability that future taxable income will be available against which the deductible temporary differences and tax loss carryforwards can be utilised.

Minimum Alternate Tax credit is recognized as deferred tax asset only when and to the extent there is convincing evidence that the Group will pay normal income tax during the specified period. Such asset is reviewed at each

Balance Sheet date and the carrying amount of the MAT credit asset is written down to the extent there is no longer a convincing evidence to the effect that the Group will pay normal income tax during the specified period.

P Revenue

Revenue is recognized at the amount of transaction price (net of variable consideration) when the performance obligations under contract are fulfilled and there are no unfulfilled obligations and amount of revenue can be reliably measured, it is probable that future economic benefits will flow to the Company.

The specific recognition criteria described below must also be met before revenue is recognized:

Goods Sold: Revenue from sale of goods are recognized when controls of the product are transferred in accordance with the terms of sale, and there is no unfulfilled obligation that could affect the customers' acceptance of the products and is net of trade discounts, sales returns, where applicable. accordingly export and domestic revenue is recognized when the performance obligations in our contracts are fulfilled.

Rendering of services: Revenue recognition is based on the terms and conditions as per the contracts entered into / understanding with the customers and the service is performed and there are no unfulfilled obligations. All revenues from services, as rendered, are recognised when persuasive evidence of an arrangement exists, the sale price is fixed or determinable and collectability is reasonably assured and are reported net of sales incentives, discounts based on the terms of the contract and applicable indirect taxes.

When two or more revenue generating activities or deliverables are provided under a single arrangement, each deliverable that is considered a separate unit of account is accounted for separately. The allocation of the consideration from revenue arrangement to its separate units of account is based on the relative fair value of each unit.

Interest income is accrued on a time proportion basis, by reference to the principal outstanding and the effective interest rate applicable.

Dividend Income is recognized when the company's right to receive the payment has been established.

Export Benefits: Export benefits are accounted for in the year of exports based on eligibility and when there is no uncertainty in receiving the same.

Expenditure

Expenditure is accounted on accrual basis.

Notes to Consolidated Financial Statements

for the Year ended 31 March, 2025

Q Foreign currency

Items included in the financial statements of the Group are recorded using the currency of the primary economic environment (INR) in which the Group operates (the 'functional currency').

Foreign currency transactions are recorded at the exchange rates prevailing on the date of the transactions.

Monetary assets and liabilities denominated in foreign currencies as at the balance sheet date are translated at the closing exchange rates on that date. Exchange differences arising on foreign exchange transactions during the year and on restatement of monetary assets and liabilities are recognized in the Statement of profit and loss of the year.

Non-monetary assets and liabilities carried at fair value that are denominated in foreign currencies are retranslated at the rates prevailing on the date when the fair value was determined. Non-monetary assets and liabilities that are measured in terms of historical cost in foreign currency are not translated.

The transactions like receipt or payment of advance consideration in a foreign currency are translated at the rates on the date of transaction. The date of transaction for the purpose of determining exchange rate is the date of initial recognition of the non-monetary prepayment asset or deferred income liability. If there are multiple payments or receipts in advance, a date of transaction is established for each payment or receipt.

R Finance income and finance cost

Finance income comprises interest income on funds invested and dividend income. Interest income is recognized as it accrues in the statement of profit and loss, using the effective interest method.

Finance costs comprise interest expense on borrowings and lease liabilities, unwinding of the discount on provisions, impairment losses recognized on financial assets, interest expense and penalties related to income tax.

S Earnings per share

Basic earnings per share is calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders

and the weighted average number of shares outstanding during the period is adjusted for the effects of all dilutive potential equity shares.

T Segment reporting

Each of the reportable segments derives its revenues from the main products and hence these have been identified as reportable segments by the Group's chief operating decision maker ("CODM"). Segment revenue, result, assets and liabilities include the respective amounts identifiable to each of the segments and amount allocated on a reasonable basis. Unallocated expenditure consists of common expenditure incurred for all the segments and expenses incurred at corporate level. The assets and liabilities that cannot be allocated between the segments are shown as unallocated corporate assets and unallocated corporate liabilities respectively.

U Borrowing costs

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

Investment income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation.

V Dividend declared

The Group recognizes a liability to make cash distributions to equity holders when the distribution is authorized and the distribution is no longer at the discretion of the Group. As per the corporate laws in India, a distribution is authorized when it is approved by the shareholders. A corresponding amount is recognized directly in equity.

W Exceptional Items

Exceptional items are disclosed separately in the financial statements where it is necessary to do so to provide further understanding of the financial performance of the Group. These are material items of income or expense that have to be shown separately due to their nature or incidence.

Notes to Consolidated Financial Statements

for the Year ended 31 March, 2025

3. Property, plant and equipment & Intangible assets

Particulars	₹ In lakhs	
	As at 31 March 2025	As at 31 March 2024
Property, plant and equipment		
A. Owned Assets	74757.71	69098.27
B. ROU Leased Assets	4502.86	1787.35
Total	79260.57	70885.62
Owned - Intangible assets	72.38	89.30

A. Owned Assets

Particulars	Property, plant and equipment						Intangible assets		Total of intangible assets
	Land	Buildings	Factory & quarry buildings	Plant and equipment	Furniture & fixtures	Office equipment	Vehicles	Total of property, plant and equipment	
1. Deemed Cost (Gross Carrying Amount)									
Balance as at 1st April 2023	2932.10	1762.00	25691.29	70217.86	576.14	1382.88	1342.72	103904.99	515.06
Additions	-	244.16	71.37	581.35	45.46	62.07	539.40	1543.81	-
Disposals/ impairment	(39.70)	(0.91)	-	(906.86)	(5.04)	(26.92)	(59.46)	(1,038.89)	-
Relating to discontinued operations	-	-	-	(2140.39)	(54.36)	(228.37)	(47.60)	(2470.72)	-
Balance as at 31st March 2024	2892.40	2005.25	25762.66	67751.96	562.20	1189.66	1775.06	101939.19	515.06
Balance as at 1st April 2024	2892.40	2005.25	25762.66	67751.96	562.20	1189.66	1775.06	101939.19	515.06
Additions	0.64	1.02	19.71	9396.18	-	88.33	435.33	9941.41	-
Disposals/ impairment	-	-	-	(359.99)	-	(6.16)	(10.51)	(376.66)	-
Relating to discontinued operations	-	-	-	-	-	-	-	-	-
Balance as at 31st March 2025	2893.04	2006.27	25782.37	76788.15	562.20	1272.03	2199.88	111503.94	515.06
2. Accumulated Depreciation									
Balance as at 1st April 2023	-	490.52	4549.75	24604.53	371.63	873.71	838.71	31728.85	408.85
Depreciation/Amortisation for the year	-	49.09	805.39	2965.78	25.91	151.99	101.18	4099.34	16.91
Disposals/ impairment	-	-	-	(630.12)	(4.93)	(25.24)	(36.75)	(717.04)	-
Relating to discontinued operations	-	-	-	(1935.68)	(143.73)	(105.59)	(27.23)	(2270.23)	-
Balance as at 31st March 2024	-	539.61	5355.14	24946.51	248.88	894.87	855.91	32840.92	425.76
Balance as at 1st April 2024	-	539.61	5355.14	24946.51	248.88	894.87	855.91	32840.92	425.76
Depreciation/Amortisation for the year	-	52.86	807.54	2835.82	25.43	150.68	179.40	4051.73	16.92
Disposals/ impairment	-	-	-	(131.51)	-	(6.16)	(8.75)	(146.42)	-
Relating to discontinued operations	-	-	-	-	-	-	-	0.00	-
Balance as at 31st March 2025	-	592.47	6162.68	27650.82	274.31	1039.39	1026.56	36746.23	442.68
3. Carrying Amount (Net)									
At 31st March 2024	2892.40	1465.64	20407.52	42805.45	313.32	294.79	919.15	69098.27	89.30
At 31st March 2025	2893.04	1413.80	19619.69	49137.33	287.89	232.64	1173.32	74757.71	72.38

Notes to Consolidated Financial Statements

for the Year ended 31 March, 2025

3. Property, plant and equipment & Intangible assets (Contd..)

- 3.1) Some of the assets acquired out of finance are under Hypothecation.
- 3.2) Details of security of property, plant and equipment subject to charge to secured borrowings - refer note. 14.1 & 14.3
- 3.3) Land includes cost of land admeasuring Acres 2.11 cents, which has been disputed by third parties pending disposal.
- 3.4) Capital work-in-progress ₹ 4055.74 lakhs (previous year ₹ 6468.77 lakhs).

Capital work-in-progress ageing schedule as at 31st March 2025

Particulars	Amount in CWIP for a period of				₹ In lakhs
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Projects in progress	3976.98	78.76	-	-	4055.74
Projects temporarily suspended	-	-	-	-	-

Capital work-in-progress ageing schedule as at 31st March 2024

Particulars	Amount in CWIP for a period of				₹ In lakhs
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Projects in progress	6468.77	-	-	-	6468.77
Projects temporarily suspended	-	-	-	-	-

Capital work in progress, whose completion is overdue or has exceeded its cost compared to its original plan is ₹ Nil (previous year ₹ Nil)

B. ROU Leased Assets *

Particulars	₹ In lakhs		
	Leasehold Land	Building	Total
1. Deemed cost (Gross carrying amount)			
Balance as at 1st April 2023	766.59	793.71	1560.30
Additions	949.91	163.86	1113.77
Disposals/ transfer	-	(84.85)	(84.85)
Relating to discontinued operations	-	(386.75)	(386.75)
Balance as at 31st March 2024	1716.50	485.97	2202.47
Balance as at 1st April 2024	1716.50	485.97	2202.47
Additions	-	3092.64	3092.64
Disposals/ transfer	-	(231.81)	(231.81)
Relating to discontinued operations	-	-	-
Balance as at 31st March 2025	1716.50	3346.80	5063.30
2. Accumulated Depreciation			
Balance as at 1st April 2023	143.61	392.96	536.57
Depreciation/ amortisation for the year	50.74	90.79	141.53
Disposals/ transfers	-	(84.85)	(84.85)
Relating to discontinued operations	-	(178.13)	(178.13)
Balance as at 31st March 2024	194.35	220.77	415.12
Balance as at 1st April 2024	194.35	220.77	415.12
Depreciation/ amortisation for the year	147.62	202.27	349.89
Disposals/ transfers	-	(204.57)	(204.57)
Relating to discontinued operations	-	-	-
Balance as at 31st March 2025	341.97	218.47	560.44
3. Carrying amount (net)			
At 31st March 2024	1522.15	265.20	1787.35
At 31st March 2025	1374.53	3128.33	4502.86

*refer Note 42

Notes to Consolidated Financial Statements

for the Year ended 31 March, 2025

4. Loans

Particulars	₹ In lakhs	
	As at March 31, 2025	As at March 31, 2024
A. Non-current loans		
Loan receivables considered good -unsecured		
Other loans	128.35	128.35
Total	128.35	128.35
B. Current loans		
Loan receivables considered good -unsecured		
Other loans	278.82	177.22
Total	278.82	177.22

5. Other financial assets

Particulars	₹ In lakhs	
	As at March 31, 2025	As at March 31, 2024
A. Non-current financial assets		
Unsecured, considered good		
Deposits with maturity for more than 12 months		
Margin money given against a bank guarantee/letter of credit	14.34	47.60
Interest accrued on fixed deposits	0.24	4.78
Deferred payment charges	195.26	340.43
Security deposit	1191.81	1039.38
Total	1401.65	1432.19
B. Current financial assets		
Unsecured, considered good		
Other-current financial assets	117.47	2.16
Interest accrued on fixed deposits	43.02	32.26
Deferred payment charges due within one year	145.17	186.67
Total	305.66	221.09

6. Other assets

Particulars	₹ In lakhs	
	As at March 31, 2025	As at March 31, 2024
A. Non-current assets		
Unsecured, considered good		
Capital advances	2081.11	643.67
Defer lease rentals	121.86	37.29
Other Non-Current Assets	203.50	52.02
Total	2406.47	732.98
B. Current assets		
Unsecured, considered good		
Indirect taxes receivable	4124.34	2952.45
Advance to suppliers	674.15	388.93
Other current assets	0.00	145.84
Prepaid expenses	938.91	664.78
Doubtful Advances	63.81	0.00
Less: Doubtful Advances	63.81	0.00
Total	5737.40	4152.00

Notes to Consolidated Financial Statements

for the Year ended 31 March, 2025

7. Inventories

₹ In lakhs

Particulars	As at March 31, 2025	As at March 31, 2024
Raw materials	3114.01	3129.36
Work-in-progress	218.70	275.46
Finished goods	6877.95	7303.88
Traded goods	-	-
Consumables, stores & spares	5079.70	5321.51
Packing material	375.24	355.25
Total	15665.60	16385.46
Details of materials in transit included in inventories above		
Raw materials	422.87	477.24
Consumables, stores & spares	1186.04	959.39
Packing material	59.69	138.12

8. Trade receivables

₹ In lakhs

Particulars	As at March 31, 2025	As at March 31, 2024
Considered good - secured	-	-
Considered good - unsecured	18559.06	11964.17
Which have significant increase in credit risk	363.08	257.42
Credit impaired	-	-
Allowance for credit losses	(363.08)	(257.42)
Total	18559.06	11964.17

8.1 There are no outstanding debts due from directors or other officers of the company.

8.2 Trade receivables ageing schedule as at 31st March 2025

₹ In lakhs

Particulars	Outstanding for following periods from due date of payment					Total
	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed Trade receivables - Considered good	18177.60	33.20	93.42	157.63	97.21	18559.06
(ii) Undisputed Trade receivables - Which have significant increase in credit risk	127.02	0.91	26.46	52.05	156.64	363.08
(iii) Undisputed Trade receivables - Credit impaired	-	-	-	-	-	-
	18304.62	34.11	119.88	209.68	253.85	18922.14
Less: Allowance for Credit losses						(363.08)
Total Trade receivable						18559.06

Trade receivables ageing schedule as at 31st March 2024

₹ In lakhs

Particulars	Outstanding for following periods from due date of payment					Total
	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed Trade receivables - Considered good	11470.06	158.78	310.62	24.71	0.00	11964.17
(ii) Undisputed Trade receivables - Which have significant increase in credit risk	-	-	-	-	257.42	257.42
(iii) Undisputed Trade receivables - Credit impaired						
	11470.06	158.78	310.62	24.71	257.42	12221.59
Less: Allowance for Credit losses						(257.42)
Total Trade receivable						11964.17

Notes to Consolidated Financial Statements

for the Year ended 31 March, 2025

9. Cash and cash equivalents

Particulars	₹ In lakhs	
	As at March 31, 2025	As at March 31, 2024
Cash in hand	3.96	7.58
Balances with banks:		
On current accounts*	6855.32	6006.04
On cash credit accounts	901.74	812.46
Total	7761.02	6826.08

9.1 For the purpose of statement of cash flows, cash and cash equivalents comprise of following:

Particulars	₹ In lakhs	
	As at March 31, 2025	As at March 31, 2024
Cash and cash equivalents	7761.02	6826.08
Less: Cash credit [refer note. 14(B)]	(1895.23)	(1769.80)
Total	5865.79	5056.28

* Includes ₹ 54.38 lakhs (previous year ₹ 1.51 lakhs) earmarked CSR activities.

10. Other bank balances

Particulars	₹ In lakhs	
	As at March 31, 2025	As at March 31, 2024
Margin money given against a bank guarantee/letter of credit		
with maturity for more than 3 months but less than 12 months	4139.88	1248.89
In unpaid dividend account	8.75	6.36
In Deposit Accounts*	421.45	212.20
Total	4570.08	1467.45

* Includes ₹368.39 lakhs (previous year ₹159.14 lakhs) earmarked CSR activities.

11. Current tax assets

Particulars	₹ In lakhs	
	As at March 31, 2025	As at March 31, 2024
Advance Income Tax	100.59	2914.93
Less: Provision for Tax	-	(2583.99)
Total	100.59	330.94

12. Share capital

Particulars	₹ In lakhs	
	As at March 31, 2025	As at March 31, 2024
Authorized:		
10,00,00,000 (previous year 10,00,00,000)		
equity shares of ₹ 2/- each (₹ 2/-) par value	2000.00	2000.00
Issued, subscribed and fully paid-up:		
3,10,04,000 (previous year 3,10,04,000)		
equity shares of ₹ 2/- each (₹ 2/-) fully paid-up	620.08	620.08
Total	620.08	620.08

Notes to Consolidated Financial Statements

for the Year ended 31 March, 2025

12. Share capital (Contd..)

12.1 Reconciliation of the shares outstanding at the beginning and at the end of the reporting period

₹ In lakhs

Equity shares	No. of Shares	No. of Shares
At the beginning of the period	31004000	31004000
Issued during the period	-	-
Outstanding at the end of the period	31004000	31004000

12.2 Terms / rights attached to equity shares:

The group has only one class of equity shares having a par value of ₹ 2/- per share. Each holder of equity shares is entitled to one vote per share. The company declares and pays dividends in Indian rupees. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting.

In the event of liquidation of the company, the holders of equity shares 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 shares held by the shareholder.

12.3 Details of shareholders holding more than 5% shares

₹ In lakhs

Particulars	As at March 31, 2025		As at March 31, 2024	
	No. of shares	% holding	No. of shares	% holding
Equity shares of ₹ 2 /- each fully paid				
Gautam Chand Jain	15943885	51.43	15883885	51.23
Kotak Mahindra Mutual Fund	2870167	9.26	1569975	5.06

12.4 Details of shareholders holding of Promoters

Equity shares

₹ In lakhs

S.No.	Promoter Name	No. of shares as at March 31, 2025	% of total shares as at March 31, 2025	No. of shares as at March 31, 2024	% of total shares as at March 31, 2024	% of change during the year
1	Gautam Chand Jain	15943885	51.43%	15883885	51.23%	0.39%
2	Vidya Jain	500000	1.61%	500000	1.61%	0.00%
3	Rahul Jain	498500	1.61%	498500	1.61%	0.00%
4	Neha Jain	500000	1.61%	500000	1.61%	0.00%
5	Megha Jain	125000	0.40%	125000	0.40%	0.00%
6	Harshita Jain	5	-	-	-	0.00%
7	Raaj Kumar Jain Kantilal	0	0.00%	60000	0.19%	-100.00%

13. Other equity

Refer Statement of Changes in Equity for detailed movement in Equity balance

A. Summary of Other Equity balance

₹ In lakhs

Particulars	As at March 31, 2025	As at March 31, 2024
Securities Premium	73.96	73.96
General reserve	980.36	980.36
Retained Earnings	75876.77	57307.94
Items of Other comprehensive income		
- Remeasurement of defined benefit plans	246.46	250.16
Total	77177.55	58612.42

B. Nature and purpose of reserves

- a) **Securities Premium** : The amount received in excess of face value of the equity shares is recognised in Securities Premium Reserve.

Notes to Consolidated Financial Statements

for the Year ended 31 March, 2025

13. Other equity (Contd..)

- b) **General Reserve**• The company has transferred a portion of the net profit of the Company before declaring dividend to general reserve pursuant to the earlier provisions of Companies Act 1956. Mandatory transfer to general reserve is not required under the Companies Act 2013.
- c) **Retained Earnings**• Retained earnings are the profits that the Company has earned till date, less any transfers to general reserve, dividends or other distributions paid to shareholders.
- d) **Items of Other Comprehensive Income**•

Remeasurement of Net Defined Benefit Plans• Differences between the interest income on plan assets and the return actually achieved, and any changes in the liabilities over the year due to changes in actuarial assumptions or experience adjustments within the plans, are recognised in other comprehensive income and are adjusted to retained earnings.

14. Borrowings

Particulars	₹ In lakhs	
	As at March 31, 2025	As at March 31, 2024
A. Non-current		
Secured loans - From banks (refer note. 14.1 & 14.3)		
Term loans in Indian rupees	7680.56	10337.08
Term loans in Foreign currency	8276.95	10451.07
Secured loans - From others (refer note. 14.1 & 14.3)		
Term loans in Indian rupees	28.94	45.70
Unsecured loans		
Loans & advances from related parties		
Loans from directors	2033.64	1868.68
Inter Corporate Deposits	3500.00	7684.48
Total	21520.09	30387.01
B. Current		
Secured loans - From banks		
Current maturities of long term borrowings:		
From banks -secured (refer note. 14.1 & 14.3)		
Term loans in Indian rupees	2908.04	2514.41
Term loans in Foreign currency	2310.70	1500.73
From others -secured (refer note. 14.1)		
Term loans in Indian rupees	16.33	15.10
Working capital loans - repayable on demand (refer note. 14.1 & 14.3)		
Cash Credit Facilities in Indian rupees	1895.23	1769.80
Packing credit loans in Foreign currency	1412.33	1855.47
Bill discounting facilities in Foreign currency	2671.43	823.84
Total	11214.06	8479.35

Nature of security and terms of repayment for secured borrowings:

In respect of Parent company

- 14.1** Term loan in Indian rupees of ₹ Nil lakhs & working capital facilities of ₹ 2023.38 lakhs from Union Bank of India are secured by hypothecation of first charge on all immovable and movable properties including machineries, current assets such as inventories, book debts and other receivables of the company, both present and future and personal properties of some of the directors and personal guarantees of the Directors Mr. Gautam Chand Jain, Mr. Prakash Chand Jain and Mr. Rahul Jain.

Cash credit facility in Indian rupees carries interest @ 1Y MCLR+1.25% i.e., 10.15%, Packing credit loans in foreign currency and Bill discounting facilities in Foreign currency carries interest @ SOFR+100 bps i.e., 5.2605%.

Term loans in Indian rupees of ₹ 40.55 lakhs are for purchase of assets, secured by hypothecation of respective assets.

Loan amounting to ₹ 2033.64 lakhs from Directors of the Company is Unsecured and carries Interest @ 9.50%. The said loan is repayable within 4 years from end of the year.

Notes to Consolidated Financial Statements

for the Year ended 31 March, 2025

14. Borrowings (Contd..)

14.2 Maturity profile of term loans from banks are as set out below:

₹ In lakhs

		2025-26	2026-27	2027-28	2028-29 & Beyond
Term Loans of ₹ 60.13 lakhs (interest rate of 9.12%)	Repayable monthly instalments till Dec 27	13.59	14.88	12.08	-

In respect of subsidiary company

- 14.3 a. Term loan in Indian rupees of ₹ 8291.75 lakhs and Term loan in foreign currency of ₹ 10587.65 lakhs from Union Bank of India for Unit 2 at Mekaguda Gram Panchayat, Dooskal Village, Ranga Reddy District is secured by a first charge on Land, Building and Plant & Machinery of Unit-2 and 2nd charge on Land, Building and Plant & Machinery of Unit-1 at Visakhapatnam and also 2nd charge on Current assets of the Company as a additional collateral security and personal guarantees of the Directors Mr. Gautam Chand Jain, Mr. Prakash Chand Jain and Mr. Rahul Jain.
- b. Term loan in Indian rupees of ₹ 185.19 lakhs from Union Bank of India is secured by exclusive charge on assets created out of bank finance and negative lien on the existing securities (offered to existing limits) and personal guarantees of the Directors Mr. Gautam Chand Jain, Mr. Prakash Chand Jain and Mr. Rahul Jain.
- c. Term Loan in Indian rupees UGECL of ₹ 757.37 lakhs and UGECL Ext. ₹ 752.66 lakhs from Union Bank of India is secured by 2nd charge with existing credit facilities.
- d. Term loans in Indian rupees of ₹ 606.36 lakhs are for purchase of assets from Banks and others is secured by hypothecation of respective assets.
- e. Working capital facilities of ₹ 3955.61 lakhs from Union bank of India are secured by first charge on Land, Building and Plant & Machinery of Unit-1 at Visakhapatnam and 2nd charge on Land, Building and Plant & Machinery of Unit-2 Hyderabad and personal guarantees of the Directors Mr. Gautam Chand Jain, Mr. Prakash Chand Jain and Mr. Rahul Jain.
- Cash credit facilities in Indian rupees carries interest @ 1Y MCLR+0.90% i.e., 9.90%, Packing credit loans in foreign currency carries interest @ SOFR+100 bps i.e., 5.22% and Bill discounting facility in foreign currency carries interest @ SOFR+75 bps i.e., to 4.97%.
- f. Inter Corporate Deposit of ₹ 3500.00 lakhs from Pokarna Fabrics Pvt Ltd is Unsecured and carries Interest @ 9.45%. The said deposit is repayable within 4 years from end of the year.

14.4 Maturity profile of term loans from banks are as set out below:

₹ In lakhs

Rate of interest		2025-26	2026-27	2027-28	2028-29 & Beyond
a. Term loans in Foreign currency ₹ 10587.65 lakhs (interest @ 5.8655% (Six months SOFR plus 100bps) & Indian Rupees ₹ 8291.75 lakhs interest @ 9.95% (1Y MCLR+1.00%))	Repayable in 16 quarterly instalments	3984.70	5312.93	5312.93	4268.84
b. Term loan ₹ 185.19 lakhs (interest rate of 9.40% 1Y MCLR+0.40%)	Repayable in 9 Monthly instalments	185.19	-	-	-
c. Term loan ₹ 757.37 lakhs (interest 9.25% or 1Y MCRL+0.60% whichever is lower)	Repayable in 16 monthly instalments	568.03	189.34	-	-
d. Term loan ₹ 752.67 lakhs (interest 9.25% or 1Y MCRL+0.60% whichever is lower)	Repayable in 33 monthly instalments	273.70	273.70	205.25	-
e. Term Loans ₹ 606.36 lakhs (interest 8% to 9.25%)	Repayable monthly instalments till May 28	209.89	198.81	193.26	4.40

14.5 The group has satisfied all the covenants prescribed in terms of borrowings.

Notes to Consolidated Financial Statements

for the Year ended 31 March, 2025

15. Lease Liabilities

Particulars	₹ In lakhs	
	As at March 31, 2025	As at March 31, 2024
A. Non-Current		
Lease liability (refer note. 42)	3918.15	1093.81
Total	3918.15	1093.81
B. Current		
Lease liability (refer note. 42)	299.77	142.95
Total	299.77	142.95

16. Deferred tax

Particulars	₹ In lakhs	
	As at March 31, 2025	As at March 31, 2024
Deferred tax liabilities (net)		
Deferred tax liabilities		
Property, plant & equipment	6421.16	5923.09
	6421.16	5923.09
Deferred tax asset		
Receivables	39.97	14.79
Provisions	1026.78	929.29
MAT credit entitlement	0.00	538.75
	1066.75	1482.83
Total	5354.41	4440.26
Deferred tax Asset (net)		
Deferred Tax Asset		
Receivables	67.47	50.06
Provisions	107.83	124.49
Carryover losses	325.57	208.04
	500.87	382.59
Deferred Tax Liabilities		
Property, plant & equipment	486.55	276.53
	486.55	276.53
Total	14.32	106.06

Deferred tax liabilities (net)

Particulars	₹ In lakhs	
	As at March 31, 2025	As at March 31, 2024
At the start of the year	4334.20	2103.18
Unused tax credit	538.75	2083.15
Charge/ (Credit) to statement of P&L	467.14	147.87
At the end of the year	5340.09	4334.20

Component of deferred tax liabilities/(asset)

Deferred tax liabilities/(asset) in relation to:	₹ In lakhs		
	As at March 31, 2024	Charge/ (credit) to profit or loss	As at March 31, 2025
Property, plant and equipment	6199.62	750.06	6949.68
Provisions	(1053.77)	(122.80)	(1176.57)
Carryover losses	(208.04)	(117.54)	(325.58)
Receivables	(64.85)	(42.59)	(107.44)
Unused tax credit	(538.76)	538.76	-
Total	4334.20	1005.89	5340.09

Notes to Consolidated Financial Statements

for the Year ended 31 March, 2025

17. Other financial liabilities

Particulars	₹ In lakhs	
	As at March 31, 2025	As at March 31, 2024
Current		
Interest accrued but not due on borrowings	2.66	3.52
Unpaid dividend	8.75	6.36
	11.41	9.88

18. Provisions

Particulars	₹ In lakhs	
	As at March 31, 2025	As at March 31, 2024
A. Non-current		
For employee benefits		
Gratuity (refer note. 26 (1a))	866.11	727.28
Compensated absence (refer note. 26 (1b))	213.56	182.01
Others		
Restoration liability	26.30	23.85
Total	1105.97	933.14
B. Current		
For employee benefits		
Gratuity (refer note. 26 (1a))	72.37	51.70
Compensated absence (refer note. 26 (1b))	19.22	10.10
Others		
Warranties	1045.43	1060.77
Total	1137.02	1122.57

18.1	Particulars	Opening balance	Provision recognized	Provision utilized	Closing balance
	Provision for warranty	1060.77	-	15.34	1045.43

Product warranties: The subsidiary company gives warranties on its products in the nature of repairs / replacement, which fail to perform satisfactorily during warranty period. Provision made represents the amount of the expected cost of meeting such obligation on account of rectification / replacement. The timing of outflows is expected to be within a period of 1- 2 year.

18.2	Particulars	Opening balance	Provision recognized	Related to Discontinued operations	Closing balance
	Restoration Liability	23.85	2.45	-	26.30

19. Current tax liabilities (net)

Particulars	₹ In lakhs	
	As at March 31, 2025	As at March 31, 2024
Provision for income tax	6774.55	-
Less: Advance tax	5680.11	-
Total	1094.44	-

Notes to Consolidated Financial Statements

for the Year ended 31 March, 2025

20. Other liabilities

Particulars	₹ In lakhs	
	As at March 31, 2025	As at March 31, 2024
A. Non-Current		
Creditors for capital expenditure	3232.13	4291.25
Total	3232.13	4291.25
B. Current		
Advance received from customers	156.25	221.61
Creditors for capital expenditure	1500.47	1194.13
Statutory liabilities	188.59	103.71
Other liabilities	2868.43	2413.98
Total	4713.74	3933.43

21. Trade payables

Particulars	₹ In lakhs	
	As at March 31, 2025	As at March 31, 2024
a) total outstanding dues of micro enterprises and small enterprises	224.08	294.14
b) total outstanding dues of creditors other than micro enterprises and small enterprises	8694.81	7168.30
Total	8918.89	7462.44

21.1 Trade payables ageing schedule as at 31st March 2025

Particulars	₹ In lakhs				
	Outstanding for following periods from due date of payment				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) MSME - Undisputed dues	224.08	-	-	-	224.08
(ii) Others - Undisputed dues	8616.94	71.73	6.14	-	8694.81
Total	8841.02	71.73	6.14	-	8918.89

Trade payables ageing schedule as at 31st March 2024

Particulars	₹ In lakhs				
	Outstanding for following periods from due date of payment				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) MSME - Undisputed dues	294.14	-	-	-	294.14
(ii) Others - Undisputed dues	7147.18	20.08	-	1.04	7168.30
Total	7441.32	20.08	-	1.04	7462.44

21.2 Disclosure in accordance with Section 22 of micro, small and medium enterprises development Act, 2006

Sl.No.	Particulars	₹ In lakhs	
		As at March 31, 2025	As at March 31, 2024
a)	Principal amount and interest due to suppliers registered under the MSMED Act and remaining unpaid at the year end	-	-
b)	Interest due to suppliers registered under the MSMED Act and remaining unpaid as at the year end	-	-
c)	Principal amount paid to suppliers registered under the MSMED Act, beyond the appointed day during the year	-	-
d)	Interest paid, under section 16 of MSMED Act, to suppliers registered under the Act, beyond the appointed day during the year	-	-
e)	Interest due and payable towards suppliers registered under MSMED Act, for payments already made	-	-
f)	Interest accrued and remaining unpaid at the end of accounting year	-	-
g)	Further interest remaining due and payable for earlier years	-	-

The information as required to be disclosed under the Micro, Small and Medium Enterprises Development Act, 2006 has been determined

Notes to Consolidated Financial Statements

for the Year ended 31 March, 2025

21. Trade payables (Contd..)

to the extent such parties have been identified on the basis of information available with the Group, regarding the status of registration of such vendor under the said Act, as per the intimation received from them on the request made by the Group.

22. Revenue from operations

Particulars	₹ In lakhs	
	Year ended March 31, 2025	Year ended March 31, 2024
Sale of products	92692.22	68202.43
Sale of services	320.55	558.97
	93012.77	68761.40

23. Other income

Particulars	₹ In lakhs	
	Year ended March 31, 2025	Year ended March 31, 2024
Interest income on		
Bank deposits	95.64	77.78
Others	35.68	28.76
Income tax refund	3.59	0.77
Scrap sales	79.78	57.61
Other income	1.10	6.52
Insurance claim	1.31	-
Profit on sale of property, plant & equipment	0.68	58.48
Exchange gain	1636.11	920.16
Gain on modification of lease	6.28	-
Export Benefits	261.23	1.64
Total	2121.40	1151.72

24. Cost of raw material consumed

Particulars	₹ In lakhs	
	Year ended March 31, 2025	Year ended March 31, 2024
Opening stock	3129.36	3623.22
Add: Purchases	30355.15	23433.23
	33484.51	27056.45
Less: Closing stock	3114.01	3129.36
Total	30370.50	23927.09

25. Changes in stock of finished goods, work-in-progress and stock-in-trade

Particulars	₹ In lakhs	
	Year ended March 31, 2025	Year ended March 31, 2024
Inventories at the beginning of the year		
Finished goods	7303.88	8041.41
Work-in-progress	275.46	257.46
Stock-in-trade	-	-
	7579.34	8298.87
Inventories at the end of the year		
Finished goods	6877.95	7303.88
Work-in-progress	218.70	275.46
Stock-in-trade	-	-
	7096.65	7579.34
Total	482.69	719.53

Notes to Consolidated Financial Statements

for the Year ended 31 March, 2025

26. Employee benefits expense

Particulars	₹ In lakhs	
	Year ended March 31, 2025	Year ended March 31, 2024
Salaries, wages, bonus & allowances	8830.78	6004.14
Contribution to provident fund and other funds	228.42	218.41
Retirement benefits	242.67	204.73
Staff welfare expense	314.35	286.83
Total	9616.22	6714.11

26.1 Employee benefits:

Particulars	₹ In lakhs	
	Year ended March 31, 2025	Year ended March 31, 2024
Defined contribution plan		
Employer's contribution to provident fund	212.30	201.56

Defined benefit plan

The present value of obligation is determined based on actuarial valuation using the projected unit credit method, which recognizes each period of service as giving rise to additional unit of employee benefit entitlement and measures each unit separately to build up the final obligation.

The employees' gratuity fund scheme managed by a trust (Funded with Life Insurance Corporation of India for Granite Division of the parent company) is a defined benefit plan.

The obligation for compensated absence is recognized in the same manner as gratuity.

a) Retiring gratuity:

(i) The following table sets out the amounts recognised in the financial statements in respect of retiring gratuity plan:

Particulars	₹ In lakhs	
	Year ended March 31, 2025	Year ended March 31, 2024
Change in defined benefit obligations:		
Obligation at the beginning of the year	840.87	722.14
Current service costs	114.09	96.22
Interest costs	56.81	51.70
Remeasurement (gain)/losses	26.38	61.67
Benefit paid	(75.52)	(90.86)
Obligation at the end of the year	962.63	840.87

Particulars	₹ In lakhs	
	Year ended March 31, 2025	Year ended March 31, 2024
Change in plan assets:		
Fair value of plan assets at the beginning of the year	61.90	116.26
Interest income	2.88	6.17
Remeasurement gain/(losses)	0.46	(0.45)
Employers' contributions	34.05	30.78
Benefits paid	(75.13)	(90.86)
Fair value of plan assets at the end of the year	24.16	61.90

Notes to Consolidated Financial Statements

for the Year ended 31 March, 2025

26. Employee benefits expense (Contd..)

Amounts recognised in the balance sheet consists of:

Particulars	₹ In lakhs	
	As at March 31, 2025	As at March 31, 2024
Fair value of plan assets	(24.16)	(61.90)
Present value of obligation	962.63	840.87
	938.47	778.97
Recognised as:		
Retirement benefit liability - Current	72.37	51.70
Retirement benefit liability - Non-current	866.10	727.27

Expenses recognised in the statement of profit and loss consists of:

Particulars	₹ In lakhs	
	Year ended March 31, 2025	Year ended March 31, 2024
Employee benefits expenses:		
Current service costs	114.09	97.53
Interest costs	53.93	44.22
Past service cost - (vested benefits)	-	-
	168.02	141.75
Other comprehensive income:		
(Gain)/loss on plan assets	(0.45)	0.45
Actuarial (gain)/loss arising from changes in demographic Assumption	-	-
Actuarial (gain)/loss arising from changes in financial assumption	34.86	19.03
Actuarial (gain)/loss arising from changes in experience adjustments	(8.48)	38.18
	25.93	57.66
Expenses recognised in the statement of profit and loss	193.95	199.41

(ii) The key assumptions used in accounting for retiring gratuity is as below:

Particulars	₹ In lakhs	
	As at March 31, 2025	As at March 31, 2024
Discount rate (per annum)	6.58%	6.97%
Rate of escalation in salary (per annum)	8.00%	8.00%

(iii) The estimates of future salary increases considered in actuarial valuation, take into account inflation, seniority, promotion and other relevant factors.

(iv) The parent company expects to contribute ₹ 15.00 lakhs to its gratuity plan for the next year.

(v) The table below outlines the effect on obligation in the event of a decrease/increase of 1% in the assumptions used.

As at March 31, 2025

Assumption	Value of obligation		Impact on obligation	
	Increase by 1%	decrease by 1%	Increase by 1%	decrease by 1%
Discount rate	868.59	1074.51	(94.04)	111.88
Salary rate	1065.72	873.00	103.09	(89.63)

As at March 31, 2024

Assumption	Value of obligation		Impact on obligation	
	Increase by 1%	decrease by 1%	Increase by 1%	decrease by 1%
Discount rate	761.07	935.34	(79.80)	94.47
Salary rate	928.12	765.06	87.25	(75.81)

The above sensitivities may not be representative of the actual change as it is unlikely that the change in assumptions would occur in isolation of one another as some of the assumptions may be correlated.

Notes to Consolidated Financial Statements

for the Year ended 31 March, 2025

26. Employee benefits expense (Contd..)

b) Compensated absence:

(i) The following table sets out the amounts recognised in the financial statements in respect of compensated absence:

Particulars	₹ In lakhs	
	Year ended March 31, 2025	Year ended March 31, 2024
Change in defined benefit obligations:		
Obligation at the beginning of the year	192.12	152.93
Current service costs	61.62	52.31
Interest costs	13.04	10.67
Remeasurement (gain)/losses	(20.98)	(9.71)
Benefit paid	(13.02)	(14.08)
Obligation at the end of the year	232.78	192.12

Particulars	₹ In lakhs	
	Year ended March 31, 2025	Year ended March 31, 2024
Change in plan assets:		
Fair value of plan assets at the beginning of the year	-	-
Interest income	-	-
Remeasurement gain/(losses)	-	-
Employers' contributions	13.02	14.08
Benefits paid	(13.02)	(14.08)
Fair value of plan assets at the end of the year	-	-

Amounts recognised in the balance sheet consists of:

Particulars	₹ In lakhs	
	As at March 31, 2025	As at March 31, 2024
Fair value of plan assets	-	-
Short term compensated absence liability	-	-
Present value of obligation	232.77	192.11
	232.77	192.11
Recognised as:		
Retirement benefit liability - Current	19.22	10.10
Retirement benefit liability - Non-current	213.56	182.02

Expenses recognised in the statement of profit and loss consists of:

Particulars	₹ In lakhs	
	Year ended March 31, 2025	Year ended March 31, 2024
Employee benefits expenses:		
Current service costs	61.61	52.31
Interest costs	13.04	10.67
Past Service cost	-	-
	74.65	62.98
Other comprehensive income:		
(Gain)/loss on plan assets	-	-
Actuarial (gain)/loss arising from changes in demographic Assumption	-	-
Actuarial (gain)/loss arising from changes in financial assumption	8.62	5.00
Actuarial (gain)/loss arising from changes in experience adjustments	(29.61)	(16.73)
	(20.99)	(11.73)
Expenses recognised in the statement of profit and loss	53.66	51.25

Notes to Consolidated Financial Statements

for the Year ended 31 March, 2025

26. Employee benefits expense (Contd..)

(ii) The key assumptions used in accounting for compensated absence is as below:

₹ In lakhs

Particulars	As at March 31, 2025	As at March 31, 2024
Discount rate (per annum)	6.58%	6.97%
Rate of escalation in salary (per annum)	8.00%	8.00%

(iii) The estimates of future salary increases considered in actuarial valuation, take into account inflation, seniority, promotion and other relevant factors.

(iv) The table below outlines the effect on obligation in the event of a decrease/increase of 1% in the assumptions used.

As at March 31, 2025

Assumption	Value of obligation		Impact on obligation	
	Increase by 1%	decrease by 1%	Increase by 1%	decrease by 1%
Discount rate	207.88	262.94	(24.90)	30.16
Salary rate	261.81	208.32	29.03	(24.46)

As at March 31, 2024

Assumption	Value of obligation		Impact on obligation	
	Increase by 1%	decrease by 1%	Increase by 1%	decrease by 1%
Discount rate	171.57	216.92	(20.55)	24.80
Salary rate	216.05	171.90	23.93	(20.22)

The above sensitivities may not be representative of the actual change as it is unlikely that the change in assumptions would occur in isolation of one another as some of the assumptions may be correlated.

27. Depreciation & Amortization expense

₹ In lakhs

Particulars	Year ended March 31, 2025	Year ended March 31, 2024
Depreciation on Property, plant & equipment (owned assets)	4051.73	4099.34
Depreciation on Property, plant & equipment (leased assets) (refer note.42)	349.89	141.53
Amortization on intangible assets	16.92	16.91
Total	4418.54	4257.78

28. Finance costs

₹ In lakhs

Particulars	Year ended March 31, 2025	Year ended March 31, 2024
Interest on borrowings:		
- Banks	2298.34	2691.85
- Others	959.32	952.73
Interest expense on lease liability (refer note.42)	208.07	49.83
Interest on taxes / duties	103.91	6.24
Exchange Fluctuation considered as Interest cost	304.52	197.98
	3874.16	3898.63
Less: Amount Capitalised	164.24	-
Total	3709.92	3898.63

Notes to Consolidated Financial Statements

for the Year ended 31 March, 2025

29. Other expenses

Particulars	₹ In lakhs	
	Year ended March 31, 2025	Year ended March 31, 2024
Consumption of stores & spares	7297.37	5306.67
Packing material	1182.83	1261.69
Processing & job work expenses	488.11	569.54
Power and fuel	2190.00	2082.98
Repairs and maintenance:		
- Plant and machinery	142.37	132.35
- Building	13.36	43.18
- Others	80.90	90.22
Cutter and driller charges	45.44	22.15
Rent (refer note.42)	36.29	35.33
Rates and taxes	157.58	126.94
Deferred lease expense written off	11.98	7.06
Insurance	370.94	355.22
Communication charges	61.77	57.09
Printing & stationery	37.16	33.58
Travelling & conveyance expenses	320.01	243.85
Electricity charges	52.46	24.87
Vehicle maintenance	548.20	250.34
Auditors remuneration	30.55	27.47
Advertisement	5.00	3.42
Professional & consultancy	356.29	426.63
Commission to non-executive directors	79.38	40.59
Directors sitting fees	50.00	24.00
Donations	38.68	58.12
CSR activity expenses	236.47	170.01
Fees & subscriptions	37.35	41.90
Government royalty and dead rent	303.84	413.56
Carriage outwards	3190.99	2612.49
Sales commission	3.91	9.52
Discounts and claims	497.89	41.91
Business promotion expenses	1696.06	1586.79
Allowance for credit losses	169.24	38.38
Bank charges	92.73	94.45
Impairment / loss on sale of PPE	3.21	37.89
Miscellaneous expenses	89.79	98.69
Total	19918.15	16368.88

29.1 - Auditors remuneration

Particulars	₹ In lakhs	
	Year ended March 31, 2025	Year ended March 31, 2024
Statutory audit	29.75	26.75
Certification	-	-
Out of pocket expenses	0.80	0.72

29.2 - Corporate social responsibility (CSR)

Particulars	₹ In lakhs	
	Year ended March 31, 2025	Year ended March 31, 2024
(i) Amount required to be spent by the company during the year	236.47	170.01
(ii) Amount of expenditure incurred (on purpose other than construction /acquisition of assets)	104.00	60.00
(iii) Shortfall at the end of the year *	132.47	110.01
(iv) Total of previous years shortfall	223.15	113.14
(v) Reasons for shortfall	Pertains to ongoing projects	Pertains to ongoing projects

Notes to Consolidated Financial Statements

for the Year ended 31 March, 2025

29. Other expenses (Contd..)

₹ In lakhs

Particulars	Year ended March 31, 2025	Year ended March 31, 2024
(vi) Nature of CSR activities	Health, Sanitation, Education & Rural Development	Health, Sanitation, Education & Rural Development
(vii) Details of related party transactions	Nil	Nil
(viii) Where a provision is made with respect to liability incurred by entering into a contractual obligation, the movement in the provision during the year shall be shown separately	Nil	Nil

*The unspent amount will be transferred to unspent CSR account within 30 days from the end of the financial year, in accordance with the Companies Act, 2013 read with the CSR Amendment Rules.

30. Effective tax rate

₹ In lakhs

Particulars	Year ended March 31, 2025	Year ended March 31, 2024
Income taxes		
A) Income tax expense/(benefit) recognised in the statement of profit and loss		
Current tax from continuing operations	7369.59	4665.19
Deferred tax from continuing operations	468.38	161.06
Deferred tax from discontinued operations	-	0.00
Deferred tax on comprehensive income	(1.24)	(13.19)
Total	7836.73	4813.06
B) Reconciliation of income tax expense		
Profit / (loss) before tax	26575.61	13961.99
Other comprehensive Income	(4.94)	(45.94)
Effective tax rate	27.00%	38.00%
Computed effective tax expense	7050.81	5279.08
Tax effect of:		
Expenses disallowed	1305.67	1509.01
Allowable items from IT act	(1543.30)	(2018.32)
Setoff against carryover losses	-	-
Deductions under IT act	(42.31)	(104.58)
Reversal of Unutilised MAT credit	538.75	-
Prior year Tax	59.96	-
Current tax provision (A)	7369.58	4665.19
Continued operations		
Incremental deferred tax liability on account of PPE and intangible assets	750.06	323.22
Incremental deferred tax asset on account of financial assets and other items	(282.91)	(175.35)
Discontinued operations		
Incremental deferred tax liability on account of PPE and intangible assets	-	-
Incremental deferred tax asset on account of financial assets and other items	-	-
Deferred tax provision (B)	467.15	147.87
Tax expense recognised in the statement of profit and loss (A+B)	7836.73	4813.06
Effective tax rate	27.24%	34.59%

31. Earnings per share (EPS)

₹ In lakhs

Particulars	Year ended March 31, 2025	Year ended March 31, 2024
(i) Face value of equity share (in ₹)	2.00	2.00
(ii) Weighted average number of equity shares outstanding	31004000	31004000
(iii) Profit for the year (continuing operations)	18737.64	9135.74
(iv) Weighted average earnings per share from continuing operations (basic and diluted) (in ₹)	60.44	29.47
(v) (Loss) for the year (discontinued operations)	17.21	(399.48)
(vi) Weighted average earnings per share from discontinued operations(basic and diluted) (in ₹)	0.06	(1.29)
(vii) Profit for the year (total operations)	18754.85	8736.26
(viii) Weighted average earnings per share (basic and diluted) (in ₹)	60.49	28.18

Notes to Consolidated Financial Statements

for the Year ended 31 March, 2025

32. Details of Remuneration paid to Executive and Non-Executive Directors

During the year 2024-25

		₹ In lakhs			
		Remuneration	Perquisites	Commission	Sitting Fee
Gautam Chand Jain	Managing Director	180.00	14.79	1392.97	0.00
Rahul Jain	Joint Managing Director	120.00	0.00	1467.76	0.00
Apurva Jain	Executive Director	27.87	0.00	0.00	0.00
Prakash Chand Jain	Non-Executive Director	0.00	0.00	15.88	6.00
Agnihotra Dakshina	Non-Executive Independent Director	0.00	0.00	15.88	12.00
Murty Chavali					
Prashanth Nandigala	Non-Executive Independent Director	0.00	0.00	15.88	12.00
Paulomi Romi Dhawan	Non-Executive Independent Director	0.00	0.00	15.88	12.00
Jayshree Rajesh Sanghani	Non-Executive Independent Director	0.00	0.00	15.88	8.00
Total		327.87	14.79	2940.13	50.00

During the year 2023-24

		₹ In lakhs			
		Remuneration	Perquisites	Commission	Sitting Fee
Gautam Chand Jain	Managing Director	180.00	12.15	619.63	0.00
Rahul Jain	Joint Managing Director	120.00	0.00	0.00	0.00
Apurva Jain	Executive Director	24.00	0.00	0.00	0.00
Prakash Chand Jain	Non-Executive Director	0.00	0.00	8.12	4.00
Meka Yugandhar	Non-Executive Independent Director	0.00	0.00	8.12	6.00
Vinayak Rao Juvvadi	Non-Executive Independent Director	0.00	0.00	8.12	6.00
Mahender Chand Chorida	Non-Executive Independent Director	0.00	0.00	8.12	3.00
Jayshree Rajesh Sanghani	Non-Executive Independent Director	0.00	0.00	8.12	5.00
Total		324.00	12.15	660.23	24.00

33. Related party disclosures :

As per IND AS 24, the disclosures of transactions with the related parties are given below:

List of related parties where control exists and related parties with whom transactions have taken place and relationships:

a) Names of the associates:

Pokarna Fabrics Pvt Limited

b) Names of Key management personnel

Gautam Chand Jain, Rahul Jain, Paras Kumar Jain, Vishwanath Reddy, Pratima Khandu Gulankar*, Disha Jindal*

c) Close members of KMP

Raaj Kumar Jain, Ashok Chand Jain, Vidya Jain, Rekha Jain, Ritu Jain, Pratik Jain, Neha Jain, Megha Jain, Gautam Chand Jain (HUF), Prakash Chand Jain (HUF)

d) Name of executive & non-executive director

Prakash Chand Jain, Apurva Jain

*Disha Jindal resigned as Company secretary w.e.f. 8th May 2024. Pratima Khandu gulankar appointed as Company Secretary w.e.f. 1st August, 2024.

Notes to Consolidated Financial Statements

for the Year ended 31 March, 2025

33. Related party disclosures : (Contd..)

A. Compensation of Key management personnel of the Group

The amount mentioned below represents remuneration paid and debited to the Group. The compensation includes salary, employer's contribution to PF, LTA, bonus, medical and termination benefits. The CMD, MD, Whole Time Directors, CFO and Company Secretary are regarded as Key management personnel in terms of Companies act, 2013.

Particulars	₹ In lakhs	
	Year ended March 31, 2025	Year ended March 31, 2024
Short-term employee benefits	3579.37	1329.93
Post-employment pension, provident fund and medical benefits	1.35	1.12
Termination benefits*	-	-
Total compensation paid to Key management personnel	3580.72	1331.05

* Expenses towards gratuity and leave encashment provisions are determined actuarially on an overall basis at the end and, accordingly, have not been considered in the above information.

B. Transactions with key management personnel and other related parties - 2024-25 (2023-24)

Nature of the transaction	₹ In lakhs				
	Key Management personnel	Non-executive directors	Associates / other related parties	Close Members of KMP	Total
Purchases					
Goods and services, net	-	-	-	-	-
	-	-	(0.02)	-	(0.02)
Sales					
Goods and services, net	-	-	-	-	-
	-	-	(6.28)	-	(6.28)
Expenses					
Remuneration	3579.37	-	-	24.00	3603.37
	(1329.93)	-	-	(24.00)	(1353.93)
Commission & Sitting fee	-	21.88	-	-	21.88
	-	12.12	-	-	(12.12)
Rent & taxes	18.73	8.74	34.33	91.69	153.49
	(16.81)	(8.76)	(52.33)	(90.68)	(168.58)
Interest	183.30	-	574.91	-	758.21
	(187.90)	-	(742.40)	-	(930.30)
Rent Deposits given	-	-	-	-	-
	(9.23)	(7.18)	(72.00)	(14.36)	(102.77)
Dividend Paid					
Dividend	98.29	-	-	7.11	105.40
	(97.21)	(0.36)	-	(7.83)	(105.40)
Loans & advances					
Loans received	-	-	-	-	-
	(250.00)	-	-	-	(250.00)
Carrying amount					
Payables	2861.09	19.04	3500.00	-	6380.13
	(2658.38)	(12.38)	(7707.54)	(1.04)	(10379.34)
Rent deposit - receivable	9.23	7.18	23.20	75.72	115.33
	(9.23)	(7.18)	(95.20)	(75.72)	(187.33)

Notes to Consolidated Financial Statements

for the Year ended 31 March, 2025

33. Related party disclosures : (Contd..)

Disclosure in respect of material transactions with KMP and other related parties during the year:

₹ In lakhs

S.No	Particulars	Relationship	Year ended March 31, 2025	Year ended March 31, 2024
1	Purchases			
	Goods & Services, net			
	Pokarna Fabrics Pvt Limited	Associate	-	0.02
2	Sales			
	Goods & Services, net			
	Pokarna Fashions Private Limited	Associate	-	6.28
3	Expenses			
	Remuneration			
	Gautam Chand Jain	Key management personnel	1587.76	811.78
	Rahul Jain	Key management personnel	1587.76	120.00
	Apurva Jain	Executive director	27.87	24.00
	Neha Jain	Close Members of KMP	24.00	24.00
	Viswanatha Reddy	Key management personnel	69.15	69.15
	Disha Jindal	Key management personnel	0.77	6.46
	Pratima Khandu Gulankar	Key management personnel	7.52	-
	Paras Kumar Jain	Key management personnel	298.54	298.54
	Commission & Sitting fee			
	Prakash Chand Jain	Non-executive director	21.88	12.12
	Rent & taxes			
	Pokarna Fabrics Pvt Limited	Associate	34.33	34.33
	Gautam Chand Jain	Key management personnel	16.81	16.81
	Prakash Chand Jain	Non-executive director	8.74	8.76
	Gautam Chand Jain (HUF)	Close Members of KMP	14.70	14.70
	Prakash Chand Jain (HUF)	Close Members of KMP	15.27	15.27
	Vidya Jain	Close Members of KMP	9.78	8.75
	Ritu Jain	Close Members of KMP	14.27	14.27
	Pratik Jain	Close Members of KMP	6.62	8.76
	Rekha Jain	Close Members of KMP	19.37	17.25
	Ashok Chand Jain (HUF)	Close Members of KMP	11.68	11.68
	Kishore Industries	Close Members of KMP	-	18.00
	Apurva Jain	Executive Director	0.88	-
	Rahul Jain	Key management personnel	1.04	-
	Interest			
	Pokarna Fabrics Pvt Limited	Associate	574.91	706.43
	Pokarna Marketing Pvt Limited	Associate	-	35.97
	Gautam Chand Jain	Key management personnel	158.70	145.82
	Rahul Jain	Key management personnel	24.60	42.08
	Dividend			
	Gautam Chand Jain	Key management personnel	95.30	94.22
	Vidya Jain	Close Members of KMP	3.00	3.00
	Neha Jain	Close Members of KMP	3.00	3.00
	Rahul Jain	Key management personnel	2.99	2.99
	Prakash Chand Jain	Non-Executive Director	-	0.36
	Anju Jain	Close Members of KMP	-	0.36
	Raaj Kumar Jain	Close Members of KMP	0.36	0.36
	Ashok Chand Jain	Close Members of KMP	-	0.36
	Megha Jain	Close Members of KMP	0.75	0.75
4	Loans & Advances			
	Loans received			
	Rahul Jain	Key management personnel	-	250.00
5	Rent Deposits given			
	Gautam Chand Jain	Key management personnel	-	9.23
	Kishore Industries	Related party	-	72.00
	Prakash Chand Jain	Non-executive director	-	7.18
	Pratik Jain	Close Members of KMP	-	7.18
	Vidya Jain	Close Members of KMP	-	7.18
	Carrying amount			

Notes to Consolidated Financial Statements

for the Year ended 31 March, 2025

33. Related party disclosures : (Contd..)

₹ In lakhs

S.No	Particulars	Relationship	Year ended March 31, 2025	Year ended March 31, 2024
6	Payables			
	Pokarna Fabrics Pvt Limited	Associate	3500.00	7691.34
	Gautam Chand Jain	Key management personnel	2152.86	2237.49
	Rahul Jain	Key management personnel	698.52	261.94
	Paras Kumar Jain	Key management personnel	-	150.00
	Viswanatha Reddy	Key management personnel	8.73	8.35
	Disha Jindal	Key management personnel	0.00	0.60
	Pratima Khandu Gulankar	Key management personnel	0.98	-
	Apurva Jain	Executive director	3.16	2.46
	Prakash Chand Jain	Non-executive director	15.88	9.92
	Vidya Jain	Close Members of KMP	-	1.04
	Kishore Industries	Close Members of KMP	-	16.20
7	Rent deposit receivable			
	Pokarna Fabrics Pvt Limited	Associate	23.20	23.20
	Prakash Chand Jain	Non-executive director	7.18	7.18
	Gautam Chand Jain (HUF)	Close Members of KMP	16.44	16.44
	Prakash Chand Jain (HUF)	Close Members of KMP	17.10	17.10
	Rekha Jain	Close Members of KMP	16.48	16.48
	Ashok Chand Jain (HUF)	Close Members of KMP	11.34	11.34
	Gautam Chand Jain	Key management personnel	9.23	9.23
	Kishore Industries	Close Members of KMP	-	72.00
	Vidya Jain	Close Members of KMP	7.18	7.18
	Pratik Jain	Close Members of KMP	7.18	7.18

34. Contingent liabilities and commitments

34.1 Contingent liabilities :

₹ In lakhs

Particulars	As at March 31, 2025	As at March 31, 2024
a. Letter of credits outstanding	27129.81	184.38
b. Bank guarantee	32.00	37.00
c. Claims against the Group / disputed liabilities not acknowledged as debts:		
i) Income tax matters, pending decisions on various appeals made by the company and by the department. Amount deposited ₹ Nil (previous year ₹ Nil)	144.38	144.38
ii) Excise matters (including service tax), amount deposited ₹ 23.06 lakhs (previous year ₹ 23.06 lakhs)	396.34	396.34
iii) Customs matters, amount deposited ₹ Nil (previous year ₹ Nil)	-	75.91
iv) Sales tax matters, amount deposited ₹ 3.31 lakhs (previous year ₹ 3.31 lakhs)	20.76	20.76
v) Goods and Service Tax (GST) matters, amount deposited ₹ 36.66 lakhs (previous year Nil)	630.00	630.79
vi) Mines & geology matters, amount deposited ₹ Nil (previous year ₹ Nil)	1317.54	1317.54
vii) Cross subsidy charges payable to state power distribution company	-	10.91
viii) Wheeling charges, transmission charges and FSA charges payable to TSSPDC	299.21	333.80
ix) As per the amendment in The Payment of Bonus Act, 1965 notified on 1 January 2016, which was effective retrospectively from 1st April, 2014, the Group on the legal advice decided not to implement in view of the interim order dated 26th April, 2016 of Hon'ble Andhra Pradesh High Court allowing stay on the amendment with retrospective effect till the time its constitutional validity is established.	72.03	72.03
x) Other matters disputed	176.54	176.54

Notes to Consolidated Financial Statements

for the Year ended 31 March, 2025

34. Contingent liabilities and commitments (Contd..)

34.2 Capital commitments

Particulars	₹ In lakhs	
	As at March 31, 2025	As at March 31, 2024
Estimated amount of contracts remaining to be executed on capital account not provided for	26662.17	3862.09

34.3 Other Commitments:

- i) Granite processing units of the parent company situated at Aliabad and Toopronpet village are registered as a 100% export oriented units ("EOU"), and are exempted from Customs and Central Excise duties and levies on imported & indigenous capital goods and stores & spares. The Company has executed a Bond Cum Legal Undertaking to pay Customs duty, Central Excise duty, levies and liquidated damages payable, if any, in respect of imported and indigenous capital goods and stores & spares, consumed duty free, in the event that certain terms and conditions are not fulfilled. As on 31st March, 2025, the Company has a positive Net Foreign Exchange Earning, as defined in the Foreign Trade Policy 2023 wherever applicable.
- ii) Obligations towards environmental protection measures in respect of quarry leases ₹ 416.75 lakhs (previous year ₹ 359.15 lakhs)
- iii) The undertaking of the subsidiary company situated at Atchutapuram, Visakhapatnam being a SEZ has executed a legal undertaking for obligations regarding proper utilization and accountable of goods, including capital goods, stores & spares, raw materials, components and consumables including fuels, imported or procured duty free and regarding achievement of positive net foreign exchange earning. As on 31st March, 2025, the Company has a positive Net Foreign Exchange Earning, as defined in the SEZ Act, 2005.
- iv) The undertaking of the subsidiary company situated at Mekaguda Gram panchayat and Dooskal village, Ranga Reddy Dist. is registered as a 100% export oriented unit ("EOU"), and is exempted from customs and central excise duties, GST and levies on imported & indigenous capital goods and stores & spares. The company has executed a bond cum legal undertaking to pay customs duty, central excise duties, levies and liquidated damages payable, if any, in respect of imported and indigenous capital goods and stores & spares, consumed duty free, in the event that certain terms and conditions are not fulfilled. As on 31st March, 2025, the Company has a positive Net Foreign Exchange Earning, as defined in the foreign trade policy 2023 wherever applicable.
- v) The Group is also involved in other lawsuits, claims, investigations and proceedings, including trade mark and commercial matters, which arise in the ordinary course of business. However, there are no material claims on such cases.
- vi) The date of implementation of the Code of Wages 2019 and Code on Social Security, 2020 is yet to be notified by the Government. The Company is in the process of assessing the impact of these Codes and will give effect in the financial results when the Rules/Schemes thereunder are notified.

34.4 Lease commitments of short term lease and low value lease

Lease commitments are the future cash out flows from the lease contracts which are not recorded in the measurement of lease liabilities. These include potential future payments related to leases of low value assets and leases with term less than twelve months.

Particulars	₹ In lakhs	
	As at March 31, 2025	As at March 31, 2024
Not later than One year	40.25	16.28
Later than one year and not later than five years	-	-

35. During the year ended 31 March 2025, the Company completed the disposal of its Apparel unit, which had been classified as a discontinued operation in accordance with Ind AS 105 - Non-current Assets Held for Sale and Discontinued Operations.

The disposal was completed on 31st March 2025 through a sale to Suiting House for a consideration of ₹ 197.50 lakhs (inclusive of taxes).

Notes to Consolidated Financial Statements

for the Year ended 31 March, 2025

35. (Contd..)

Details of discontinued operations are as under:

₹ In lakhs

Particulars	Discontinued operations	
	Year ended March 31, 2025	Year ended March 31, 2024
Revenue from operations	95.48	243.45
Expenses (net of other income)	75.89	598.11
Profit/(loss) before tax	19.59	(354.66)
Tax income / (expense)	-	0.00
Profit / (loss) after tax from discontinued operations	19.59	(354.66)
Other comprehensive income (net of tax of ₹ Nil lakhs, p.y. ₹ Nil lakhs)	-	6.48
The major classes of assets and liabilities of the discontinued operations are as under:		
Assets		
Property, plant and equipment	-	127.34
Other financial assets	-	8.06
Deferred tax asset (net)	-	0.00
Other non-current assets	-	0.00
Inventories	-	61.67
Trade receivables	-	0.16
Cash and cash equivalents	-	2.89
Loans	-	0.45
Other current assets	-	0.23
Assets held for sale and discontinued operations (A)	-	200.80
Liabilities		
Trade payables	-	12.90
Other current liabilities	-	26.99
Liabilities held for sale and discontinued operations (B)	-	39.89
Net assets / (liabilities) of discontinued operations (A-B)	-	160.91

Net cash flows attributable to the operating, investing and financing activities of discontinued operations:

₹ In lakhs

Cash flows	As at March 31, 2025	As at March 31, 2024
Operating	(12.59)	(150.45)
Investing	12.92	13.96
Financing	-	(137.98)

36. Segment Reporting

Disclosure of segment reporting for the year 2024-25 (2023-24):

(a) Information about Primary Business Segments:

₹ In lakhs

Description	Granite	Discontinued operations	Quartz Surfaces	Total
Sales to external customers	2898.55	93.02	90114.22	93105.79
	(3788.60)	(130.10)	(64972.80)	(68891.50)
Inter segment sales	2.38	2.38	-	4.76
	(8.01)	(38.82)	-	(46.83)
Total revenue	2900.93	95.40	90114.22	93110.55
	(3796.57)	(168.87)	(64972.84)	(68938.28)
Segment results				
Profit / (loss)	(1074.56)	17.21	31360.08	30302.73
	(847.77)	(372.47)	(18708.81)	17488.57
Unallocable Expenses				(0.01)
				(0.42)
Interest expenses				3709.92
				(3925.64)

Notes to Consolidated Financial Statements

for the Year ended 31 March, 2025

36. Segment Reporting (Contd..)

₹ In lakhs

Description	Granite	Discontinued operations	Quartz Surfaces	Total
Income tax				7837.97
				(4826.25)
Profit after tax				18754.85
				(8736.26)
Other segment information:				
Capital expenditure	23.42	0.00	7554.00	7577.42
	(102.76)	(2.71)	(8121.12)	(8226.59)
Depreciation	542.24	-	3876.30	4418.54
	(677.17)	(21.83)	(3580.61)	(4279.61)
Particulars of segment assets and liabilities:				
Segment assets	10478.82	0.00	129838.79	140317.61
	(11278.57)	(200.80)	(110089.00)	(121568.37)
Unallocable segment assets				0.10
				(0.11)
Segment liabilities	5462.29	0.00	57057.79	62520.08
	(5582.94)	(39.89)	(56713.16)	(62335.99)

(b) Information about secondary segments - geographical

Revenue attributable to location of customers is as follows

₹ In lakhs

Geographical Market	Year ended March 31, 2025				Year ended March 31, 2024			
	Granite	Discontinued operations	Quartz Surfaces	Total	Granite	Discontinued operations	Quartz Surfaces	Total
U S A	632.68	-	77744.00	78376.68	1056.91	-	56049.43	57106.34
China	635.30	-	-	635.30	614.06	-	-	614.06
India	1613.70	93.02	1571.77	3278.49	1785.62	130.05	2053.04	3968.71
Rest of the world	16.87	-	10798.45	10815.32	331.97	-	6870.37	7202.34
Total	2898.55	93.02	90114.22	93105.79	3788.56	130.05	64972.84	68891.45

The entire activity pertaining to sales outside India is carried out from India.

Notes:

- The group has disclosed Business Segment as the primary segment. Segments have been identified taking into account the nature of the products, the differing risks and returns, the organisation structure and internal reporting system and which is also the basis on which the Chief Operating Decision Maker (CODM) reviews and assess the Group's performances. The operations predominantly relate to Granite, Apparel and Quart Surfaces segments.
- Segment Revenue, Segment Results, Segment Assets and Segment Liabilities include the respective amounts identifiable to each of the segments as also amounts allocated on reasonable basis.
- The Group's exposure to customers is diversified and there is one customer who contributes more than 10% each of the total revenue for the year ended March 31, 2025 and one were there for the year ended March 31, 2024 for Granite segment and there are four customers who contributes more than 10% each of the total revenue for the year ended March 31, 2025 and three customers for the year ended March 31, 2024 for Quartz surfaces segment.

37. Additional information pursuant to para 2 of general instructions for the preparation of the Consolidated Financial Statements

March 31, 2025	Consolidated net assets		Consolidated Profit or loss		Consolidated OCI		Consolidated total comprehensive income	
	Percentage	₹ In lakhs	Percentage	₹ In lakhs	Percentage	₹ In lakhs	Percentage	₹ In lakhs
Parent								
Pokarna Limited	13%	11137.21	-3%	(676.19)	-597%	22.02	-3%	(654.17)
Indian Subsidiaries								
Pokarna Engineered Stone Ltd	87%	73201.40	103%	20306.70	697%	(25.71)	103%	20280.99

Notes to Consolidated Financial Statements

for the Year ended 31 March, 2025

37. Additional information pursuant to para 2 of general instructions for the preparation of the Consolidated Financial Statements (Contd.)

March 31, 2025	Consolidated net assets		Consolidated Profit or loss		Consolidated OCI		Consolidated total comprehensive income	
	Percentage	₹ In lakhs	Percentage	₹ In lakhs	Percentage	₹ In lakhs	Percentage	₹ In lakhs
Pokarna Foundation	0%	0.10	0%	(0.01)	0%	0.00	0%	(0.01)
Sub Total	100%	84338.71	100%	19630.50	100%	(3.69)	100%	19626.81
Adjustments arising out of consolidation		(6541.08)		(875.65)		(0.01)		(875.66)
Total		77797.63		18754.85		(3.70)		18751.15

March 31, 2024	Consolidated net assets		Consolidated Profit or loss		Consolidated OCI		Consolidated total comprehensive income	
	Percentage	₹ In lakhs	Percentage	₹ In lakhs	Percentage	₹ In lakhs	Percentage	₹ In lakhs
Parent								
Pokarna Limited	18%	11977.41	-7%	(674.00)	27%	(8.81)	-7%	(682.81)
Indian Subsidiaries								
Pokarna Engineered Stone Ltd	82%	53754.53	107%	10084.20	73%	(23.94)	107%	10060.25
Pokarna Foundation	0%	0.11	0%	(0.42)	0%	0.00	0%	(0.42)
Sub Total	100%	65732.05	100%	9409.78	100%	(32.75)	100%	9377.02
Adjustments arising out of consolidation		(6499.56)		(673.52)		-		(673.51)
Total		59232.49		8736.26		(32.75)		8703.51

38. Capital management

- The board'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. The Board of Directors monitors the return on capital, which the Group defines as result from operating activities divided by total shareholders' equity.
- The board seeks to maintain a balance between the higher returns that might be possible with higher levels of borrowings and the advantages and security afforded by a sound capital position.
- The Group's adjusted net debt to equity ratio is as follows:

Particulars	₹ In lakhs	
	As at March 31, 2025	As at March 31, 2024
Gross debt	32734.15	38866.36
Less: Cash and bank balances	12345.44	8341.13
Adjusted net debt	20388.71	30525.23
Total equity	77797.63	59232.50
Adjusted net debt to equity ratio	0.26	0.52

39. Financial instruments

Accounting classifications and fair values

The following table shows the carrying amounts and fair values of financial assets and financial liabilities, including their levels in the fair value hierarchy:

Notes to Consolidated Financial Statements

for the Year ended 31 March, 2025

39. Financial instruments (Contd..)

31st March 2025

₹ In lakhs

Particulars	Carrying amount			Fair value		
	Other financial assets - amortised cost	Other financial liabilities - amortised cost	Total carrying amount	Level 1	Level 2	Level 3
Financial assets measured at fair value						
Security Deposit	1191.81	-	1191.81	-	1191.81	-
Deferred payment charges	340.43	-	340.43	-	340.43	-
Financial assets not measured at fair value						
Other loans	407.17	-	407.17	-	-	-
Accrued interest	43.26	-	43.26	-	-	-
Trade receivables	18559.06	-	18559.06	-	-	-
Cash and cash equivalents	12345.44	-	12345.44	-	-	-
Total	32887.17	-	32887.17	-	1532.24	-
Financial liabilities measured at fair value						
Lease liability	4217.92	-	4217.92	-	4217.92	-
Financial liabilities not measured at fair value						
Secured bank loans	27155.24	-	27155.24	-	-	-
Secured other loans	45.27	-	45.27	-	-	-
Loans from related parties	5533.64	-	5533.64	-	-	-
Trade payables	8918.89	-	8918.89	-	-	-
Accrued interest	2.66	-	2.66	-	-	-
Unpaid dividend	8.75	-	8.75	-	-	-
Total	45882.37	-	45882.37	-	4217.92	-

31st March 2024

₹ In lakhs

Particulars	Carrying amount			Fair value		
	Other financial assets - amortised cost	Other financial liabilities - amortised cost	Total carrying amount	Level 1	Level 2	Level 3
Financial assets measured at fair value						
Security Deposit	1039.38	-	1039.38	-	1039.38	-
Deferred payment charges	527.10	-	527.10	-	527.10	-
Financial assets not measured at fair value						
Other loans	307.73	-	307.73	-	-	-
Accrued interest	37.04	-	37.04	-	-	-
Trade receivables	11964.17	-	11964.17	-	-	-
Cash and cash equivalents	8341.13	-	8341.13	-	-	-
Total	22216.55	-	22216.55	-	1566.48	-
Financial liabilities measured at fair value						
Lease liability	1236.76	-	1236.76	-	1236.76	-
Financial liabilities not measured at fair value						
Secured bank loans	29252.40	-	29252.40	-	-	-
Secured other loans	60.80	-	60.80	-	-	-
Loans from related parties	9553.16	-	9553.16	-	-	-
Trade payables	7462.44	-	7462.44	-	-	-
Accrued interest	3.52	-	3.52	-	-	-
Unpaid dividend	6.36	-	6.36	-	-	-
Total	47575.44	-	47575.44	-	1236.76	-

The fair value of financial instruments is determined using discounted cash flow analysis. The carrying amount of current financial assets and liabilities are considered to be the same as their fair values, due to their short term nature. The fair value of the long-term borrowings with floating-rate of interest is not impacted due to interest rate changes, and will be evaluated for their carrying amounts based on any change in the under-lying credit risk of the Company borrowing (since the date of inception of the loans). For financial assets and liabilities that are measured at fair value, the carrying amount is equal to the fair values.

Notes to Consolidated Financial Statements

for the Year ended 31 March, 2025

40. Financial risk management objectives and policies

I. Overview

The Group has exposure to the following risks from its use of financial instruments:

- Credit risk
- Liquidity risk
- Market risk
- Operational risk

This note presents information about the Group's exposure to each of the above risks, the Group's objectives, policies and processes for measuring and managing risk, and the Group's management of capital. Further quantitative disclosures are included throughout these financial statements.

II. Risk management framework:

The Board of Directors has overall responsibility for the establishment and oversight of the Group's risk management framework. The Board is responsible for developing and monitoring the Group's risk management policies.

• Credit risk

- i) 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
- ii) Trade and other receivables: The Group considers the probability of default upon initial recognition of asset and whether there has been a significant increase in credit risk on an ongoing basis and measurement of loss allowance using Life time expected credit loss throughout each reporting period.
- iii) Cash and cash equivalents: The Group held cash and cash equivalents of ₹ 7761.02 lakhs as at 31 March 2025 (previous year ₹ 6826.08 lakhs). The cash and cash equivalents are held with public sector banks and leading private sector bank. There is no impairment on cash and cash equivalents as on the reporting date and the comparative period.
- iv) In respect of financial guarantees provided by the Parent Company to banks and financial institutions, the maximum exposure which the Company is exposed to is the maximum amount which the Company would have to pay if the guarantee is called upon. Based on the expectation at the end of the reporting period, the Company considers that it is more likely than not that such an amount will not be payable under the guarantees provided.

• Liquidity risk

- i) 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 always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Group's reputation.
- ii) The Group aims to maintain the level of its cash and cash equivalents and investments at an amount in excess of expected cash outflows on financial liabilities (other than trade payables) over the next six months. The Group also monitors the level of expected cash inflows on trade receivables and loans together with expected cash outflows on trade payables and other financial liabilities. This excludes potential impact of extreme circumstances that cannot be reasonably predicted, such as natural disaster.
- iii) Exposure to Liquidity risk

The following are the remaining contractual maturities of financial liabilities at the reporting date.

31st March 2025

Particulars	₹ In lakhs			
	Carrying amount	1 year or less	1-3 years	More than 3 years
Borrowings- secured	27200.51	11214.09	11715.19	4273.25
Borrowings- un-secured	5533.64	-	-	5533.64
Trade payables	8918.88	8918.89	0.00	(0.01)
Lease liabilities	4217.92	299.78	749.23	3168.92
Other financial liabilities	11.61	11.61	-	-

Notes to Consolidated Financial Statements

for the Year ended 31 March, 2025

40. Financial risk management objectives and policies (Contd..)

31st March 2024

₹ In lakhs

Particulars	Carrying amount	1 year or less	1-3 years	More than 3 years
Borrowings- secured	29313.20	6100.19	10848.55	12364.46
Borrowings- un-secured	9553.16	-	-	9553.16
Trade payables	7462.44	7447.29	14.12	1.03
Lease liabilities	1236.76	142.97	263.69	830.10
Other financial liabilities	9.88	9.88	-	-

• Market risk

- i) **Market risk** is the risk that changes in market prices such as foreign exchange rates and interest rates prices, will affect the Group's income or the value of its financial instruments. Market risk is attributable to all market risk sensitive financial instruments including foreign currency receivables and payables, long term debt and commodity prices. The Group is exposed to market risk primarily related to foreign exchange rate risk and interest rate risk.

Particulars	As at March 31, 2025		As at March 31, 2024	
	USD	EURO	USD	EURO
Borrowings	14641.88	0.00	14468.00	160.14
Trade receivables	17689.19	484.42	10767.41	607.11
Trade and other payables (including payable for capital goods)	174.07	7133.28	513.76	7613.99
Cash & Bank balances (Including deposits)	6491.49	191.75	5208.19	506.01
Total	58996.63	7809.45	30957.36	8887.25

- ii) **Currency risk:** The Group is exposed to foreign exchange risk arising from foreign currency transaction. The Group also imports and the risk is managed by regular follow up. The Group has a policy which is implemented when the foreign currency risk become significant.

A 10% appreciation/depreciation of the foreign currencies with respect to functional currency of the Group would result in an increase/decrease in the Group's net profit before tax by approximately ₹ 54.44 lakhs for the year ended March 31, 2025 (previous year ₹ 589.12 lakhs).

- iii) **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, in cases where the borrowings are measured at fair value through the Statement of profit and loss. 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.

A reasonably possible change of 100 basis points in interest rate at the reporting date would have increased or decreased profit or loss by ₹ 275.48 lakhs (previous year ₹ 317.64 lakhs). This analysis assumes that all other variables remain constant.

- i) Operational risk is the risk of direct or indirect loss arising from a wide variety of causes associated with the Group's processes, personnel, technology and infrastructure, and from external factors other than credit, market and liquidity risks such as those arising from legal and regulatory requirements and generally accepted standards of corporate behaviour. Operational risks arise from all of the Group's operations.
- ii) The Group's objective is to manage operational risk so as to balance the avoidance of financial losses and damage to the Group's reputation with overall cost effectiveness and to avoid control procedures that restrict initiative and creativity.
- iii) The primary responsibility for the development and implementation of controls to address operational risk is assigned to senior management within each business unit. This responsibility is supported by the development of overall standards for the management of operational risk in the following areas:
- Requirements for appropriate segregation of duties, including the independent authorization of transactions
 - Requirements for the reconciliation and monitoring of transactions
 - Compliance with regulatory and other legal requirements
 - Documentation of controls and procedures

Notes to Consolidated Financial Statements

for the Year ended 31 March, 2025

40. Financial risk management objectives and policies (Contd..)

- Requirements for the periodic assessment of operational risks faced, and the adequacy of controls and procedures to address the risks identified
 - Requirements for the reporting of operational losses and proposed remedial action
 - Development of contingency plans
 - Training and professional development
 - Ethical and business standards
 - Risk mitigation, including insurance when this is effective.
- iv) Compliance with Group's standards is supported by a programme of periodic reviews undertaken by Internal Audit. The results of Internal Audit reviews are discussed with the management of the business unit to which they relate, with summaries submitted to the Audit Committee and Board of the Group.

41. Pokarna Engineered Stone Limited ("PESL"), Wholly owned subsidiary company, was selected by the U.S. Department of Commerce ("USDOC") as a "mandatory respondent" third administrative review of the Antidumping duty ("ADD") Order on the imports of quartz surface products from India and as a result, PESL's ADD assessment rate for the third review period continues to be 0% and also the ADD cash deposit continues to be 0% with effect from November 5, 2024.

For the fourth administrative ADD, every party withdrew their review request, hence the AD duty of 0% as determined in third review period is final AD assessment rate for entries of the fourth review period. With regard to CVD review, none of the parties have requested for any of the review periods, hence the CVD duty of 2.34% as determined in investigation period is final CVD assessment rate for entries of the third as well as fourth review period.

There is no impact on the financials of the group.

42. Leases disclosures

As a Lessee

Movement in lease liability during the year:

Particulars	₹ In lakhs	
	As at March 31, 2025	As at March 31, 2024
Opening balance	1236.75	470.16
Additions on account of adoption of Ind As 116	3092.64	1113.76
Adjustments on modification of leases	(33.53)	(254.35)
Interest expenses on lease liability	208.07	49.84
Principal payments of lease liability	(286.01)	(142.65)
Closing Balance	4217.92	1236.76
Current	299.77	142.95
Non Current	3918.15	1093.81
Amounts recognised in the statement of cash flows		
Payments for leases In financing activity	286.02	142.65

Amounts recognised in statement of profit or loss	₹ In lakhs	
	Year ended March 31, 2025	Year ended March 31, 2024
Depreciation expense on leased assets	349.89	141.53
Interest expense on lease liability	208.07	49.83
Rent expense-Short term leases and leases of low value assets	36.29	35.33
Total amount recognised in Profit or loss	594.25	226.69

43. Additional Regulatory Information

- a) The Group has used the borrowings from banks and financial institutions for the specific purpose for which it has taken at the balance sheet date and quarterly returns or statements of current assets filed with banks are in agreement with the books of accounts.

Notes to Consolidated Financial Statements

for the Year ended 31 March, 2025

43. Additional Regulatory Information (Contd..)

- b) The Group has not revalued its Property, Plant and Equipment and its intangible assets.
- c) The Group is not holding any Benami Property and there are no proceedings initiated or pending against the Group.
- d) The Group has not been declared wilful defaulter by any bank or financial institutions.
- e) The Group does not have any relationship with Struck off Companies.
- f) There are no transactions not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax act.
- g) The Group has not traded or invested in Crypto currency or Virtual Currency during the financial year.
- h) There are no funds that have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Group to or in any other persons or entities, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever ("Ultimate Beneficiaries") by or on behalf of the Group; or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

There have been no funds that have been received by the Group from any persons or entities, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Group shall directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever ("Ultimate Beneficiaries") by or on behalf of the Funding Party or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

- 44. The Group evaluates events and transactions that occur subsequent to the balance sheet date but prior to the approval of financial statements to determine the necessity for recognition and/or reporting of any of these events and transactions in the financial statements. As of 29th May 2025, there are no subsequent events to be recognised or reported that are not already disclosed.

45. Dividend

	₹ In lakhs	
	Year ended March 31, 2025	Year ended March 31, 2024
Dividend on Equity shares paid during the year		
Final dividend for the FY 2023-24 [₹ 0.60 (Previous year ₹ 0.60) per equity share of ₹ 2 each]	186.02	186.02

Proposed Dividend:

The Board of Directors of Parent company at its meeting held on 29th May 2025 have recommended payment of final dividend of ₹ 0.60 (rupees sixty paise only) per equity share of face value of ₹ 2/- each for the financial year ended 31st March 2025. The same amounts to ₹ 186.02 lakhs.

The above is subject to approval at the ensuing Annual General Meeting of the Company and hence is not recognised as a liability.

- 46. Previous year figures are regrouped, rearranged and reclassified wherever considered necessary in order to conform to the current years presentation.
- 47. The financial statements for the year ended 31st March 2025 have been reviewed by the Audit Committee and approved by the Board of Directors at their meetings held on 29th May 2025.

In terms of our report attached

For **S.Daga & Co.**
Chartered Accountants
(F. No.000669S)

Shantilal Daga
Partner
Membership No. 11617

Place : Hyderabad
Date : 29th May, 2025

UDIN: 25011617BMLBNK6626

For and on behalf of Board of Directors

Gautam Chand Jain
Chairman & Managing Director
(D.No: 00004775)

Rahul Jain
Managing Director
(D.No: 00576447)

M Viswanatha Reddy
Chief Financial Officer

Pratima Khandu Gulankar
Company Secretary

Notice of the Thirty-Fourth Annual General Meeting

NOTICE IS HEREBY GIVEN THAT THE 34th ANNUAL GENERAL MEETING OF THE MEMBERS OF POKARNA LIMITED (THE COMPANY) WILL BE HELD ON WEDNESDAY, 10TH SEPTEMBER, 2025 AT 11.00 A.M IST THROUGH VIDEO CONFERENCING ("VC") / OTHER AUDIO VISUAL MEANS ("OAVM") TO TRANSACT THE FOLLOWING BUSINESSES:

Ordinary Business

1. To receive, consider and adopt:

- (a) the Audited Standalone Financial Statements of the Company consisting of the Balance Sheet as at 31st March, 2025, the Statement of Profit and Loss, Cash Flow Statement and Statement of Changes in Equity for the year ended on that date and the Explanatory Notes annexed to, and forming part of, any of the said documents together with the reports of the Board of Directors and the Auditors report thereon;

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

"RESOLVED THAT the audited Standalone financial statements of the Company consisting of the Balance Sheet as at 31st March, 2025, the Statement of Profit and Loss, Cash Flow Statement and Statement of Changes in Equity for the year ended on that date and the Explanatory Notes annexed to, and forming part of, any of the said documents together with the reports of the Board of Directors and the Auditors report, as circulated to the Members, be and are hereby considered and adopted."

- (b) the Audited Consolidated Financial Statements of the Company consisting of the Balance Sheet as at 31st March, 2025, the Statement of Profit and Loss, Cash Flow Statement and Statement of Changes in Equity for the year ended on that date and the Explanatory Notes annexed to, and forming part of, any of the said documents together with the Auditors' Report thereon;

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

"RESOLVED THAT the audited Consolidated financial statements of the Company consisting of the Balance Sheet as at 31st March, 2025, the Statement of Profit and Loss, Cash Flow Statement and Statement of Changes in Equity for the year ended on that date and the Explanatory Notes annexed to, and forming part of, any of the said documents together with the reports of the Board of Directors and the Auditors report, as circulated to the Members, be and are hereby considered and adopted."

2. To declare dividend on Equity Shares for the Financial Year 2024-25.

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

"RESOLVED THAT a dividend at the rate of Rs.0.60 per equity share of Rs.2/- each fully paid-up of the Company, as recommended by the Board of Directors, be and is hereby declared for the financial year ended March 31, 2025."

3. To appoint a Director in place of Mrs. Apurva Jain (DIN: 06933924), who retires by rotation and being eligible, offers herself for re-appointment :

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

"RESOLVED THAT in accordance with the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, Mrs. Apurva Jain (DIN: 06933924), who retires by rotation at this meeting, be and is hereby appointed as a Director of the Company."

SPECIAL BUSINESS:

4. Appointment of Mr. Gautam Damodar Sawang (DIN: 11219711) as an Independent Director of the Company as a Special Resolution

"RESOLVED THAT pursuant to the provisions of Sections 149, 152 and Schedule IV and all other applicable provisions of the Companies Act, 2013 ('the Act') and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and in accordance with the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, pursuant to the recommendation made by the Nomination and Remuneration Committee and approval of the Board of Directors of the Company ("Board"), Mr. Gautam Damodar Sawang (DIN: 11219711) who was appointed as an Additional Director (Non-Executive & Independent), with effect from 30th July, 2025 pursuant to provisions of Section 161 of the Act and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a member proposing his candidature for the office of Director and being eligible, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a first term of 3 years i.e. upto 29th July 2028, on the Board of the Company;

RESOLVED FURTHER THAT the Board be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

5. To appoint the Secretarial Auditors of the Company.

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

"RESOLVED THAT pursuant to the provisions of Sections 204 and other applicable provisions, if any, of the Companies Act, 2013 read with Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force) and Regulation 24A of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015, as amended from time to time, pursuant to recommendation of the Audit Committee and the Board of Directors, consent of the members of the Company be and is here by accorded for appointment of K V C Reddy & Associates, Practicing Company Secretaries (Peer review Certificate No.2301/2022) as the Secretarial Auditors of the Company for a period of 5 (Five) consecutive years from the conclusion of this 34th Annual General Meeting till the conclusion of the 39th Annual General Meeting of the Company to be held in Financial year 2030 (i.e., from the Financial Year 2025 - 2026 to Financial

Year 2029-2030), on such remuneration as recommended by the Audit Committee and as may be mutually agreed between the Board of Directors of the Company and Secretarial Auditors.

FURTHER RESOLVED THAT the Board of Directors be and are hereby authorised to do all such acts, deeds, matters and things as may be necessary, expedient or incidental for the purpose of giving effect to this resolution and to settle any question or difficulty in connection herewith and incidental hereto."

By Order of the Board of Directors
For **Pokarna Limited**

Gautam Chand Jain
(DIN: 00004775)

Chairman and Managing Director

Date: 30.07.2025

Place: Hyderabad

Name: POKARNA LIMITED

CIN: L14102TG1991PLC013299

Registered office address:

1ST FLOOR, 105, SURYA TOWERS, SECUNDERABAD. A.P TG 500003 IN

Notes and Shareholder Information:

1. Ministry of Corporate Affairs (MCA), vide General Circular No. 09/2024 dated September 19, 2024 ("MCA circular") & the Securities and Exchange Board of India vide circular SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 03, 2024 ("SEBI circular") have allowed the Companies to conduct AGM through VC/OAVM on or before September 30, 2025, without the physical presence of the Members at a common venue. In compliance with the provisions of the Act, SEBI Listing Regulations and MCA Circular & SEBI Circular, the AGM of the Company is being held through VC/OAVM. The transcript of the AGM proceedings will be made available on the Company's website. The deemed venue for the AGM shall be the Registered Office of the Company.
2. Since the ensuing AGM is being held pursuant to the MCA Circulars through VC/OAVM which does not require physical attendance of Members at the AGM, the facility to appoint proxy by the Members will not be available for this AGM and therefore, Proxy Form and Attendance Slip are not annexed to this Notice.
3. Since AGM will be held through VC/OAVM, the Route Map is not required and hence, not annexed to this Notice.
4. Members are requested to carefully read the "Procedure for joining the AGM through VC/OAVM" given in this Notice.
5. Members attending the AGM through VC/OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
6. Only those members, who are present in the meeting through VC/OAVM facility and have not casted their vote on resolutions through remote e-voting and are otherwise not barred from doing so, will be allowed to vote through e-voting system at the AGM ("InstaPoll").
7. Institutional/Corporate Shareholders (i.e. other than individuals/HUF, NRI, etc.) are required to send scanned copy (PDF/ JPG Format) of its Board or governing body Resolution/ authorization etc., authorizing their representative to attend the AGM through VC/OAVM on their behalf and to vote via. remote e-voting. The said resolution/authorization shall be sent by email from through the registered email address to KFin Technologies Limited (KFin/RTA) at evoting@kfintech.com and to the Company at jgrc@pokarna.com.
8. All investor related communication may be addressed to KFin at the following address:

KFin Technologies Limited Unit: Pokarna Limited
Selenium Tower B Plot No. 31 & 32 Gachibowli, Financial District,
Nanakramguda Serilingampally Mandal Hyderabad – 500 032
Toll free number - 1800-309-4001 E-mail : einward.ris@Kfintech.com
Website: www.kfintech.com
9. (a) In compliance with above mentioned circulars of MCA the Notice calling this AGM along with the Annual Report

for FY 25 is being sent only by electronic mode to those Members whose e-mail addresses are registered with the Depository Participants or the Company's RTA. Members may kindly note that the Notice of AGM and Annual Report for FY 25 will also be available on the Company's website viz. www.pokarna.com and website of the stock exchanges i.e. BSE Limited and National Stock Exchange of India Limited (www.bseindia.com and www.nseindia.com).

- (b) In case a person has become a Member of the Company after dispatch of AGM Notice but on or before the cut-off date for E-voting, he/she may obtain the User ID and Password in the manner as mentioned below:

If e-mail address or mobile number of the member is registered against Folio No. / DP ID Client ID, then on the home page of <https://evoting.kfintech.com/>, the member may click "Forgot Password" and enter Folio No. or DP ID, Client ID and PAN to generate a password.

Members who may require any technical assistance or support before or during the AGM are requested to contact KFinTech at toll free number 1-800-309-4001 or write to them at evoting@kfintech.com.

10. In order to enable the Company to comply with MCA circulars issued for holding AGM via VC/OAVM and to participate in the green initiative in Corporate Governance, members are requested to register their email addresses in respect of shares held in electronic form with their Depository Participant(s) and in respect of shares held in physical form, the shareholder can be sent an email to evoting@kfintech.com for getting the password to the RTA with details of folio number and self- attested copy of PAN card at KFin Technologies Limited, Unit: Pokarna Limited, Selenium Tower B, Plot 31-32, Financial District, Nanakramguda, Serilingampally Mandal, Hyderabad 500 032 or by sending email to einward.ris@kfintech.com. Members are advised to receive the Notice convening the AGM and Annual Report for FY-25 via e-mail, by updating their email id by sending KYC forms to KFin Technologies Limited, Unit: Pokarna Limited, Selenium Tower B, Plot 31-32, Financial District, Nanakramguda, Serilingampally Mandal, Hyderabad 500 032 or by sending email to einward.ris@kfintech.com. Notice of AGM can be downloaded through <https://evoting.kfintech.com/public/Downloads.aspx>.
11. Members holding shares in physical form can avail the facility of nomination on their shareholding pursuant to the provisions of Section 72 of the Act and for the same, they are advised to send their nomination in the prescribed Form No. SH-13 to KFin at the above- mentioned address. Members holding shares in electronic form may contact their respective Depository Participant(s) for availing this facility.
12. In terms of SEBI's circular dated April 20, 2018, members holding shares in physical form and whose PAN and Bank details are not updated in the records of KFin, are requested to submit their PAN and Bank Account details, along with self-attested copy of PAN Card and original cancelled cheque/ attested copy of bank passbook bearing name of the Member to the Company/KFin.

15. SEBI has mandated submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic mode are, therefore, requested to submit their PAN to their Depository Participants with whom they are maintaining their demat accounts.

Members holding shares in physical mode can submit their PAN to the Company/KFin.
14. In terms of SEBI (Listing Obligations and Disclosure Requirements) (Fourth Amendment) Regulations, 2018, with effect from April 1, 2019, securities of listed companies can be transferred only in dematerialised form. Accordingly, the Company will not accept any fresh lodgement of transfer of shares in physical form. The members are therefore advised, in their own interest, to dematerialize the shares held by them in physical form.
15. Members holding shares in physical form in identical order of names in more than one folio are requested to send to the Company or Company's RTA, details of such folios together with the share certificates and KYC proof(s) viz. PAN, Aadhar etc. for consolidating their holding in one folio. The share certificates will be returned to the members after making requisite changes, thereon.
16. Members are requested to send their queries, if any, on the financial statements/operations of the Company, via email to the Company Secretary at companysecretary@pokarna.com at least 7 days before the AGM, so that the information can be compiled in advance.
17. The documents referred to in this Notice are available for inspection electronically without any fee by the Members on all business days (except Saturday, Sunday and Public Holidays) upto the date of AGM. The Register of Directors, Key Managerial Personnel and their shareholding maintained under Section 170 of the Act and the Register of Contracts and Arrangements, in which Directors are interested, maintained under Section 189 of the Act, will be available for inspection electronically by the members during the AGM. Members seeking to inspect such documents may send request from their email id registered with the Company/RTA to the Company at companysecretary@pokarna.com.
18. Pursuant to the provisions of Section 108 and other applicable provisions, if any, of the Act read with the Companies (Management and Administration) Rules, 2014, as amended, and Regulation 44 of SEBI LODR, the Company is providing to its members facility to exercise their right to vote on the Resolutions as set out in notice of AGM by electronic means ("e-voting"). Members may cast their votes remotely, using an electronic voting system on the dates mentioned herein below ("remote e-voting"). The facility for voting through electronic voting system will also be available during the AGM ("InstaPoll") and members attending the AGM who have not cast their vote(s) by remote e-voting, will be able to cast their vote at the meeting through InstaPoll. The Company has engaged the services of KFin as the agency to provide e-voting facility at the AGM.
19. The remote e-voting facility will be available during the following period:

Commencement of remote evoting : From 9.00 a.m. (IST) on Sunday, 7th September, 2025.

End of remote e-voting : Up to 5.00 p.m. (IST) on Tuesday, 9th September, 2025.

Remote e-voting will not be allowed beyond the aforesaid date and time and the remote e-voting module shall be forthwith disabled by KFin upon expiry of aforesaid period.
20. Persons whose name appears in the Register of Member/list of Beneficial Owners as on Wednesday, 3rd September, 2025 (Cut-off date) shall be entitled to cast their vote by remote e-voting on the resolutions set forth in this Notice or participating at the AGM and vote through Insta Poll. Any person who is not a Member as on the Cut-off date should treat this Notice for information purpose only.
21. The Company has fixed 03rd September, 2025 as the "Record Date" for determining entitlement of members to final dividend for the financial year ended March 31, 2025, if approved at the AGM.
22. The Register of Members and Share Transfer Books of the Company will remain closed from Thursday, 04th September, 2025 to Wednesday, 10th September, 2025(both days inclusive) for the purpose of the AGM and for determining the entitlement of members to final dividend for the financial year ended March 31, 2025, if approved at the AGM.
23. The Board of Directors has appointed M/s. K V C Reddy & Associates Company secretaries, as Scrutinizer to scrutinize the remote e-voting and InstaPoll process in a fair and transparent manner and he has communicated his willingness to get appointed and will be available for the said purpose.
24. After conclusion of e-voting at the AGM, Scrutinizer will scrutinize the votes cast via InstaPoll and remote e-voting, and make a consolidated Scrutinizer's Report submission to the Chairman/Director.
25. The result of e-voting (remote e-voting and InstaPoll) will be declared within two working days of the conclusion of AGM and the same, alongwith the consolidated Scrutinizer's Report, will be placed on Company's website viz. www.pokarna.com and on the website of KFin viz. <https://evoting.kfintech.com>. The result will be simultaneously communicated to the stock exchanges viz. NSE and BSE.
26. The resolutions as set out in the notice of AGM shall be deemed to be passed on the date of AGM, subject to receipt of requisite number of votes in favour of the resolution(s).
27. Pursuant SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 09, 2020 on "e-Voting Facility provided by Listed Entities", individual shareholders holding equity shares in dematerialised form can cast their vote, by way of single login credential, through their demat account/ websites of Depositories/ Depository Participants.

The members are advised to update their mobile number and E-mail ID in their demat accounts in order to access e-voting facility

The process and manner of remote e-Voting, attending AGM through VC / OAVM and e-Voting at AGM is as under:

Procedure for Login for E-voting and Attending AGM through VC/OAVM for Individual Shareholders holding securities in Demat mode.

In terms of SEBI circular dated December 09, 2020, on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in Demat mode are allowed to vote through their Demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their Demat accounts to access e-Voting facility.

A) INSTRUCTIONS FOR THE MEMBERS FOR ATTENDING THE AGM THROUGH VIDEO CONFERENCE:

- Members may access the platform to attend the AGM through VC/OAVM at <https://emeetings.kfintech.com> by using their remote e-Voting credentials or by using their Registered Mobile number and OTP. The link for the AGM will be available in the Shareholder/Members login where the "EVENT" and the "Name of the Company" can be selected. Please note that the Members who have not registered their e-mail address or do not have the User-ID and Password for e-Voting or have forgotten the User-ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in this Notice. Further, Members can also use the OTP based login for logging into the e-meeting system.

In order to login using the registered mobile number, Members should follow the instructions below.

- On the eMeeting webpage, use the Mobile OTP option.
 - Select the Meeting / Name of the Company
 - Input the Registered Mobile Number
 - Click on Send OTP
 - Post validation, join by selecting the Folio.
- Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice.
 - Members are encouraged to join the Meeting through Laptops with Google Chrome for better experience.
 - Further, Members will be required to allow Camera, if any, and hence use Internet with a good speed to avoid any disturbance during the meeting.
 - 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.

- Members who need assistance before or during the AGM, can contact RTA viz., M/s.Kfin Technologies Ltd. Or they can call on the toll free number 1 800 309 4001.

Facility of joining the AGM through VC/OAVM shall be open 15 minutes before the time scheduled for the AGM. vi.

Those Members who register themselves as speaker will only be allowed to express views/ ask questions during the AGM. The Company reserves the right to restrict the number of speakers and time for each speaker depending upon the availability of time for the AGM.

- AGM Questions prior to AGM:** Shareholders who would like to express their views/ask questions during the meeting may log into <https://emeetings.kfintech.com/> and click on "Post your Questions" may post their queries/ views/questions in the window provided by mentioning the name, demat account number/folio number, email ID, mobile number. Please note that, member's questions will be answered only if the shareholders continue to hold the shares as of cut-off date BENPOS. The posting of the questions shall **commence on 06th September 2025 and close on 08th September 2025.**

- Speaker Registration during AGM session:** Members may log into <https://emeetings.kfintech.com/> and click on "Speaker Registration" by mentioning the demat account number/folio number, city, email id, mobile number and submit. The speaker registration shall **commence on 6th September, 2025 (9.00 a.m. IST) and close on 8th September, 2025 (5.00 p.m. IST).**

B. INSTRUCTIONS FOR MEMBERS FOR E-VOTING DURING THE AGM SESSION:

- The e-Voting "Thumb sign" on the video screen shall be activated upon instructions of the Chairman during the AGM proceedings. Shareholders shall click on the same to take them to the "Instapoll" page.
- Members to click on the "Instapoll" icon to reach the resolution page and follow the instructions to vote on the resolutions.
- Only those shareholders, who are present in the AGM 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.

REMOTE E-VOTING THROUGH ELECTRONIC MEANS

In terms of the provisions of section 108 of the Act, read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended (hereinafter called 'the Rules' for the purpose of this section of the Notice) and Regulation 44 of the Listing Regulations, the Company is providing facility of remote e-voting to exercise votes on the items of business given in the

Notice through electronic voting system, to members holding shares as **on 3RD September, 2025, being the cut-off date** fixed for determining voting rights of members, entitled to participate in the remote e-voting process, through the e-voting platform provided by KFin or to vote at the AGM. Person who is not a member as on the cut-off date should treat this Notice for information purposes only.

The details of the process and manner for remote e-voting are given below:

i. Instructions for remote e-voting by Individual shareholders holding securities in demat mode

In terms of SEBI circular dated December 9, 2020, on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories 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.

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with NSDL	<ol style="list-style-type: none"> For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the "Beneficial Owner" icon under "Login", which is available under 'IDeAS' section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. If you are not registered for IDeAS e-Services, 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 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 held with NSDL), Password / OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Shareholders / Members can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience.



Type of shareholders	Login Method
Individual Shareholders, holding securities in Demat mode with CDSL	<ol style="list-style-type: none"> Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi / Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then use your existing my easi username & password. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies, where the evoting is in progress, as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there are also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 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. 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 evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
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. Once 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 website for casting your vote during the remote e-Voting period.

Important note: Members who are unable to retrieve User ID/ Password are advised to use **Forgot User ID** and **Forgot Password** option available at above mentioned website.

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

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

C. INSTRUCTIONS FOR REMOTE E-VOTING BY ALL SHAREHOLDERS HOLDING SHARES IN PHYSICAL MODE

- i. Launch the internet browser and type the URL: <https://evoting.kfintech.com> in the address bar.
- ii. Enter the login credentials i.e. User ID and password. Your Folio No. will be your User ID.
- iii. After entering the password, click on LOGIN.
- iv. On successful login, the system will prompt you to select the EVEN.
- v. On the voting page, the number of shares (which represents the number of votes) held by you as on the cut-off date will appear. If you desire to cast all the votes assenting/dissenting to the resolution, enter all shares and click 'FOR' / 'AGAINST' as the case may be or partially in 'FOR' and partially in 'AGAINST', but the total number in 'FOR' and/or 'AGAINST' taken together should not exceed your total shareholding as on the cut-off date. You may also choose the option 'ABSTAIN' and the shares held will not be counted under either head.
- vi. Members holding multiple folios/demat accounts shall choose the voting process separately for each folio/demat account.
- vii. Cast your votes by selecting an appropriate option and click on 'SUBMIT'. A confirmation box will be displayed. Click 'OK' to confirm, else 'CANCEL' to modify. Once you confirm, you will not be allowed to modify your vote subsequently. During the voting period, you can login multiple times till you have confirmed that you have voted on the resolution.
- viii. Corporate/institutional members (i.e. other than individuals, HUF, NRI, etc.) are required to send scanned image (PDF/JPG format) of certified true copy of relevant board resolution/authority letter etc. together with

attested specimen signature of the duly authorised signatory(ies) who is/are authorised to vote, to the Scrutinizer through email at kvcr153@gmail.com and may also upload the same in the e-voting module in their login. The scanned image of the above documents should be in the naming format 'PGL_EVENT No.'

- ix. Members can cast their vote online from Sunday, 7th September, 2025 till Tuesday, 9th September, 2025. Voting beyond the said date shall not be allowed and the remote e-voting facility shall be blocked.
- x. In case of any queries/grievances, you may refer the Frequently Asked Questions (FAQs) for Members and e-voting User Manual available at the 'download' section of <https://evoting.kfintech.com> or call KFin on 1800 309 4001 (toll free).
- D. The voting rights of the members shall be in proportion to their shares of the paid-up equity share capital of the Company, as on the cut-off date.
- E. The Company has appointed M/s. K V C Reddy & Associates, Company Secretaries, as Scrutinizer to scrutinize the

remote e-voting and e-voting during the AGM in a fair and transparent manner.

- F. The Scrutinizer shall, immediately after the conclusion of voting at the AGM, first count the electronic votes cast during the AGM and thereafter unblock and count the votes cast through remote e-voting and make, not later than 48 hours of conclusion of the AGM, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman or any other person authorised by him.
- G. The Results on resolutions shall be declared within 48 hours of the conclusion of the AGM and the resolutions will be deemed to be passed on the AGM date subject to receipt of the requisite number of votes in favour of the Resolutions.

The result declared along with the Scrutinizer's Report shall be placed on the Company's website <https://www.pokarna.com/> and on the website of KFin Technologies Ltd <https://www.evoting.kfintech.com> immediately. The Company shall simultaneously forward the results to National Stock Exchange of India Limited (NSE) and Bombay Stock Exchange of India Limited (BSE), where the shares of the Company are listed.

H. Process for registration of email address for obtaining Annual Report for e-voting and updation of bank account mandate for receipt of dividend:

Physical Holding Physical shareholders are hereby notified that based on SEBI Circular number: SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2023/37, dated March 16th, 2023, all holders of physical securities in listed companies shall register the postal address with PIN for their corresponding folio numbers. It shall be mandatory for the security holders to provide mobile number. Moreover, to avail online services, the security holders can register e-mail ID. Holder can register/update the contact details through submitting the requisite ISR form along with the supporting documents.

ISR 1 Form can be obtained by following the link: <https://ris.kfintech.com/client-services/isc/isrforms.aspx>

ISR Form(s) and the supporting documents can be provided by any one of the following modes.

- a) Through 'In Person Verification' (IPV): the authorized person of the RTA shall verify the original documents furnished by the investor and retain copy(ies) with IPV stamping with date and initials; or
- b) Through hard copies which are self-attested, which can be shared on the address below; or

Name	KFIN Technologies Limited
Address	Selenium Building, Tower-B, Plot No 31 & 32, Financial District, Nanakramguda, Serilingampally, Hyderabad, Rangareddy, Telangana India - 500 032.

- c) Through electronic mode with e-sign by following the link:

<https://kprism.kfintech.com/>

Detailed FAQ can be found on the link: <https://ris.kfintech.com/faq.html>

Demat Holding Please contact your Depository Participant (DP) and register your email address and bank account details in your demat account, as per the process advised by your DP.

I. Application(s) by our RTA KFINTECH

Members are requested to note that as an ongoing endeavor to enhance shareholders experience and leverage new technology, Kfintech has developed the following applications for shareholders:

Investor Support Centre:

Members are hereby notified that our RTA, KFin Technologies Limited (Formerly known as KFin Technologies Private Limited),

based on the SEBI Circular (SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2023/72) dated Jun 08, 2023, have created an online application which can be accessed at <https://ris.kfintech.com/default.aspx#> > Investor Services > Investor Support.

Members are required to register / signup, using the Name, PAN, Mobile and email ID. Post registration, user can login via OTP and execute activities like, raising Service Request, Query,

Complaints, check for status, KYC details, Dividend , Interest , Redemptions, eMeeting and eVoting Details.

Quick link to access the signup page: <https://kprism.kfintech.com/signup>



Summary of the features and benefits are as follows:

1. The provision for the shareholders to register online.
2. OTP based login (PAN and Registered mobile number combination)
3. Raise service requests, general query, and complaints.
4. Track the status of the request.
5. View KYC status for the folios mapped with the specific PAN.
6. Quick links for SCORES, ODR, e-Meetings and eVoting.
7. Branch Locator
8. FAQ's

Senior Citizens investor cell:

As part of our RTA's initiative to enhance the investor experience for Senior Citizens, a dedicated cell has been newly formed to assist exclusively the Senior Citizens in redressing their grievances, complaints, and queries. The Senior Citizens wishing to avail this service can send the communication with the below details to the email id, senior.citizen@kfintech.com.

Senior Citizens (above 60 years of age) have to provide the following details:

1. ID proof showing Date of Birth
2. Folio Number

3. Company Name
4. Nature of Grievance

The cell closely monitors the complaints coming from Senior Citizens through this channel and assists them at every stage of processing till closure of the grievance.

Online PV:

In today's ever-changing dynamic digital landscape, security, foolproof systems and efficiency in identity verification are paramount. We understand the need to protect the interests of you (shareholders) and also comply with KYC standards. Ensuring security and KYC compliance is paramount of importance in today's remote world. Digital identity verification, using biometrics and digital ID document checks, helps combat fraud, even when individuals aren't physically present. To counteract common spoofing attempts, we engage in capturing liveness detection and facial comparison technology.

We are excited to announce that our RTA has introduced an Online Personal Verification (OPV) process, based on liveness detection and document verification.

Key Benefits:

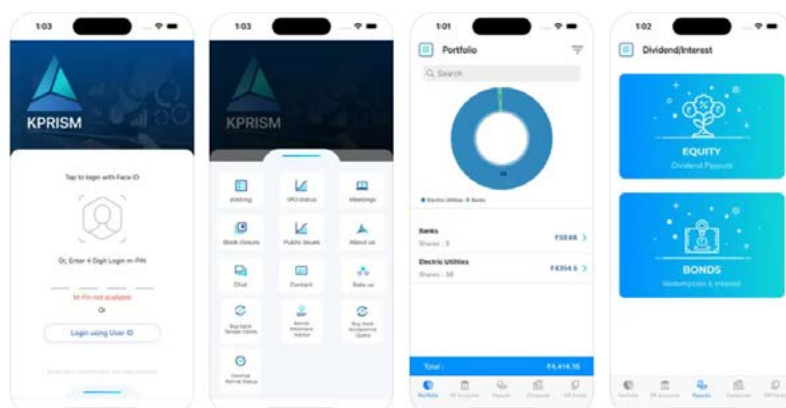
- A fully digital process, only requiring internet access and a device.
- Effectively reduces fraud for remote and unknown applicants.
- Supports KYC requirements.

Here's how it works:

- I. Users receive a link via email and SMS.
- II. Users record a video, take a selfie, and capture an image with their PAN card.
- III. Facial comparison ensures the user's identity matches their verified ID (PAN).

KPRISM Mobile App:

Mobile applications for all users to review their portfolio being managed by KFINTECH is available in Play store and App Store. User are requested to download the application and register with the PAN number. Post verification, user can use functionalities like – Check portfolio / holding, check IPO status / Demat / Remat, Track general meeting schedules, download ISR forms, view the live streaming of AGM and contact the RTA with service request, grievance, and query.



QR Code to access KPRISM:



WhatsApp:

Shareholders can use WhatsApp Number: (91)910094099 to avail bouquet of services.

E-VOTING RESULT:

The Scrutinizer will, after the conclusion of e-voting at the Meeting, scrutinise the votes cast at the Meeting (Insta Poll) and votes cast through remote e-voting, make a consolidated Scrutiniser's Report and submit the same to the Chairman. The result of e-voting will be declared within two working days of the conclusion of the Meeting and the same, along with the consolidated Scrutiniser's Report, will be placed on the website of the Company: www.pokarna.com and on the website of KFinTech at: <https://evoting.kfintech.com>. The result will simultaneously be communicated to the Stock Exchanges. Subject to receipt of requisite number of votes, the Resolutions proposed in the Notice shall be deemed to be passed on the date of the Meeting, i.e., Wednesday, 10th September, 2025.

IEPF RELATED INFORMATION:

In terms of section 124(5) of the Act, dividend amount for the year ended 31st March 2018 remaining unclaimed for a period of seven years shall become due for transfer in 16-10-2025 to the Investor Education and Protection Fund (IEPF) established by the Central Government. Further, in terms of section 124(6) of the Act, in case of such shareholders whose dividends are unpaid for a continuous period of seven years, the corresponding shares shall be transferred to the IEPF's demat account. Members who have not claimed dividends in respect of the financial year from 2017-18 onwards are requested to approach the Company/KFin for claiming the same as early as possible, to avoid transfer of the relevant shares to the IEPF's demat account.

DIVIDEND RELATED INFORMATION:

The Company has fixed Wednesday, 3rd September, 2025 as the 'Record Date' for the purpose of AGM and for determining entitlement of Members to dividend for the financial year ended March 31, 2025. The dividend for the year ended 31 March, 2025 as recommended by the Board, i.e. 30% @ Rs.0.60 (Sixty paise only) per equity share of Rs. 2/- each, if declared at the meeting, will be paid to those members whose names appear in the Company's register of members as on the Record Date. In respect of the shares held in dematerialised mode, to the Members whose names are furnished by National Securities Depository Limited and Central Depository Services (India) Limited as beneficial owners as on that date. The dividend on equity shares, if declared at the meeting, will be credited / dispatched within 30 days from the date of this meeting.

Payment of dividend shall be made through electronic mode to the Shareholders who have updated their bank account details. Dividend warrants / demand drafts / cheque will be despatched to the registered address of the shareholders who have not updated their bank account details. Members holding shares in physical form are requested to notify/send any change in their address and bank account details to Registrar and Share Transfer Agents, KFinTech or the Company. Members whose shareholding is in electronic mode are requested to direct change of address notification and updates of bank account details / PAN to their respective depository participant(s). Members are encouraged to utilize Electronic Clearing System (ECS) for receiving dividends. Members are requested to address all

correspondence, including on dividends, to the Registrar and Share Transfer Agents,

KFin, Technologies Pvt Ltd
Unit: Pokarna Limited, Selenium Tower B,
Plot 31-32, Gachibowli, Financial District, Nanakramguda,
Hyderabad 500 032.

Under section 194 of the Income Tax Act, 1961, as amended by the Finance Act, 2020 ("Act"), dividend paid or distributed by a company after April 1, 2020 shall be taxable in the hands of the domestic shareholders and the Company would also be required to deduct tax at source (TDS) at the prescribed rates from the dividend paid to shareholders. Similarly in case of non-resident shareholders the Company would require to withhold tax (WHT) under section 195 / 196D of the Act. Accordingly, the Company shall be required to apply TDS / WHT at the time of making payment of the said Dividend after obtaining the approval of shareholders in the forthcoming AGM. The TDS / WHT rate would vary depending on the residential status of the shareholder and the valid documents submitted by them and accepted by the Company as explained herein below:

For Resident Shareholders

Tax is required to be deducted at source under Section 194 of the Act @ 10% from the amount of dividend where valid PAN is available and provided to us, except for nil / lower rate of tax indicated in specific cases stated hereunder:

(A) For Resident Individuals

Income-tax will be deducted either at nil or lower rate from the dividend payable to resident individuals if –

- Total dividend to be received by them during Financial Year does not exceed Rs. 10,000/-, or
- The shareholder provides Form 15G duly signed (applicable to individual) / Form 15H duly signed (applicable to an Individual above the age of 60 years), provided that all the required eligibility conditions are met. Please note that all fields are mandatory to be filled up and Company may at its sole discretion reject the form if it does not fulfil the requirement of law., or
- The shareholder provides certificate issued by the Income-tax Department u/s. 197 of the Act for lower rate / nil rate, or
- The Shareholder provides Exemption certificate issued by the Income-tax Department, if any under any other provisions of the Act.

(B) For Resident Non-Individual shareholders:

Income-tax will be deducted either at nil or lower rate from the dividend payable to resident non-individual shareholders if they provide the following documents –

- Insurance Companies: Public & Other Insurance Companies, a declaration duly signed that it has full

beneficial interest with respect to the shares owned by it along with its self attested copy of PAN

- b. Mutual Funds: Certificate of registration u/s 10(23D) of the Act issued by the appropriate authority along with its self-attested copy of PAN
- c. Alternative Investment Fund ("AIF"): Self certified copy of SEBI registration certificate that the AIF is registered under SEBI along with its self- attested copy of PAN
- d. Other Non-Individual shareholders who are holding certificate issued by the Income- tax Department u/s. 197 of the Act for lower / nil rate of tax deduction at source under provisions of Section 194 of the Act or who are covered u/s 196 of the Act, are required to submit an attested copy of the PAN along with the documentary evidence in relation to the exemption/ lower rate.

Kindly submit the declaration along with all the attachments referred to above as may be applicable latest by 3rd September, 2025, so as to enable us to determine appropriate rate of TDS, if any applicable to the payment of dividend. In the absence of this declaration, the Company would be constrained to deduct tax at applicable rate as per the relevant provisions of the Income tax Act, 1961. The forms are available at www.pokarna.com for the shareholders.

Further, it may kindly be noted that recording of the Permanent Account Number (PAN) for the registered Folio/ DP id-Client Id is mandatory; failing which tax will be deducted @ 20% as provided under Section 206AA of the Act, in case payment of dividend exceeds Rs. 10,000 in a Financial Year.

Non-resident Shareholders:

Tax is required to be deducted at source in the case of non-resident shareholders in accordance with the provisions of section 195 of the IT Act at the rates in force. As per the relevant provisions of the IT Act, the TDS on dividend shall be @ 20% or applicable rate plus applicable surcharge and health and education cess on the amount of dividend payable to the non-resident shareholders. For FII/ FPI shareholders, section 196D provides for TDS @ 20% or applicable rate plus applicable surcharge and health and education cess. However, as per section 90 of the IT Act, non- resident shareholders have the option to be governed by the provisions of the Double Tax Avoidance Agreement (DTAA) read with applicable Multilateral Instrument provisions, if they are more beneficial to them. A list of documents/ declarations required to be provided by the resident shareholders and list of documents/declarations required to claim the benefit of DTAA by the non-resident shareholders should be uploaded with Kfin Technologies Pvt Ltd., the Registrar and Transfer Agent at [https:// ris.kfintech. com/form15](https://ris.kfintech.com/form15) or e-mailed to [einward.ris@kfintech. com](mailto:einward.ris@kfintech.com). No communication on the tax determination/ deduction shall be entertained after 3rd September, 2025.

The above referred documents submitted by you will be verified by us and we will consider the same while deducting the appropriate taxes, if any, provided that these documents are in

accordance with the provisions of the IT Act. In addition to the above, please note the following:

- In case you hold shares under multiple accounts under different status/category but under a single PAN, the highest rate of tax as applicable to the status in which shares held under the said PAN will be considered on the entire holding in different accounts.
- In case of joint shareholding, the withholding tax rates shall be considered basis the status of the primary beneficial shareholder.
- For deduction of tax at source, the Company would be relying on the above data shared by KFin as updated up to the record date. It may be further noted that in case tax on dividend is deducted at a higher rate in the absence of receipt of any of the aforementioned details/ documents from the shareholders, the shareholders may consider filing their return of income and claiming an appropriate refund, as may be eligible. No claim shall lie against the Company for such taxes deducted.

The Company shall arrange to e-mail the soft copy of the TDS certificate to shareholders at the registered e-mail id within the prescribed time, post payment of the said dividend, if declared in the AGM. The said certificate can also be viewed in Form 26AS at TRACES <https://www.tdscpc.gov.in/app/login.xhtml> or the website of the Income Tax department of India [https:// www.incometax.gov.in/home](https://www.incometax.gov.in/home). In the event of any income tax demand (including interest, penalty, etc.) arising from any misrepresentation, inaccuracy or omission of information provided by the Shareholder/s, such Shareholder/s will be responsible to indemnify the Company, and also provide the Company with all information/ documents and co-operation in any assessment/ appellate proceedings before the Tax/ Government authorities. This Communication is not exhaustive and does not purport to be a complete analysis or listing of all potential tax consequences in the matter of dividend payment. Shareholders should consult their tax advisors for requisite action to be taken by them.

OTHER INFORMATION:

35. Securities and Exchange Board of India ("SEBI") has mandated that securities of listed companies can be transferred only in dematerialised form w.e.f. April 1, 2019. Accordingly, the Company / KFinTech have stopped accepting any fresh lodgement of transfer of shares in physical form. Members holding shares in physical form are advised to avail of the facility of dematerialisation.
36. **Members holding shares in physical mode are:**
 - a. required to submit their Permanent Account Number (PAN) and bank account details to the Company / KFinTech, if not registered with the Company / KFinTech, as mandated by SEBI by writing to the Company at igrc@pokarna.com or to KFinTech at [einward.ris@kfintech. com](mailto:einward.ris@kfintech.com) along with the details of folio no., self-attested copy

of PAN card, bank details (Bank account number, Bank and Branch Name and address, IFSC, MICR details) and cancelled cheque.

- b. advised to register nomination in respect of their shareholding in the Company.

37. Members holding shares in electronic mode are:

- a. requested to submit their PAN and bank account details to their respective Depository Participants ("DPs") with whom they are maintaining their demat accounts.
- b. advised to contact their respective DPs for registering nomination.

38. Non-Resident Indian members are requested to inform KFinTech / respective DPs, immediately of:

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

39. Details of Directors seeking appointment/re-appointment at the ensuing Annual General Meeting on 10TH September, 2025 Pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard 2 on General Meetings issued by the Institute of Company Secretaries of India] is given as an annexure

STATEMENT SETTING OUT MATERIAL FACTS PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013, IN RESPECT OF ITEM NO. 4 OF THE NOTICE

As required under Section 102(1) of the Companies Act, 2013 and other applicable provisions of the Companies Act, 2013, this Explanatory Statement contains relevant and material information, as detailed herein, to enable the Members to consider approval of the following Resolutions.

ITEM NO.4

The Board of Directors of the Company, based on the recommendation of the Nomination and Remuneration Committee, appointed Mr. Gautam Damodar Sawang (DIN: 11219711) as an Additional Director (Non-Executive & Independent) with effect from 30th July, 2025, under Section 161 of the Companies Act, 2013. It is now proposed to appoint him as an Independent Director of the Company for a first term of three years up to 29th July, 2028, not liable to retire by rotation.

Mr. Sawang is a retired IPS officer with wide experience in governance, leadership, and public administration. The Board is of the opinion that his appointment would be in the best interest of the Company and that he meets the criteria for independence as prescribed under the Companies Act, 2013 and SEBI (LODR) Regulations, 2015. The Board recommends the resolution for approval of the members.

Pursuant to Regulation 17(1C) of the Listing Regulations, Mr. Gautam Damodar Sawang shall hold office until the date of the next General Meeting or for a period of three months from the date of appointment, whichever is earlier. Mr. Gautam Damodar Sawang is eligible to be appointed as an Independent Director for a term of three (3) consecutive years. The Company has received a notice under Section 160 of the Act from a member proposing his candidature as an Independent Director of the Company.

The Company has received from Mr. Gautam Damodar Sawang (i) consent in writing to act as Director in Form DIR-2 pursuant to Rule 8 of the Companies (Appointment and Qualification of Directors) Rules, 2014; (ii) intimation in Form DIR-8 in terms of the Companies (Appointment and Qualification of Directors) Rules, 2014, to the effect that he is not disqualified under Section 164(2) of the Act; and (iii) a declaration to the effect that he meets the criteria of independence as provided in Section 149(6) of the Act and the Rules framed thereunder and Regulation 16(1)(b) of the Listing Regulations. Mr. Gautam Damodar Sawang has confirmed that he is in compliance with Rules 6(1) and 6(2) of the Companies (Appointment and Qualification of Directors) Rules, 2014, with respect to his registration with the data bank of Independent Directors maintained by the Indian Institute of Corporate Affairs. Further, he has confirmed that he has not been debarred from holding office as a director by virtue of any Order passed by SEBI or any other such authority and that he is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact his ability to discharge his duties as an Independent Director of the Company.

In the opinion of the Board, Mr. Gautam Damodar Sawang fulfils the conditions as set out in Section 149(6) and Schedule IV of the Act and Listing Regulations and is thereby eligible for appointment as an Independent Director.

The requisite details and information pursuant to Regulation 36(3) of the Listing Regulations, the Act, and Secretarial Standards as on the date of the Notice are provided in the "Annexure" to the Notice. He shall be paid remuneration by way of fees for attending meetings of the Board or Committees thereof or for any other purpose whatsoever as may be decided by the Board, reimbursement of expenses for participating in the Board and other meetings, and profit-related commission within the limits stipulated under Section 197 of the Act. A copy of the draft letter of appointment of Mr. Gautam Damodar Sawang setting out the terms and conditions of appointment is available for inspection by the Members at the Company's registered office during normal business hours on all working days from the date of dispatch until the last date of receipt of votes by e-voting.

None of the Directors and Key Managerial Personnel of the Company, or their relatives, is interested in this resolution. The Board recommends the Special Resolution set out at Item No.4 of the accompanying Notice for approval by the Members of the Company.

This statement may also be regarded as an appropriate disclosure under the Act and the Listing Regulations.

The Board recommends the Special Resolution, as set out in Item No. 4 of the Notice, for approval by the Members.

ITEM NO.5**To appoint the Secretarial Auditors of the Company.**

As per the recently amended Regulation 24A of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015, now the Companies are required to appoint Secretarial Auditors for a term of 5 (five) consecutive years.

The Board of Directors has, based on the recommendation of the Audit Committee and subject to approval of the shareholders, appointed M/s.K V C Reddy & Associates, Company Secretaries (Peer review Certificate No. 2301/2022) as the Secretarial Auditors of the Company for a period of 5 (Five) consecutive years from the conclusion of this 34th Annual General Meeting till the conclusion of the 39th Annual General Meeting of the Company to be held in Financial year 2030 (i.e., from the Financial Year 2024 - 2025 to Financial Year 2029-2030).

Rationale for appointment

M/s.K V C Reddy & Associates, Company Secretaries is registered as a Practicing Company Secretaries firm with The Institute of Company Secretaries of India (ICSI) and has Peer Review Certificate No.2301/2022 issued by the Institute of Company Secretaries of India (ICSI).

Their expertise covers Corporate legal compliances, Corporate Governance, Advisory and Consulting. M/s.K V C Reddy & Associates, Company Secretaries have given their consent to act as the Secretarial Auditors of the Company and have confirmed that their appointment, if made, will be within the limit specified under section 204 of the Companies Act, 2013. They have also confirmed that they are not disqualified to be appointed as secretarial auditors in terms of the provisions of the Section 204 of the Companies Act, 2013 and the Rules

made thereunder and Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015 and other applicable Regulations.

In view of their qualifications and experience in undertaking Secretarial Audit, it is proposed to appoint M/s.KVC Reddy & Associates, Company Secretaries as Secretarial Auditors of the Company.

The Remuneration payable to M/s.K V C Reddy & Associates for the Financial Year ending March 31, 2026 and thereafter will be as mutually agreed between Board of Directors and Secretarial Auditor.

None of the Directors and Key Managerial Personnel of the Company, or their relatives, is interested in this resolution. The Board recommends the Ordinary Resolution set out at Item No.5 of the accompanying Notice for approval by the Members of the Company.

Additional information with respect to Item Nos. 3 and Item 04 to be added below Item 03.

Item No.3: To appoint a director in place of Mrs. Apurva Jain (DIN: 06933924), who retires by rotation and being eligible, offers himself for re-appointment.

Item No 04. Appointment of Mr. Gautam Damodar Sawang (DIN: 11219711) as an Independent Director of the Company.

Disclosure pursuant to Regulation 36(3) and 36(5) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") are provided below:

Annexure to the Notice dated 30th July, 2025

Additional Details of Director seeking re-appointment at the ensuing Annual General Meeting on 10th September, 2025

[Pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements)

Regulations, 2015 and Secretarial Standard 2 on General Meetings issued by the Institute of Company Secretaries of India]

1	Name	Mrs. Apurva Jain
2	DIN	06933924
3	Nationality	Indian
4	Date of birth and Age	07.11.1984 and 41 years
5	Qualification	Bachelor of Science (Home Science).
6	Experience and expertise in specific functional areas	Ms. Apurva Jain has over 10 years of experience in operations, marketing, strategy and other commercial functions.
7	Relationship with other Directors, Manager and other Key Managerial Personnel of the company	Spouse of Mr. Rahul Jain, Managing Director and Daughter in law of Mr. Gautam Chand Jain, Managing Director and Mr. Prakash Chand Jain, Director, brother of Mr. Gautam Chand Jain
8	Nature of appointment (appointment/ re-appointment)	Re-appointment upon retirement by rotation
9	Terms and conditions of appointment / re- appointment	As per member's approval dated 15/09/2014 for holding the position of Director of the Company
10	Remuneration last drawn by such person, if applicable and remuneration sought to be paid	Rs 27.87 lakhs per annum
11	Date of first appointment on the Board	09/08/2014
12	No. of shares held in the Company	NIL
13	The number of Meetings of the Board attended during the year	6 out of 6
14	Listed entities in which the person holds the directorship and the Membership of Committees of the board along with listed entities from which the person has resigned in the past three years	Pokarna Limited
15	Other Companies Directorship details	Pokarna Engineered Stone Limited
16	Chairman/Member of the Committees of the Board of Directors of the Company	Corporate Social Responsibility Committee -Member

By Order of the Board of Directors
For **Pokarna Limited**

Gautam Chand Jain

(DIN: 00004775)

Chairman and Managing Director

Date: 30.07.2025

Place: Hyderabad

Annexure to Notice Dated 30th July 2025

Additional Details of Director seeking appointment at the ensuing Annual General Meeting on 10th September, 2025

[Pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Secretarial Standard – 2 on General Meetings]

Mr. Gautam Damodar Sawang (DIN: 11219711)

Age	62
Qualification	Bachelor of Arts (B.A.)
Experience (including expertise in specific functional area) / Brief Resume	<p>A highly respected and decorated retired IPS officer with 38 years of distinguished public service, having retired as the Director General of Police of Andhra Pradesh State (2019 – 2022), after which appointed as The Chairman of the AP State Public Service Commission (2022-2024). He also served as Commissioner of Police, Vijayawada and Director General of the Vigilance and Enforcement Department of AP State. His career reflects a deep commitment to institutional governance, public accountability, and ethical leadership.</p> <p>In addition to his extensive national service, he brings rich international experience from his tenure in the United Nations as Police Commissioner of United Nations Police (2008-2012), where he collaborated extensively with various UN agencies and international stakeholders. This global exposure has equipped him with a strong understanding of cross-border coordination, multicultural collaboration, and international best practices in governance, development and security.</p> <p>Throughout his career, he has demonstrated core competencies highly relevant to the corporate sector. These include strategic leadership, crisis and risk management, and the ability to oversee large, complex organizations. His background in compliance, vigilance, and internal controls aligns closely with corporate governance and regulatory standards. Moreover, his experience in human resource management, policy implementation, and stakeholder engagement adds value to areas such as organizational development, ethical leadership and public interface.</p> <p>With a proven record of principled leadership and a broad perspective shaped by both national and international experience, he brings depth of insight and strategic clarity, and a strong commitment to governance and institutional integrity.</p>
Terms and Conditions of Appointment	As per the resolution set out at Item No. 4 of the Notice read with explanatory statement.
Remuneration last drawn (including sitting fees, if any)	Nil
Remuneration proposed to be paid	As mentioned in the explanatory statement
Date of first appointment on the Board	July 30, 2025
Shareholding in the Company including shareholding as a beneficial owner as on date of Notice	Nil
Relationship with other Directors / Key Managerial Personnel	Not related to any Director or Key Managerial Personnel of the Company.
Number of meetings of the Board attended during the financial year 2024-25	Not Applicable
Directorships of other Boards as on date of Notice*	Pokarna Engineered Stone Limited
Membership / Chairmanship of Committees of other Boards as on date of Notice*	NIL
Listed entities from which the Director has resigned in the past three years	None

*As per disclosure received from the Director

Order of the Board of Directors
For **Pokarna Limited**

Gautam Chand Jain

(DIN: 00004775)

Chairman and Managing Director

Date: 30.07 2025

Place: Hyderabad

Notes

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Notes

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POKARNA LIMITED

POKARNA LIMITED

105, 1st Floor

Surya Towers

S.P. Road, Secunderabad

Telengana, India - 500003

