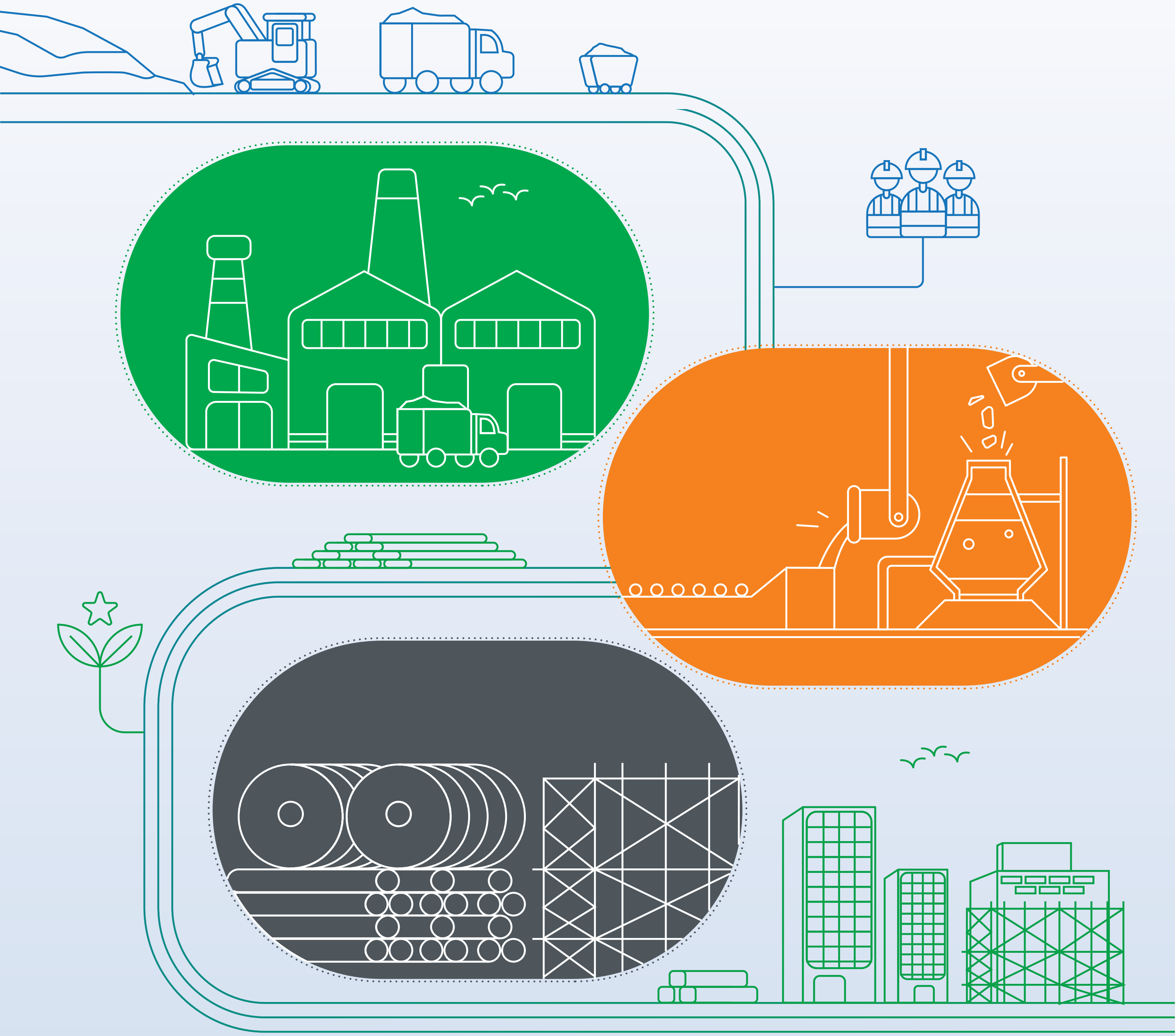
True Green
Renewable & Sustainable
HARIOM

HARIOM®
PIPES | SCAFFOLDING | COILS



# PROGRESSING THE SUSTAINABLE WAY

ANNUAL REPORT 2024-25

# WHAT'S INSIDE





View the Annual Report online at: www.hariompipes.com

## Our Brands and Trademarks

Hariom Pipes Limited owns and operates a diverse portfolio of trademarks and brand names that represent our products, innovations, and business values. The following names and logos are proprietary to the Company and are used under applicable trademark protections

- ROOF PLUS
- Will to Work..
- H HARIOM
- HARIOM
- HARIOM PIPES
- 360 PRIME
- HPIL
- ZINCON

# Performance Highlights FY 2024-25

## FINANCIAL

**₹1,357.05** Cr
Revenue
↑ 17.7%

**₹175.43** Cr
EBITDA
↑ 26.6%

**₹61.73** Cr
Profit After Tax
↑ 8.7%

↑ YoY Growth

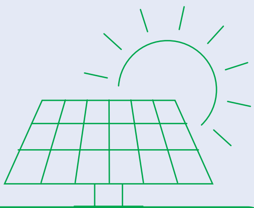
## OPERATIONAL

**97**%
Revenue from Value-added Products

**2.68** Lakhs MT
Net Production Volume
↑ 23%

**2.45** Lakhs MT
Sales Volume
↑ 23%

↑ YoY Growth



## ESG

**5**%
Power Cost as a Percentage of Revenue, 6% in FY 2023-24

**~39**K MT
Use of Recycled Steel in Production

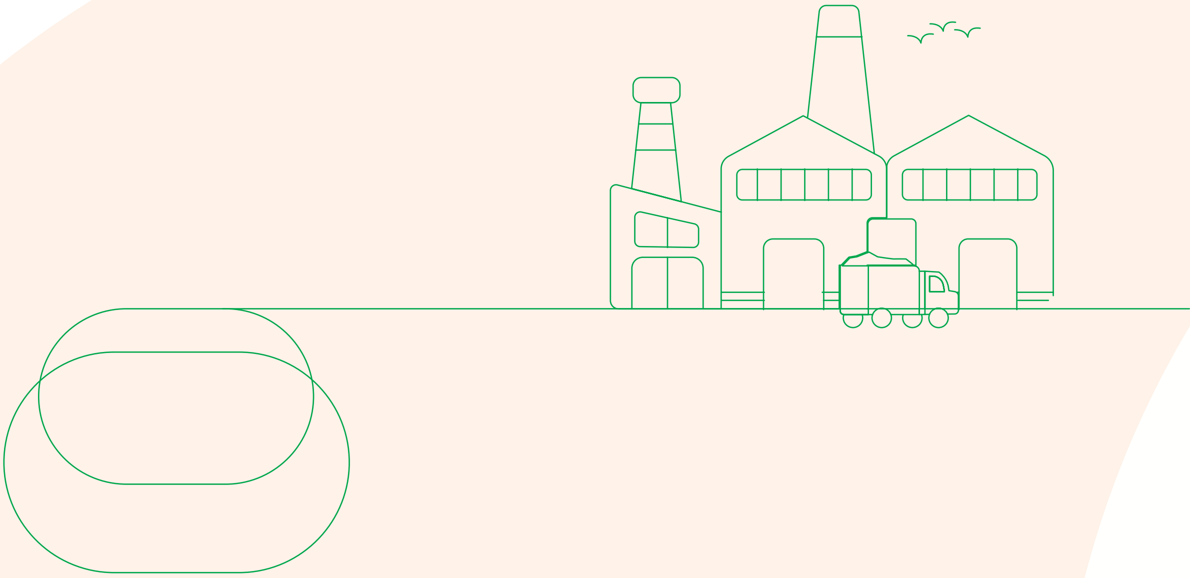
**ZERO**
Whistleblower Complaints (Reported and Pending)

**18**%
Customers Associated with Us for 5+ years

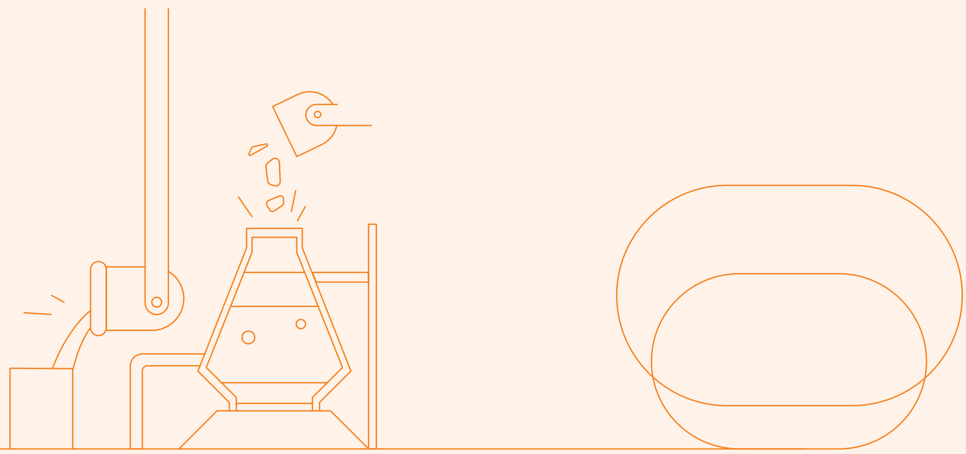
**3.4** MW
Solar Rooftop Capacity Installed

**₹1.21** Cr
CSR Expenditure

HARIOM
PIPES | SCAFFOLDING | COILS



# PROGRESSING THE SUSTAINABLE WAY



Annual Report 2024-25

As the fastest-growing economy, India is witnessing strong demand for steel, driven by infrastructure development, rapid urbanization and burgeoning industrial activity. Yet, despite being the world's second-largest steel producer, the country's per capita steel consumption remains well below the global average, highlighting significant growth potential. In this backdrop, steel pipes and tubes have become indispensable, playing a crucial role across diverse sectors, such as water supply, construction, automotive, oil and gas, power transmission, and solar structures. Their increasing relevance makes them essential to India's industrial and infrastructural development.

At the same time, the steel sector stands at an inflection point. While the demand prospects are robust, the industry is also being reshaped by sustainable imperatives. Steelmaking is inherently energy-intensive and a major source of $CO_2$ emissions. India's pledge to achieve net-zero emissions by 2070 is galvanizing the industry to adopt cleaner technologies, renewable sources of energy and more responsible practices.

It is in this context that we at Hariom have carved out our unique positioning. Our integrated manufacturing model, diversified and innovative product offerings, and strong distribution network enable us to capture growth opportunities while ensuring cost efficiency, quality control, and agility in meeting sector-specific needs.

Our emphasis on value-added steel products has been instrumental in our growth. In FY 2024-25, we recorded strong sales volume growth, with value-added pipes and tubes contributing the majority of our revenue. Additionally, we continued to advance our sustainability commitments by investing in solar energy, increasing the use of recycled steel scrap, and deploying energy-efficient manufacturing processes.

As we look ahead, we remain guided by a balanced approach, one that will allow us to scale responsibly, strengthen our core and align our progress with India's broader economic, industrial and sustainability priorities.

Capitalizing on India's Evolving Steel Sector
Read more on Pg.**26**

Delivering Consistent Growth and Value Creation
Read more on Pg.**28**

Sustainable Steelmaking for a Greener Future
Read more on Pg.**29**

Adopting Renewable Energy in Steel Manufacturing
Read more on Pg.**30**

# Hariom at a Glance

We are a vertically integrated, cost-efficient, and regionally diversified steel manufacturer with a strong focus on the production and sale of value-added iron and steel products. Our operations span the entire steel value chain, from processing iron ore and steel scrap to producing finished steel pipes and galvanized products. These products are supplied to various sectors, including infrastructure, housing, agriculture, automotive, solar, furniture, electrical, packing material, pre-engineered buildings, and construction.

## Our Vision

To achieve sustainable growth and industry leadership through geographical and value-added product portfolio expansion. To relentlessly work to ensure that every stakeholder benefits in our growth journey.

## Our Mission

To meet the highest standards of customer expectations in terms of quality products, service, experience and trust.

# Our Manufacturing Capabilities

With nearly two decades of industry experience, our manufacturing capabilities begin with the raw material stage and extend all the way to value-added finished products. Our facilities are equipped with several processing units for steel melting, hot and cold rolling, galvanizing, and tube mills, offering us the flexibility and scale to serve diverse markets.

**17**
Years Rich Industry Experience

**1,24,000 MTPA**
Hot Strip Mill (HSM) Capacity

**7,01,232 MTPA**
Total Manufacturing Capacity

**3,00,000 MTPA**
Galvanized Pipe (GP)/Cold Rolled Mill (CRM) Capacity

**36,000 MTPA**
Sponge Iron Capacity

**1,32,000 MTPA**
Tube Mill Capacity

**1,04,232 MTPA**
Steel Melting Shop (SMS) Capacity

**5,000 MTPA**
Scaffolding Capacity

Read more on Pg.*14*

Note: MTPA - Metric Tonnes Per Annum

## Our Offerings

Our wide product range enables us to meet varied specifications, from raw steel intermediates to finished pipes and scaffolding systems, supporting applications across construction, infrastructure, fabrication, and industrial sectors.

SPONGE IRON

MS BILLETS

HOT ROLLED (HR) STRIPS

**VALUE-ADDED PRODUCTS**

MILD STEEL (MS) PIPES AND TUBES

SCAFFOLDING SYSTEMS

HOT ROLLED PICKLED AND OILED (HRPO) PIPES AND COILS

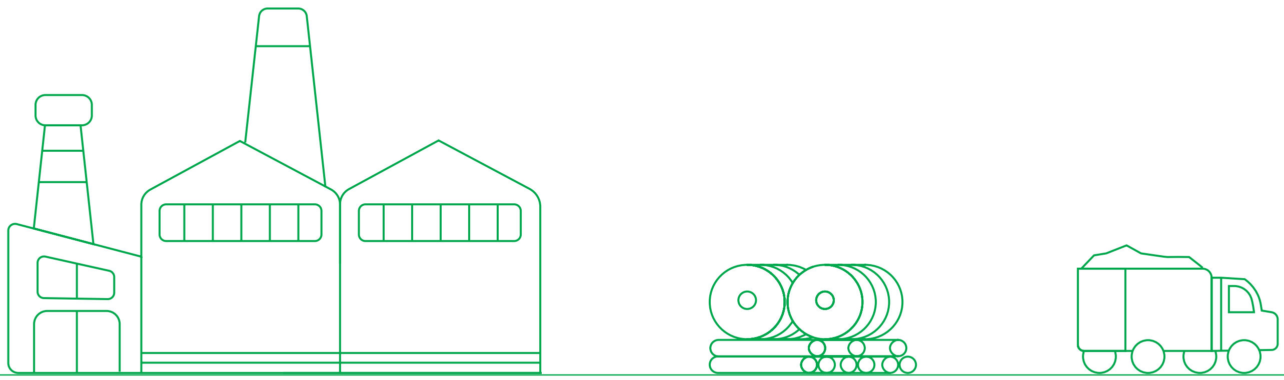
COLD ROLLED (CR) PIPES AND COILS

GALVANIZED PIPES AND COILS (GP)

Read more on Pg.*8*

# A Journey Cast in Strength

Evolving from a steel trading business into an integrated manufacturer, we have steadily built capabilities across the value chain. Over the years, we expanded capacities, diversified our product portfolio, and sharpened our focus on sustainable steel manufacturing to drive responsible growth.



**2007**
Incorporated as Hari Om Concast and Steels Pvt. Ltd.

**2008**
Started operations with Furnace Division

**2010**
Commissioned Rolling Mill and Pipe Mill–I

**2011**
Commissioned Pipe Mill–II and set up Scaffolding Unit

**2017**
Installed Slitting Line for enhanced processing

**2018**
Became a public limited company, renamed as Hariom Pipe Industries Ltd.

## 2019

Expanded capacity of Furnace, Rolling Mill, and Pipe Mill to 2,64,832 MTPA

## 2020

Acquired 36,000 MTPA Sponge Iron Unit in Anantapura for cost efficiency and value chain integration

## 2022

- Raised ₹130 Crores via IPO (NSE & BSE)
- Increased Scaffolding Unit capacity to 5,000 MTPA
- Increased Furnace capacity to 1,04,232 MTPA
- Increased Rolling Mill capacity to 1,24,000 MTPA

## 2023

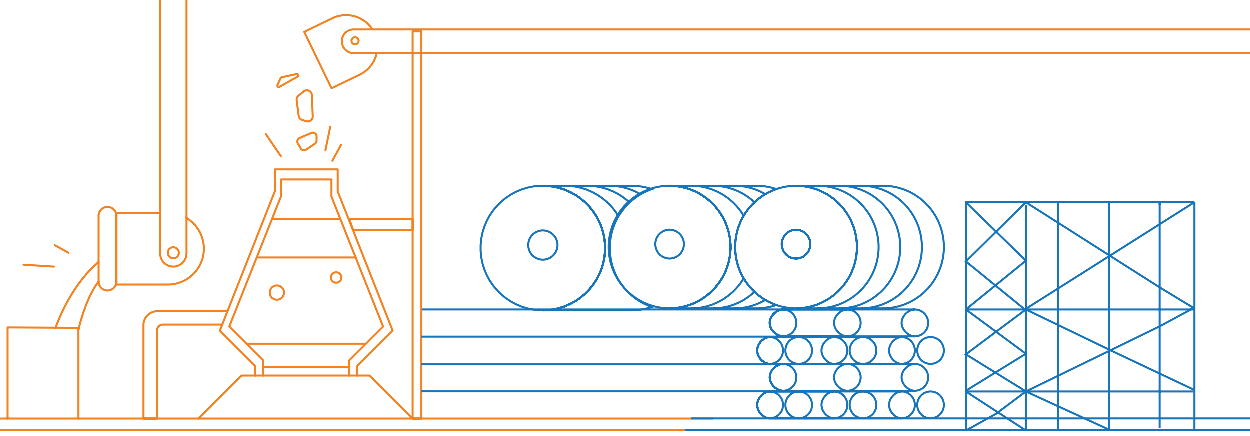
- Acquired galvanized products unit (1,80,000 MTPA) in Tamil Nadu
- Launched 10+ new value-added products, including GP pipes and coils
- Increased Pipe Mill capacity to 1,32,000 MTPA
- Set up new GP unit at Mahbubnagar (1,20,000 MTPA)
- Raised ₹102.85 crore via warrants and equity

## 2024

Received balance ₹86.65 crore from warrants and equity issue

## 2025

- Secured Letter of Award for 60 MW solar project from Maharashtra State Electricity Distribution Co. Ltd. (MSEDCL)
- Incorporated Hariom Power & Energy Pvt. Ltd. for solar projects
- Achieved highest-ever sales volume of 2.45 Lakhs MT; revenue of ₹1,357 Crores



# Diversified Product Portfolio

Our product portfolio rests on a fully integrated steel manufacturing value chain, spanning sponge iron production to finished pipes, coils and value-added fabrications. This comprehensive range enables us to cater to varied sectoral needs, with products engineered for quality, performance, and versatility.

## Sharp focus on Value-added Products

In recent years, we have strategically expanded our value-added product range, which now contributes an increasing share of our overall revenue. By emphasizing specialized, higher-margin segments, we are not only addressing diverse customer needs but also driving long-term profitability.

### Sponge Iron

Produced from iron ore and recycled steel through a reduction process at sub-melting temperatures. Key feedstock for steel production and other industries.

**Applications**

- Steel manufacturing (electric arc and induction furnaces)
- Ferroalloy manufacturing
- Chemical industry
- Powder metallurgy

1%

Revenue Contribution

### MS Billets

Semi-finished steel products are manufactured from sponge iron and scrap. Used widely in construction, infrastructure, automotive, and machinery sectors.

**Applications**

- Construction (rebar, beams, columns)
- Infrastructure (bridges, railways, pipelines)
- Automotive components
- Machinery manufacturing

1%

Revenue Contribution

## Hot Rolled Strips

Produced by heating and rolling MS billets, strong structural properties with a rough surface finish.

### Applications

- Automotive chassis and wheel components
- Construction steel beams and trusses
- Manufacturing pipes and machine parts

**1%**
Revenue Contribution

## MS Tubes and Pipes

Manufactured from Hot Rolled (HR) coils, these pipes and tubes are strong, weldable, and dimensionally precise, used across multiple industries.

### Applications

- Construction, scaffolding, Infrastructure and frames
- Automotive chassis and exhaust systems
- Furniture and interior frameworks

**37%**
Revenue Contribution

## Scaffolding

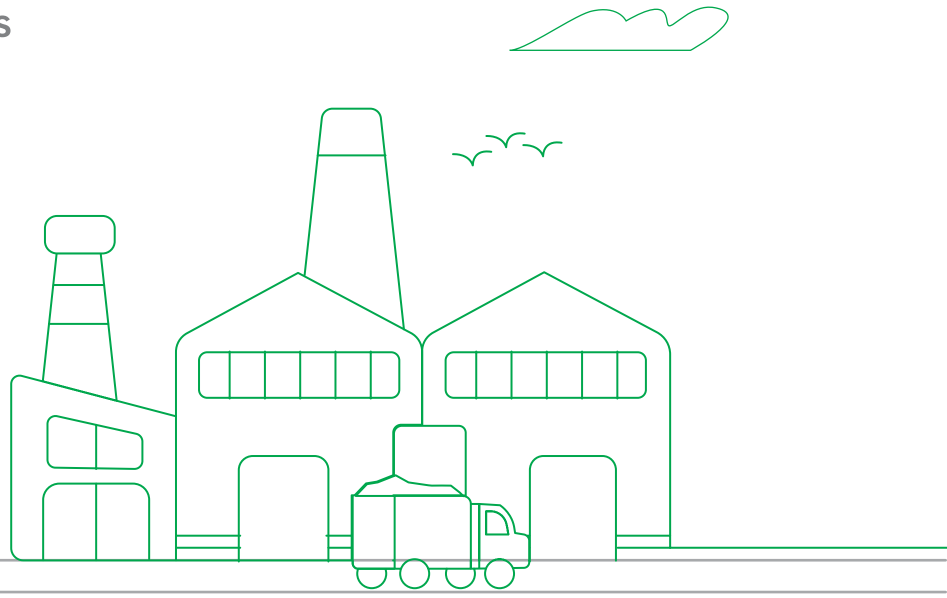
Engineered scaffolding systems for easy assembly, safety, and durability, supporting construction, maintenance, and events.

### Applications

- Construction support
- Industrial maintenance platforms
- Event infrastructure (stages, lighting rigs)

**1%**
Revenue Contribution

## A Suite of Diversified Offerings



59%

Revenue from HRPO Coils, CRCA Coils, CRFH Coils, GP Coils, GP and GI Pipes

### HRPO Coils

Hot-rolled strips that are pickled and oiled to improve surface finish and corrosion resistance, suitable for welding and fabrication.

#### Applications

- Automotive frames and supports
- Metal fabrication (cut, bent, welded parts)
- Pipe manufacturing

### CRCA Coils

Cold rolled and annealed coils offer excellent surface finish, strength, and formability for precision manufacturing.

#### Applications

- Automobile parts
- Storage solutions
- Precision tubes
- Stamping and electrical appliances

## CRFH Coils

Cold rolled full hard coils without annealing, known for hardness, tensile strength, and precision.

### Applications

- Cable trays and strapping
- Tubes and Pipes
- Infrastructure applications and EPC projects

## Galvanized Coils

Zinc-coated coils, enhancing corrosion resistance, are widely used for structural and industrial applications.

### Applications

- C & Z Purlins for PEB
- uPVC Reinforcement Window Channels
- Solar structure
- Lifts and precision engineering

## Galvanized Pipes (GP and GI Pipes)

Zinc-coated pipes provide corrosion resistance critical for moisture-exposed uses, including plumbing and irrigation.

### Applications

- Plumbing (domestic and industrial)
- Agriculture irrigation
- Automobile parts
- General engineering
- Architectural and schools
- Railways and Metro

# Expanding Reach, Deepening Relationships

We reinforced our leadership in Southern and Western India while gaining traction in newer regions across the East and Union Territories. We market our products under four brands through an expansive network comprising 900+ dealers and institutional clients.

## STRONG DEALER NETWORK

Our enduring dealer relationships help us eliminate intermediary channels, enabling direct customer engagement and competitive pricing. These partnerships are further strengthened through channel financing, ensuring seamless operations and fostering shared growth.

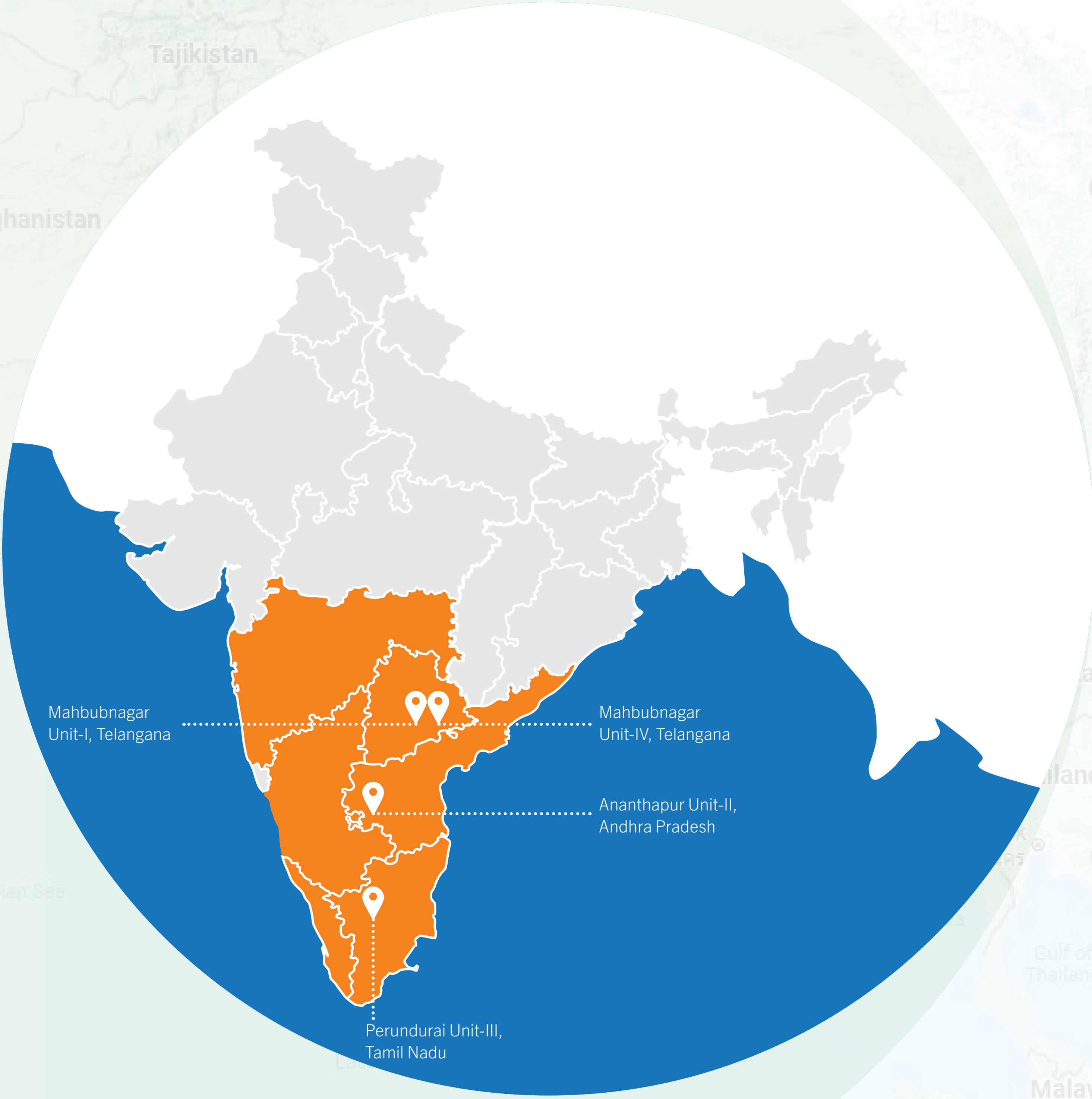
**85%**
Sales through Dealer Network

**900+**
Dealers and B2B Clients

## STATE-WISE DEALER NETWORK

| State | District Coverage | Dealers and B2B Clients |
|---|---|---|
| Telangana | 19 | 247 |
| Andhra Pradesh | 21 | 154 |
| Karnataka | 29 | 225 |
| Tamil Nadu | 24 | 165 |
| Kerala | 14 | 106 |
| Maharashtra | 9 | 22 |
| Other Parts of India | 16 | 26 |

## OUR MANUFACTURING FOOTPRINT



# Robust Manufacturing Prowess

At Hariom, our manufacturing strength comes from being fully integrated across the steel value chain, operating at scale, and maintaining a regionally diversified presence. With four facilities across Telangana, Andhra Pradesh, and Tamil Nadu, we operate an installed capacity of 7,01,232 MTPA, supported by strong backward integration, energy-efficient processes, and a focus on high-value products.

## MANUFACTURING SNAPSHOT IN FY 2024-25

### Raw Materials

Sponge Iron, MS Billets and HR Strips

**2,64,232** MTPA
Installed Capacity

### Finished Products

MS Tubes, Scaffolding, Cold Rolled Pipes and Coils, Galvanized Pipes and Coils

**4,37,000** MTPA
Installed Capacity

### Total Capacity

**7,01,232** MTPA
Installed Capacity

Note: MTPA - Metric Tonnes Per Annum

### Strategic Focus

#### Backward Integration

Captive production of sponge iron and billets ensures supply stability and conversion efficiency.

#### Value-added Focus

Nearly 97% of revenue derived from downstream, high-margin products.

#### Capacity Utilization

Maintained optimal output with scope for scalability through modular expansion.

#### Sustainable Operations

Steel scrap usage (steel recycling), solar-powered facilities, and energy-efficient processes drive reduced carbon footprint and promote responsible manufacturing practices.

#### Process Excellence and Quality Assurance

Our integrated production process, supported by continuous casting and advanced mills, ensures product precision, durability and uniformity. Rigorous quality checks at every stage uphold consistency and compliance with industry standards.

#### Efficient Supply Chain

Strategic stockyard locations, conveyor-based handling systems, and multiple loading points enable seamless movement of materials within plants and timely dispatch of finished goods, ensuring faster delivery and stronger customer satisfaction.

## Unit-I
## Mahbubnagar, Telangana

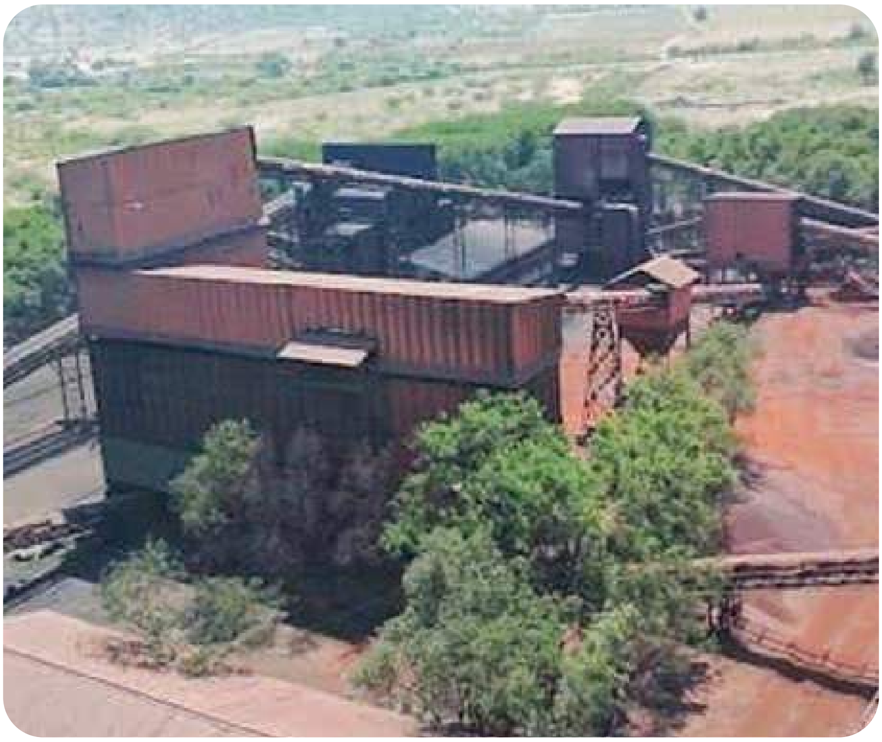
Our flagship facility, Unit I at Mahbubnagar, anchors our downstream manufacturing. It integrates billet casting, hot rolling, tube making, and scaffolding, and forms a critical part of our value-added portfolio. By converting billets into HR strips and further into tubes and scaffolding, the unit ensures steady feedstock and product availability. The unit also benefits from sponge iron sourced internally from our Anantapur facility, strengthening backward integration and operational efficiency.

| Products | Capacity | Strategic Highlights |
|---|---|---|
| MS Billets | 1,04,232 MTPA | Intermediate feedstock for HR mill; cost-effective and quality-controlled |
| HR Strips | 1,24,000 MTPA | Core to backward integration; supports internal tube and pipe production |
| MS Tubes | 1,32,000 MTPA | Diverse product mix with application in the infrastructure, fabrication and auto segments |
| Scaffolding | 5,000 MTPA | Supports the construction sector with modular scaffolding solutions |

## Unit-II
## Anantapur, Andhra Pradesh

This unit is instrumental in ensuring our raw material security, focused exclusively on sponge iron production. Its coal-based DRI kilns provide a reliable feedstock for Mahbubnagar Unit-I, while its proximity to the ore-rich Bellary region enhances logistics efficiency and cost competitiveness.

| Products |
|---|
| Sponge Iron |
| **Capacity**<br>36,000 MTPA |
| **Strategic Highlights**<br>Dedicated to sponge iron production; leverages proximity to the ore-rich Bellary region; optimizes raw-material logistics |



## Unit-III
## Perundurai, Tamil Nadu

Strategically located to serve southern India, the Perundurai facility specializes in cold rolled and galvanized pipes and coils, meeting strong demand in Tamil Nadu and neighboring states. Equipped with solar power, the unit enhances supply chain agility while contributing to our sustainability goals. Its emphasis on pre-galvanized pipes strengthens our position in fabrication, OEM and dealer segments.

**Products**

Cold rolled Pipes and Coils,
Galvanized Pipes and Coils,
HRPO Pipes and Coils
HR Pipes and Coils

**Capacity**
1,80,000 MTPA

**Strategic Highlights**
Strong presence in Tamil Nadu and nearby states; focuses on the pre-galvanized pipe segment

## Unit-IV
## Mahbubnagar, Telangana

Our newest facility, Unit-IV, underpins our focus on driving sustainable, technology-led growth. It houses cutting-edge machinery, including a tandem cold rolling mill and in-house slitting lines, which substantially improve our precision and productivity in GP and CR products. With partial solar power usage, it also contributes to our ESG goals while optimizing costs.

**Products**

Cold rolled Pipes and Coils,
Galvanized Pipes and Coils,
HRPO Pipes and Coils,
CRCA Coils,
HR Slits and pipes

**Capacity**
1,20,000 MTPA

**Strategic Highlights**
Recently added facility, equipped with modern equipment and powered by solar energy

# Our Competitive Edge

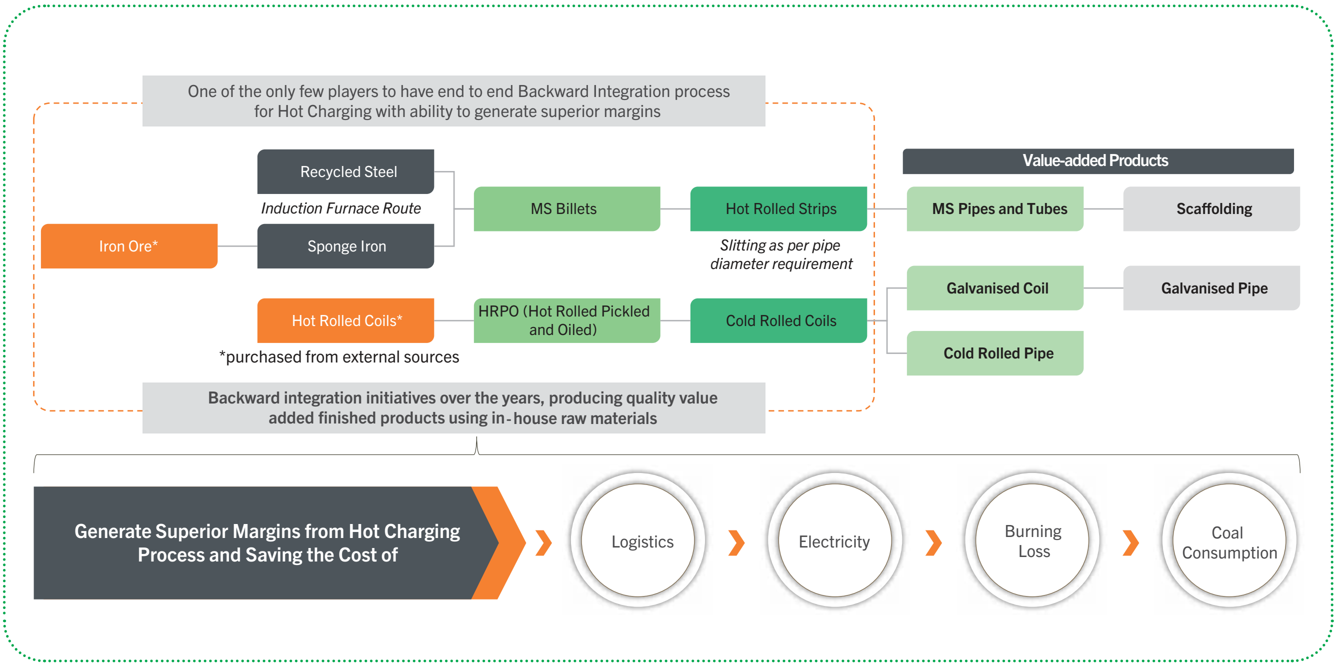
To stay ahead in a fast-paced industry, we have built a solid foundation on three pillars: integrated operations, continuous product and process innovation, and deep market engagement. Our adherence to stringent quality standards ensures consistent performance and customer trust, while sustainability remains central to how we drive growth. This holistic approach enables us to achieve cost efficiency, scale profitably, and meet evolving customer needs.

## Integrated Model Enabling Cost Efficiency

Our vertically integrated operations reduce reliance on external inputs, providing us with greater control over cost, quality and lead times. By producing key raw materials in-house and channeling them directly into value-added manufacturing, we lower conversion costs and enhance overall efficiency. The hot charging process further curbs energy, fuel and handling expenses, supporting margin expansion.

### HIGHER OUTPUT, LOWER INCREMENTAL COST

As we expand capacity, our integrated setup allows us to scale output and revenue without a proportionate rise in cost. This creates strong operating leverage and supports profitable, capital-efficient growth.




## Quality Assurance Driving Customer Confidence

From raw material sourcing to finished products, our operations adhere to stringent quality systems, aligned with national and international standards. Leveraging BIS-compliant inputs, regular expert audits and precision-led processes, we ensure consistency in product performance. This discipline minimizes rejections and strengthens customer trust.

## KEY CERTIFICATIONS

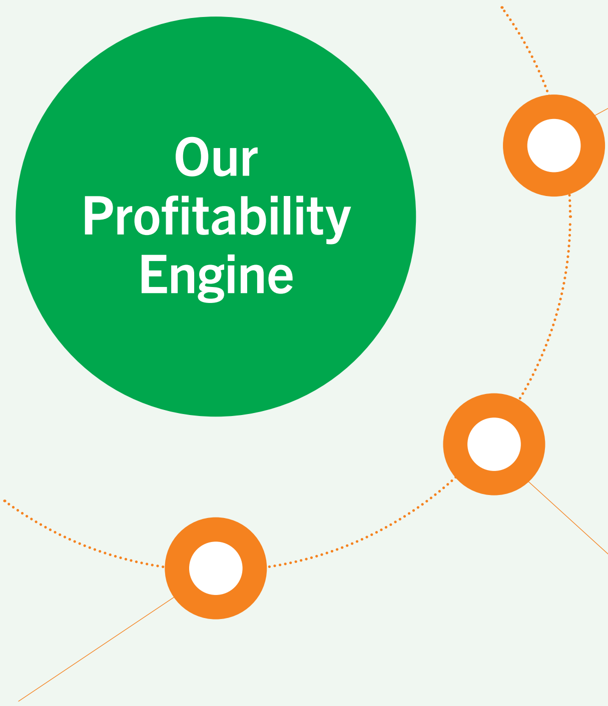
- **IS 4923:** 2017 MS and GI Square and Rectangular Hollow Sections
- **IS 18573:** 2024 GP Square and Hollow Sections
- **IS 3601:** 2006 MS and GI Round Tubes
- **IS 1239:** Part1:2004 MS and GI Round Tube threaded and Unthreaded
- **IS 277:** 2018 Galvanized Steel Coils
- **IS 513:** PART 1: 2016 Cold Reduced Carbon steel Sheet and Strip
- **IS 2830:** 2012 Billets
- **IS 10748:** 2004 HR Strips
- **IS 1161:** 2014 MS Round Pipe
- **ISO 9001:** 2015 Quality Management Systems
- **ISO 14001:** 2015 Environmental Management
- **ISO 45001:** 2018 Occupational Health and Safety

## Prioritizing Sustainability

To ensure that our growth does not come at the cost of the environment, we undertake targeted initiatives, such as recycled steel scrap usage, energy-efficient equipment and processes, emission control systems, and renewable energy adoption. Further to this, we have established Hariom Power and Energy Private Limited (HPEPL) for driving renewable energy projects that align with India's clean energy goals and support a greener manufacturing model.

## Product and Process Innovation Driving Profitability

Leveraging an integrated approach that brings together product innovation, process efficiency and direct market engagement, we sustain profitable growth. Together, these capabilities reduce costs, strengthen margins and support scalable, value-led growth.




### PRODUCT INNOVATION DRIVING HIGHER REALIZATION

We engineer a wide range of customized, high-precision products that cater to diverse applications and support higher realization.

- Customized pipe lengths and thicknesses to suit specific applications
- Joint-free pipes for enhanced strength and seamless quality
- Ultra-thin pipes (<2 mm, down to 0.4 mm) for niche, high-margin uses
- In-house tandem mill ensures dimensional precision and uniformity
- 800+ SKUs open up access to diverse and specialized markets

### PROCESS OPTIMIZATION LEADING TO LOWER CONVERSION COST

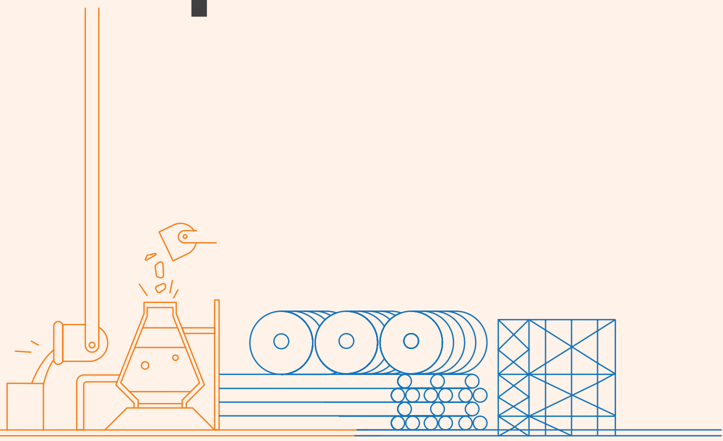
- We optimize every step of manufacturing through integrated operations and resource-efficient practices that lower conversion costs.
- Hot charging eliminates reheating, saving fuel and time
- Integrated manufacturing setup reduces internal logistics and handling losses
- Zero liquid discharge system conserves utilities and promotes water reuse
- Backward-linked sponge iron and melting units, lower raw material costs

### MARKET ACCESS

We strengthen market access through a direct dealer network and strong customer engagement, ensuring agility and demand visibility.

- Direct dealer network enhances reach, pricing control and margins
- Close engagement with fabricators builds demand pipelines and long-term visibility
- Multi-state presence ensures strong regional relevance and delivery agility
- Quick response manufacturing adapts to orders with speed and precision

# Managing Director's Perspective



> This year, we achieved our highest-ever annual sales volume of 2.45 lakh metric tonnes, a 23% increase YoY. This was supported by higher market demand and our capacity expansions, particularly in MS Tubes and Galvanized Products.

**2.45** Lakhs MT

Highest Annual Sales Volume

Dear Stakeholders,

FY 2024-25 has been a defining year for Hariom Pipe Industries Limited, one that has seen us grow, consolidate our position, and lay a strong foundation for our future. Despite an external environment marked by pricing pressures and fluctuations in steel demand, we continued to advance on our growth trajectory. Integrated operations, capacity expansion, disciplined execution, and a forward-thinking approach enabled us to deliver a strong and balanced performance across segments.

## A YEAR OF CONSISTENT GROWTH

This year, we achieved our highest-ever annual sales volume of 2.45 lakh metric tonnes, a 23% increase YoY. This was supported by higher market demand and our capacity expansions, particularly in MS Tubes and Galvanized Products. Despite a softer pricing environment, our revenue from operations grew by 18%, reflecting the strength of our volume growth, improved utilization across both the Mahbubnagar and Perundurai units, and a stronger performance across existing and emerging markets.

Our sustained emphasis on value-added products has yielded tangible results. These products contributed 97% of total revenue, up from 92% in FY 2023-24, reflecting a deliberate shift towards higher-margin offerings to enhance overall profitability. EBITDA grew by 27%, reaching ₹175.4 Crores, with EBITDA margin expanding to 12.93%. EBITDA per tonne increased to ₹7,147, while Profit After Tax rose by 9% to ₹61.7 Crores, even amid higher depreciation and finance costs linked to capacity expansion.

Our operating cash flow witnessed a fifteen-fold surge totaling ₹78.6 Crores. This growth resulted in a healthy EBITDA-to-cash conversion ratio of 45%, reinforcing the strength of our business model and disciplined working capital management. The balance sheet strengthened further, with net debt-to-EBITDA improving to 1.99, net worth increasing to ₹573 Crores, and RoCE and RoE at 19.2% and 10.8%, respectively.

**97%**

of Total Revenue from Value-added Products, up from 92% in FY 2023-24

**Our operating cash flow witnessed a fifteen-fold surge totaling ₹78.6 Crores. This growth resulted in a healthy EBITDA-to-cash conversion ratio of 45%, reinforcing the strength of our business model and disciplined working capital management. The balance sheet strengthened further, with net debt-to-EBITDA improving to 1.99, net worth increasing to ₹573 Crores, and RoCE and RoE at 19.2% and 10.8%, respectively.**

**45%**

EBITDA-to-Cash Conversion Ratio

## STRENGTHENING FOUNDATIONS FOR THE FUTURE

In line with our growth strategy, we remain focused on understanding evolving market conditions and playing our part in enabling sustainable infrastructure development. To this end, we are optimizing our existing assets for maximizing utilization, enhancing efficiency, and fortifying our value-added product portfolio.

Our fully integrated facilities, with assured raw material security, provide steady and uninterrupted production while ensuring consistency in quality and cost efficiency.

High-margin products such as MS Tubes and Galvanized products continue to be central to our strategy, supported by strong demand across construction, infrastructure, and manufacturing sectors. We are also among the few fully integrated players in our segment, with the capability to manufacture and supply pipes across a wide range of thicknesses from 0.4 mm to 2.00 mm. This integration reinforces our competitiveness and ensures greater reliability, consistency and responsiveness to diverse customer requirements.

Alongside this, we are also scaling our presence in solar structures, a promising business segment aligned with India's renewable energy ambitions. Our pre-galvanized tubular sections and structural solutions are already being deployed in solar projects, creating a new and sustainable growth avenue for the Company.

Geographically, we are expanding our presence beyond Southern India to tap into emerging opportunities in Tier 2 and Tier 3 towns across Western and Northern India. By strengthening our dealer network and improving last-mile access, we aim to deepen our reach and enhance responsiveness to market needs. We also work directly with dealers to ensure continuous and regular supply, strengthening relationships and maintaining reliability for our customers.

Meanwhile, operational excellence remains a key priority. We are augmenting power efficiency and supply chain discipline and leveraging sustainable energy for reducing energy intensity and costs while advancing our ESG commitments. The progress made in FY 2024-25 positions us favorably to deliver sustained volume growth in the coming years, backed by prudent capital allocation, scalable operations, and an agile go-to-market approach.

## CREATING VALUE RESPONSIBLY

While profitability remains a key focus, we pursue it in a way that creates meaningful value for our people, communities, and the planet. Our backward-integrated manufacturing, strong dealer network, and investments in renewable energy are central to driving inclusive growth.

During the year, we continued to scale our operations, especially in areas that drive both business growth and sustainable impact. As part of this, we incorporated a subsidiary, Hariom Power and Energy Private Limited, to develop a 60 MW AC (72 MW DC) solar power project in Maharashtra under a 25-year PPA with MSEDCL. This plant is expected to generate approximately 11.52 Million kilowatts annually and is aligned with our broader ESG vision.

We also made significant strides towards creating a green steel facility, leveraging renewable energy sources and recycled inputs. Additionally, we participated in a

pilot initiative for manufacturing steel pipes using biogas, in collaboration with IOCL and the Ministry of New and Renewable Energy. These initiatives reflect our commitment to becoming a responsible, future-ready manufacturer.

## SPREADING SMILES

Beyond business growth, we strengthened our community engagement during the year. Through initiatives in education, healthcare, and skill development, we worked towards uplifting underprivileged sections of society. Our CSR programs touched lives in the regions we operate, reflecting our belief that sustainable growth must go hand in hand with social progress.

## EMBEDDING SUSTAINABILITY

Sustainability remains a guiding principle in how we operate. Apart from our solar power project and green steel initiative, we advanced work on supplying steel structures for renewable energy projects, particularly solar structures. This business opportunity not only diversifies our portfolio but also contributes to reducing the carbon footprint of the sectors we serve.

## PREPARING FOR THE FUTURE

Looking ahead, we see a strong opportunity to grow alongside India's steel industry, which is projected to reach 186 Million tonnes of consumption by FY 2028-29. Infrastructure development, real estate, and manufacturing continue to provide favorable market tailwinds, and we are strategically positioned to capitalize on the growing demand for tubes, pipes, scaffolding, and structural steel.

We are focused on leveraging our expanded capacity, strengthening our presence across newer geographies, and deepening our value-added portfolio. We are also aligning closely with the opportunities emerging in infrastructure and renewable sectors. At current realizations, our peak revenue potential from existing capacity stands at about ₹2,250 -2,300 Crores, supported by a healthy order book that provides revenue visibility for the next two to three years. With disciplined capital allocation, product diversification, and an expanding distribution footprint, we are confident of sustaining our growth momentum and creating long-term value.

## IN CLOSING

As we step into the next chapter of our journey, we remain committed to growing responsibly and sustainably, creating lasting value for all stakeholders. I extend my heartfelt gratitude to our shareholders, employees, channel partners, and customers for their trust and support.

Warm regards,
**Rupesh Kumar Gupta**
Managing Director

# Whole-time Director's Insights

Dear Stakeholders,

I am delighted to share that FY 2024-25 was a year of strong performance for Hariom Pipe Industries Ltd. While we delivered growth in production, sales, and profitability, the year was about more than numbers. It was a period where we made meaningful progress in strengthening our sustainability agenda, expanding our high-value product range, and driving greater operational efficiency. Together, these efforts have reinforced the foundations of a responsible and future-ready business.

We continued to expand in emerging product categories. Scaffolding, structural products, and pre-galvanized tubes gained healthy traction, supported by rising demand from infrastructure and real estate sectors. Our entry into solar steel structures marked an important milestone, creating a new avenue of growth aligned with India's renewable energy ambitions. With a wider product basket and an increasing share of value-added offerings, we are better positioned to serve diverse applications and deliver stronger margins.

At the same time, we widened our market reach. A deeper dealer and franchisee network helped us penetrate Tier 2 and Tier 3 towns, particularly in Western and Northern India, bringing us closer to customers and improving last-mile delivery.

Operational efficiency was another area of focus. Higher asset utilization, better power management, and disciplined processes enabled us to enhance productivity and reduce costs. Our integrated model, supported by a strong quality focus, ensured consistent delivery and greater control over resources.

Sustainability remained a central theme of our progress. We advanced our green steel journey by integrating renewable energy and recycled inputs into our processes, while also improving resource efficiency and reducing energy intensity. These initiatives are helping us lower our environmental footprint and build resilience for the future.

Looking ahead, we see encouraging demand across construction, infrastructure, and renewable energy sectors. With scalable operations, a stronger balance sheet, and sustainability guiding our strategy, Hariom Pipe is well placed to convert opportunities into long-term growth and value creation.

Warm regards,
**Shailesh Gupta**
Whole-time Director

HARIOM
PIPES | SCAFFOLDING | COILS

# A Year of Record Performance

## FINANCIAL PERFORMANCE

### Revenue (₹ Cr)

**₹1,357 Cr**

| | |
|---|---|
| FY25 | 1,357 |
| FY24 | 1,153 |
| FY23 | 644 |
| FY22 | 431 |
| FY21 | 254 |

### EBITDA (₹ Cr)

**₹175 Cr**

| | |
|---|---|
| FY25 | 175 |
| FY24 | 139 |
| FY23 | 82 |
| FY22 | 56 |
| FY21 | 34 |

### EBITDA Margin (Excluding Other Income) (in %)

**12.9%**

| | |
|---|---|
| FY25 | 12.9 |
| FY24 | 12.0 |
| FY23 | 12.7 |
| FY22 | 13.0 |
| FY21 | 13.5 |

### Profit After Tax (₹ Cr)

**₹62 Cr**

| | |
|---|---|
| FY25 | 62 |
| FY24 | 57 |
| FY23 | 46 |
| FY22 | 32 |
| FY21 | 15 |

### Net Worth (₹ Cr)

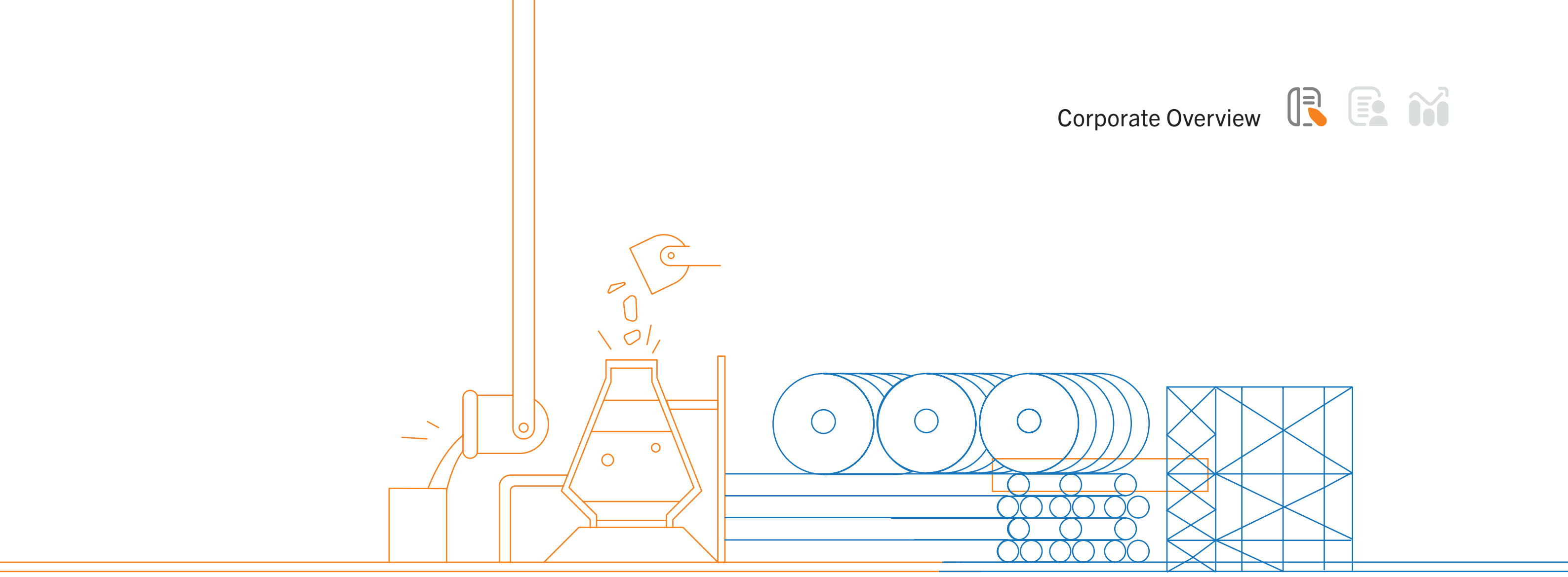
**₹573 Cr**

| | |
|---|---|
| FY25 | 573 |
| FY24 | 464 |
| FY23 | 375 |
| FY22 | 101 |
| FY21 | 71 |

### Gross Block (₹ Cr)

**₹557 Cr**

| | |
|---|---|
| FY25 | 557 |
| FY24 | 451 |
| FY23 | 185 |
| FY22 | 97 |
| FY21 | 94 |



## KEY RATIOS

### Net Debt/Equity Ratio (x)

**0.6x**

| Year | Net Debt/Equity Ratio (x) |
|---|---|
| FY25 | 0.6 |
| FY24 | 0.7 |
| FY23 | 0.5 |
| FY22 | 0.8 |
| FY21 | 1.0 |

### RoCE (%)

**19.2%**

| Year | RoCE (%) |
|---|---|
| FY25 | 19.2 |
| FY24 | 18.9 |
| FY23 | 14.7 |
| FY22 | 38.2 |
| FY21 | 27.7 |

## OPERATIONAL INDICATORS

### Net Production (MT)

**2,67,676 MT**

| Year | Net Production (MT) |
|---|---|
| FY25 | 2,67,676 |
| FY24 | 2,17,203 |
| FY23 | 1,18,027 |
| FY22 | 68,170 |
| FY21 | 62,070 |

### Net Sales (MT)

**2,45,467 MT**

| Year | Net Sales (MT) |
|---|---|
| FY25 | 2,45,467 |
| FY24 | 1,99,015 |
| FY23 | 1,09,085 |
| FY22 | 65,845 |
| FY21 | 60,740 |

### Value-added Product Sales (MT)

**2,35,812 MT**

| Year | Value-added Product Sales (MT) |
|---|---|
| FY25 | 2,35,812 |
| FY24 | 1,74,666 |
| FY23 | 81,611 |
| FY22 | 43,310 |
| FY21 | 27,081 |

### WAY FORWARD

The bygone year has set a strong foundation for our next phase of growth. With capacity expansions now in place, our priority is to enhance utilization, deepen our value-added portfolio, and expand our presence across newer geographies. As infrastructure and renewable sectors gather momentum, we are well-positioned to capitalize on these opportunities and drive sustainable growth through operational efficiency, disciplined execution, and sustainability-led practices.

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# Capitalizing on India's Evolving Steel Sector

India is currently the second-largest steel producer globally and continues to play a vital role in shaping the global steel market, with demand projected to accelerate over the next few years. Driven by infrastructure expansion, industrialization, and rising urban consumption, domestic steel usage is expected to grow steadily across both long and flat product categories.

## RISING LONG-TERM STEEL DEMAND IN INDIA

Steel consumption in India is expected to increase from 136 Million tonnes in FY 2023-24 to 186 Million tonnes by FY 2028-29. This growth is being driven primarily by infrastructure and construction, which together account for over 66% of total demand.

### India's Steel Consumption (Million Tonnes)

**186.0**


## STEEL PIPES AND TUBES MARKET IN INDIA

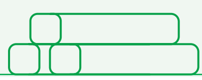
Within the broader steel sector, steel tubes and pipes represent one of the fastest-growing segments. These products are vital for a wide range of applications, including water supply systems, building construction, industrial structures, airports, power plants, oil and gas, and even consumer goods such as furniture and sports equipment.

### Production (Million Tonnes)

**14.07**


### Consumption (Million Tonnes)

**12.68**

# Growth Drivers Supporting India's Steel Upsurge

## INFRASTRUCTURE DEVELOPMENT

- Urbanization in developing economies, including India and Nigeria, is driving significant steel demand due to extensive infrastructure projects, including smart cities, transportation networks, and urban development initiatives.
- Government initiatives like China's Belt and Road Initiative (BRI) and Brazil's Growth Acceleration Program (PAC) are driving substantial steel demand through large-scale investments in infrastructure, transportation, and utilities across regions.

## INDUSTRIALIZATION

- Rising manufacturing activities in nations, such as India and Vietnam, are increasing steel demand, particularly in automotive, machinery, and construction sectors.
- Industrialization in emerging markets like Indonesia is spurring steel consumption in infrastructure, machinery, and automotive industries.

## SUSTAINABLE PRACTICES

- The push for greener technologies and processes is driving investments in recycled steel and low-emission production methods, aligned with global environmental goals.

## TECHNOLOGICAL ADVANCEMENTS

**Innovation in Steel Production:** Technological advancements in steelmaking, like the adoption of Electric Arc Furnace (EAF) technology, are improving production efficiency and sustainability, resulting in higher output at lower costs. Steel pipes with thicknesses below 2mm, including MS pipes starting at 1.20mm and CR/GP pipes and coils from 0.6mm, provide key advantages across various industries. Their lightweight and cost-effectiveness make them ideal for use in construction, automotive, and manufacturing, helping reduce material usage and project expenses. They are easy to fabricate, transport, and install. Additionally, their corrosion resistance enhances durability, making them well-suited for both outdoor and automotive applications.

## GLOBAL TRADE DYNAMICS

- **Trade Agreements and Policies:** Favorable trade agreements can enhance steel trade between nations. Conversely, tariffs and trade barriers can disrupt supply chains.
- **Global Supply Chain Adjustments:** Changes in the global supply chain, including shifts from traditional production hubs to new regions, impact steel demand patterns. Events like the COVID-19 pandemic prompted many companies to rethink supply chain strategies.

## CONSUMER TRENDS AND GREEN CONSTRUCTION

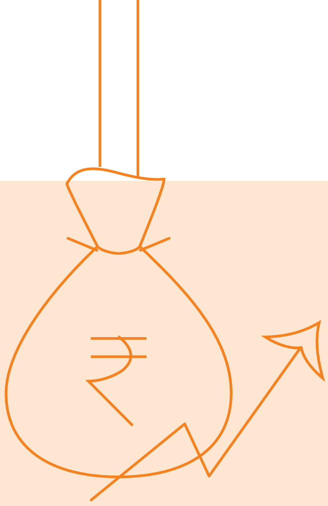
- **Sustainable Construction:** The rise of green building practices and materials is influencing demand for high-strength, lightweight steel that can reduce the carbon footprint of construction projects.
- **Circular Economy:** Increasing emphasis on recycling and the circular economy in construction and manufacturing is boosting demand for recycled steel, which is both environmentally friendly and cost-effective.

These drivers are interconnected and reflect broader economic, environmental, and technological trends that shape the global steel industry. As these factors evolve, they will continue to influence steel production, consumption, and pricing on a global scale.

## OUR STRATEGIC RESPONSE TO THE MARKET CONTEXT

With the steel sector undergoing structural growth, we are well-positioned to capture emerging opportunities through a focused roadmap anchored in five key strategic priorities:

| Capacity Expansion | Product Innovation and Value-added Offerings | Sustainability and Green Energy Integration | Strengthening Dealer and B2B Relationships | Operational Efficiency and Cost Optimization |
|---|---|---|---|---|



# Delivering Consistent Growth and Value Creation

Over the years, we have steadily scaled our business while maintaining profitable growth, operational efficiency, and a balanced capital structure. This disciplined approach has enabled us to create sustainable value for our shareholders.

## SUSTAINED GROWTH IN REVENUE AND PROFITABILITY

Our persistent focus on expanding volumes, diversifying our product mix, and maintaining rigorous cost management and process improvements have enabled us to scale our business efficiently and achieve enhanced revenue and profitability over the past five years.

**52%**
5-year CAGR in Revenue

**51%**
5-year CAGR in EBITDA

**43%**
5-year CAGR in PAT

## DEEP MARKET ENGAGEMENT ENHANCING VOLUMES

The uptick in our sales and production volumes reflects not only capacity enhancement but also the strength of our market relationships, wide-reaching dealer and B2B network, and effective on-ground sales efforts.

**44%**
5-year CAGR in Production Volume

**42%**
5-year CAGR in Sales Volume

## HEALTHY BALANCE SHEET AND WORKING CAPITAL MANAGEMENT

As our operations expand, we will continue to maintain a disciplined capital structure to support our growth. Our leverage levels remain well within a manageable range, providing us with flexibility to fund future capacity additions and make strategic investments.

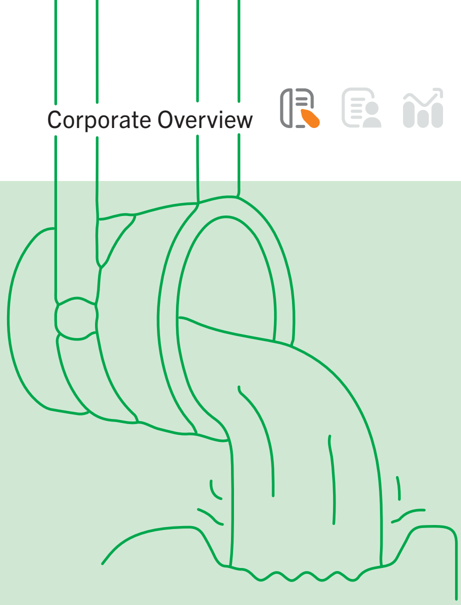
**0.6**
Net Debt to Equity in FY 2024-25

**2.0**
Net Debt to EBITDA in FY 2024-25

## FOCUS ON VALUE-ADDED PRODUCTS

We have prioritized value-added steel coils, pipes, tubes, and fabrications that cater to specialized industrial applications, enhancing our product mix and margins. This focus has been a key driver of our growth trajectory.

**72%**
5-year CAGR in Value-added Product Sales



# Sustainable Steelmaking for a Greener Future

Our commitment to sustainability encourages us to use resources responsibly, produce more with less, and ensure our processes align with environmental goals. By embedding the principles of circular economy into steel production, we are lowering emissions, conserving raw materials and creating high-value products from recycled steel.

## ADOPTING GREEN STEEL PROCESSES

We are adopting cleaner and more energy-efficient steelmaking processes by using induction furnaces in place of conventional blast furnaces. This transition lowers $CO_2$ emissions, reduces start-up costs, and provides operational flexibility. In addition, advanced emission-control systems such as bag filters are deployed to capture dust and carbon particles, further minimizing particulate emissions and reinforcing our commitment to sustainable manufacturing.

**Lower $CO_2$ emissions**

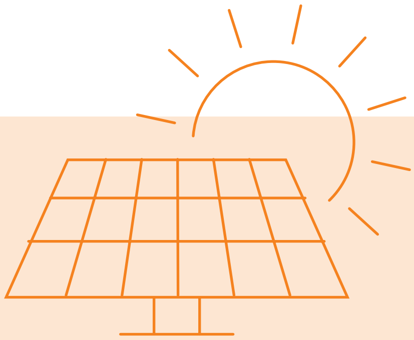
**Operational excellence and cost control**

## TURNING STEEL SCRAP INTO HIGH-VALUE PRODUCTS

We use recycled steel in our manufacturing process, reducing the need for freshly mined iron ore and lowering the energy required for production. This approach transforms scrap into a range of high-value products that form the backbone of our operations, while contributing to the circular economy.

**39K MT**
Steel Scrap Recycled

**33-35%**
Use of Recycled Steel in Production



# Adopting Renewable Energy in Steel Manufacturing

Our transition to solar and biogas-based energy solutions is enabling us to reduce emissions, lower power costs, and enhancing energy efficiency. These initiatives reflect our commitment to sustainable growth, aligning with national decarbonization goals while shaping a future-ready business model.

### PIPE UNIT: FULLY SOLAR-POWERED MANUFACTURING FACILITY

Our pipe manufacturing unit at the Mahbubnagar facility in Telangana became a fully solar-powered pipe unit, marking a significant milestone in our sustainability journey. The 2 MW solar power plant installed at this unit meets its entire energy requirement through renewable sources, setting a new benchmark for the steel industry.

We have further strengthened our renewable portfolio by commissioning a 1.4 MW solar power plant at our Perundurai facility in Tamil Nadu. Collectively, these initiatives take our total installed solar capacity to 3.4 MW, reflecting our commitment to integrate green energy across our operations.

**2 MW**
Solar Capacity at Mahbubnagar Facility

**1.4 MW**
Solar Capacity at Perundurai Facility

**3.4 MW**
Total Solar Renewable Capacity

### CLEAN ENERGY OPTIMIZING POWER COSTS

We are accelerating the adoption of renewable energy to minimize our reliance on conventional power sources and lower overall power costs. Our renewable portfolio includes solar power generation and biogas-based energy solutions, enabling cleaner operations and strengthening energy security.

We operate a biogas-fueled plant for manufacturing steel pipes in Tamil Nadu, in collaboration with the Ministry of New and Renewable Energy and IOCL. This eco-friendly fuel, made from agro-waste, offers lower emissions and a higher calorific value in methane, thereby reducing combustible fuel requirements

**Power Cost as % of Revenue**

**5.0%**

## Establishing a New Subsidiary to Advance Our Renewable Energy Vision

In line with our strategic goal of deepening renewable energy integration, we incorporated a subsidiary, Hariom Power and Energy Private Limited (HPEPL), on March 19, 2025, with an authorized share capital of ₹10 Lakhs. The subsidiary will focus on developing large-scale solar power projects and will be instrumental in advancing our renewable energy vision.

**60** MW AC (72 MW DC)
Solar PV Plant to be Commissioned under PM-KUSUM Scheme in Maharashtra

**25** years
Power Purchase Agreement (PPA) offers Long-term Revenue Visibility

### Key Strategic Advantages

**Aligning with India's sustainability and renewable energy goals and the 'Make in India' mission**

**Driving decarbonization by actively contributing to reduced carbon emissions and promoting sustainable infrastructure**

**Green infrastructure plans to manufacture key products with reduced environmental impact**

**Strengthening the ESG profile by improving the Company's ESG parameters following global ESG benchmarks**

**Unlocking new revenue streams through the sale of solar steel structures and profiles**

**Enhancing brand value and perception by lowering the carbon footprint while meeting regulatory requirements**

# Our Business Model

| Our Resources and Relationships | Business Activities |
| --- | --- |
| **FINANCIAL**<br>Essential for fueling growth and innovation, our financial resources enable strategic investments and operational excellence.<br>Net Worth: **₹572.67 Crores**<br>Net Debt: **₹349.54 Crores** | • Prudent capital allocation focused on sustainable and profitable expansion<br>• Strong financial discipline to balance risk and opportunity<br>• Strategic investments to support long-term business goals |
| **MANUFACTURED**<br>State-of-the-art facilities and cutting-edge equipment drive consistent quality and scalable production capacity.<br>Manufacturing units: **4**<br>Capacity: **7,01,232 MTPA**<br>Gross block: **₹557 Crores** | • Seamless integration of manufacturing stages for cost efficiency<br>• Continuous upgrades to maintain a competitive edge<br>• Proactive asset management to minimize downtime and maximize output |
| **HUMAN**<br>A competent workforce drives innovation, productivity, and safety culture at Hariom.<br>Total manpower: **1,241**<br>Training hours per employee: **52 hours** | • Investing in upskilling and leadership development<br>• Cultivating a culture of safety and continuous improvement<br>• Empowering employees to drive innovation and operational excellence |
| **SOCIAL AND RELATIONSHIP**<br>Strong partnerships and deep customer insights help us expand market reach and build lasting loyalty.<br>Dealers and B2B network: **900+**<br>Number of districts covered: **132** | • Expansion of dealer footprint with a 'shop-stop' model facilitates end-to-end product availability<br>• Direct market access through dealer and fabricator engagement eliminates intermediate distributors<br>• Support through channel financing helps strengthen dealer relationships and sales velocity |
| **INTELLECTUAL**<br>Innovative products and optimized processes give us a competitive edge in a dynamic marketplace.<br>Product SKUs: **800+**<br>BIS and ISO Certifications: **12** | • Adoption of advanced machinery and automation, including a tandem mill and automatic gauge controls<br>• In-house capability to produce pipes below 2mm and customized length/size as per end-use application<br>• Brand trust reinforced through BIS- and ISO-certified quality standards |
| **NATURAL**<br>Committed to a greener future, we integrate sustainability at every level to reduce impact and create shared value.<br>Power consumption reduction: **23%**<br>Renewable energy generation: **10.31 TJ** | • Embedding eco-friendly practices and renewable energy projects<br>• Driving energy efficiency and waste reduction initiatives<br>• Ensuring regulatory compliance and advancing ESG leadership |

## Value Created

**23%**
Revenue Growth

**27%**
EBITDA Growth

**16%**
Operating Profit Growth

**2,67,676 MT**
Net Production Volume

**69%**
Gross Capacity Utilization

**1.31 Times**
Asset Utilization Ratio

**100%**
Retention of Key Managerial Personnel

**100%**
Employee Coverage under Safety Education and Training

**Zero**
Lost-Time Incidents (LTI) across all Plants

**15%**
B2B Sales Contribution

**16%**
Dealer and B2B Network Growth

**23%**
Top 10 Customers Contributed

**97%**
Of Total Revenue from Value-added Products

**15**
Trusted Brands and Trademarks

**Enabled production of pipes as thin as 0.4 mm**

**32%**
Recycled Water Usage

**1.10 TJ**
Incremental Renewable Energy Contribution

**17%**
Recycled Input Material (by value)

# Strategic Priorities

Our long-term growth strategy focuses on building capacity, diversifying revenue streams, deepening market access, and enhancing operational efficiency. Each of these priorities is guided by a clear objective – it is either strengthening margins through backward integration, or capturing new demand pools across India, or driving cost leadership through process innovation and renewable energy adoption.

## Capacity Expansion

**Objective:** Strengthen capacity across value-added products and backward integration to support scale and margins.

### Focus Areas

Expand capacity for value-added products (MS Tubes and Galvanized Pipes)

Enhance sponge iron capacity for raw material control

Tap the pan-India market with supply readiness

### Progress in FY 2024-25

Commissioned and scaled production capacity in GP and Tube Mills, targeting higher utilization in FY 2025-26

Focus on quality, consistency and cost-efficiency through backward integration

Strengthened multi-location manufacturing to support nationwide demand

## Evolving Business Approach

**Objective:** Diversify revenue streams and build scalable business models.

### Focus Areas

Increase B2B share (currently ~15%)

Tap market share from the unorganized segment

Explore franchise-based sales models

### Progress in FY 2024-25

Strengthened direct B2B engagement and pipeline development

Leveraged cost-efficiency and brand trust to penetrate informal markets

Identified potential markets and evaluated pilot franchise rollouts

## Capacity Expansion

**Objective:** Build deeper access in underserved markets and extend regional dominance.

### Focus Areas

Increase penetration in Tier 2, Tier 3 and rural markets

Expand presence in Northern India

### Progress in FY 2024-25

Expanded dealer and channel presence in the interior belts of Southern India

Initiated groundwork for expanding our footprint through dealer onboarding and direct reach

## Strengthening Dealer Network

**Objective:** Reinforce last-mile access through an empowered and responsive dealer ecosystem.

### Focus Areas

Add dealers in Western and Northern India

Deepen our network in Southern India

Drive volume through supply reliability and pricing efficiency

### Progress in FY 2024-25

Ongoing dealer recruitment in Maharashtra, Gujarat, Delhi-NCR and nearby states

Enhanced dealer support and supply consistency across Telangana, Andhra Pradesh and Karnataka

Leveraged consistent product quality and competitive pricing to grow dealer throughput

## Operational Efficiency and Cost Optimization

**Objective:** Maximize productivity while embedding sustainability and financial prudence.

### Focus Areas

Drive process innovation and tech upgrades

Reduce power costs via green energy (solar, biogas)

Improve working capital via channel financing

### Progress in FY 2024-25

Focused on automation, ERP enhancements and productivity-linked tools

Commissioned renewable energy adoption, especially biogas in Tamil Nadu unit

Strengthened dealer volumes with structured credit mechanisms and faster cycles

# Committed to Environmental Stewardship

Our environmental strategy focuses on three pillars: optimizing resource use, integrating renewable energy, and advancing circular economy practices. As we expand manufacturing, we are adopting technologies and processes that reduce emissions, improve energy efficiency, and minimize waste. This approach enables us to pursue profitable growth while lowering our environmental footprint.

True™ Green
Renewable & Sustainable
HARIOM

## TRANSITIONING TO RENEWABLE ENERGY

We have made steady progress in reducing our power intensity by transitioning to renewable energy sources. Our facilities at Mahbubnagar and Perundurai are now powered through a combination of solar and hybrid energy solutions. The Mahbubnagar pipe unit is entirely solar powered, and our cumulative installed solar capacity has reached 3.4 MW.

Through these initiatives, our power costs as a percentage of revenue have declined over the years. This shift has helped us control operational expenses while lowering our carbon footprint. We are actively evaluating solar installations across upcoming units, with the twin objective of lowering our dependence on conventional energy sources and reducing energy cost intensity.

Setting an industry benchmark with higher renewable adoption, resulting in power cost reduction from 13% of revenue in FY 2021-22 to 5% in FY 2024-25.

## STEEL RECYCLING AND RESPONSIBLE MATERIAL USE

Our focus extends to sustainable material sourcing, where we prioritize the use of secondary steel and steel scrap. This not only lowers dependence on virgin raw materials but also significantly contributes to emission reduction.

In FY 2024-25, approximately 33-35% of the steel we used came from recycled inputs, including 39K MT of steel scrap. These are processed through the induction furnace route, which offers a cleaner alternative to conventional blast furnace operations. Our advanced controls, such as bag filters, further mitigate emissions during melting and handling.

## ADOPTION OF CLEANER FUELS

The usage of biogas fuel at our Tamil Nadu facility is a key effort in minimizing our carbon emissions. Developed in partnership with the Ministry of New and Renewable Energy and IOCL, this plant uses agro-waste-derived methane fuel with a higher calorific value and lower emissions. This reduces our reliance on conventional fossil fuels and supports a cleaner combustion process during pipe manufacturing.

We are evaluating similar alternatives for other units based on operational feasibility and local availability of green fuels.

## WATER MANAGEMENT

Water conservation is a core part of our environmental management system. We have adopted water recycling measures across facilities to reduce freshwater consumption. Recycled water is now a key input in several stages of our production process, especially in cooling systems and surface treatments.

In select units, we operate near-zero water discharge, supported by closed-loop recycling systems. This approach not only aligns with sustainability goals but also ensures compliance with environmental norms.

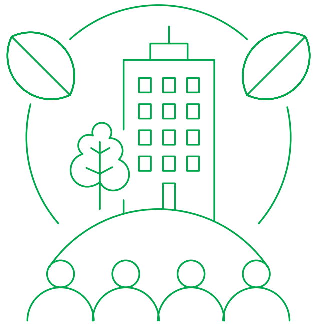
## WASTE MANAGEMENT

We focus on minimizing generation at source and enhancing recycling across streams. The adoption of secondary steel and scrap into our raw material mix is a key step in this direction, reducing industrial waste while lowering raw material intensity.

These initiatives, while operationally embedded, are geared toward delivering measurable environmental impact while ensuring compliance, cost-efficiency, and long-term resource resilience.

## WAY FORWARD

We remain focused on advancing our environmental priorities alongside business growth. Our goals for the near term include expanding renewable capacity, deepening material circularity and pursuing green certifications across plants. We aim to future-proof our business while delivering long-term value to stakeholders.



# Delivering on our Social Commitments

We recognize the significance of lasting stakeholder relationships to drive shared growth. From our partners and employees to customers and communities, we stay dedicated to making a positive impact that lasts. Through inclusive policies, meaningful engagement and responsible business practices, we continue to build trust and generate value for all our stakeholders.

## Investing in our People

Our approach to building a strong talent pool is centered on meritocracy, skill development, and cultural alignment. In FY 2024-25, we continued to strengthen organizational safety and promote employee engagement, ensuring that our people thrive in an inclusive and growth-oriented environment.

### WORKPLACE SAFETY AND WELL-BEING

We upheld our zero-compromise commitment to safety through regular audits, training, and infrastructure improvements. This year, we conducted 52 safety training sessions, reinforcing awareness across locations, and maintained a strong safety record with zero accidents reported.

**Zero accidents reported**

### SKILL DEVELOPMENT AND CAPABILITY BUILDING

Developing a future-ready talent pipeline remains a strategic priority. In FY 2024-25, each employee received an average of 52 training hours, covering technical, functional, and leadership capabilities.

**52**
Average Training Hours per Employee

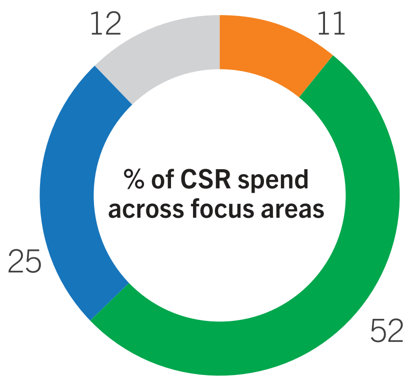
## Strengthening Communities

Our CSR vision is grounded in making a measurable difference in lives and livelihoods. We prioritize education, healthcare, children's welfare, animal welfare, and inclusion, ensuring our efforts remain purposeful and locally relevant.

**₹121** Lakhs

FY 2024-25 CSR Spend

**Focus Areas**




- Education
- Children Welfare
- Healthcare
- Animal Welfare

## Putting Our Customers First

We continue to strengthen customer relationships by aligning our offerings and services to match their evolving needs. FY 2024-25 saw several improvements:

- Introduced channel finance support to strengthen dealers' liquidity and ensure business continuity
- Implemented a one-stop-shop model, offering the complete range of pipe sizes and product types under a single roof
- Conducted regular dealer plant visits to enhance transparency and reinforce confidence in quality standards
- Enhanced direct market access through deeper engagement with dealers and fabricators, reducing dependence on intermediary distributor layers

# Effective Leadership and Robust Governance

At Hariom, strong governance is not an obligation, it is a fundamental enabler of long-term, sustainable value creation. We recognize that responsible corporate behavior, anchored in robust governance framework and high ethical standards, builds trust among stakeholders and reinforces resilience in a dynamic business environment.

## A CULTURE OF INTEGRITY

We maintain a culture where integrity and compliance guide every action and decision. Our governance framework ensures that we operate transparently, assess risks proactively and safeguard stakeholder interests across all levels. The Board of Directors provides strategic direction and oversight, while management ensures that policies are implemented with diligence and responsiveness.

## POLICIES AND CODE OF CONDUCT

We are guided by a comprehensive set of policies that promote ethical behavior, fairness and compliance across all business functions. These include the Code of Conduct, Insider Trading Policy, Whistleblower Policy, Related Party Transaction Policy and the Risk Management Framework.

## BOARD OVERSIGHT AND COMPOSITION

Our Board brings together diverse experience across industry, finance and policy, offering balanced perspectives on the Company's strategic, operational and sustainability priorities. Independent Directors play a key role in ensuring objective evaluation, while Board Committees oversee key areas such as audit, risk, nomination, remuneration and CSR.

## Governance Structure

### SHAREHOLDERS

### BOARD OF DIRECTORS

The Company's diverse and experienced Board provides strategic oversight and informed guidance. It plays a central role in setting the Company's direction, monitoring performance, managing risks and upholding accountability and compliance with established policies.

### BOARD COMMITTEES

The Company's five Board Committees form an integral part of its governance framework. Each Committee is entrusted with overseeing specific functional areas and offers recommendations to the Board based on deep domain expertise and independent evaluation.

- AC Audit Committee
- SRC Stakeholders' Relationship Committee
- NRC Nomination and Remuneration Committee
- CSR Corporate Social Responsibility Committee
- RMC Risk Management Committee

### MANAGEMENT

Responsible for the day-to-day management and implementation of policies and procedures

Appropriately empowered to execute the strategy

### EMPLOYEES

Responsible for working to deliver on our mission and vision

# Board of Directors

**Mr. Pramod Kapoor Kumar**
Chairman & Independent Director

AC SRC NRC CSR

**Mr. Rupesh Kumar Gupta**
Managing Director

CSR RMC

**Mr. Sailesh Gupta**
Whole-time Director

CSR

**Mr. Soumen Bose**
Non-Executive Director

AC SRC NRC RMC

**Mr. Rajender Reddy Gankidi**
Independent Director

AC SRC NRC RMC

**Ms. Sneha Sankla**
Independent Director

AC SRC NRC

**Mrs. Sunita Gupta**
Non-Executive Director

AC Audit Committee
SRC Stakeholders' Relationship Committee
NRC Nomination and Remuneration Committee
CSR Corporate Social Responsibility Committee
RMC Risk Management Committee

C Chairperson
M Member

HARIOM
PIPES | SCAFFOLDING | COILS

# Managing Risks with Agility

We operate in a dynamic industry that entails navigating several inherent risks, ranging from commodity price fluctuations and supply chain disruptions to regulatory changes and environmental compliances. At Hariom Pipe Industries, we address these challenges through a proactive and structured risk management approach that strengthens organizational resilience, safeguards stakeholder expectations and enables sustainable growth.

## RISK MANAGEMENT FRAMEWORK

Our risk management framework is designed to identify, evaluate, mitigate and monitor potential threats across operational, financial, strategic and compliance domains. This structured approach supports informed decision-making and safeguards long-term business continuity.

The Risk Management Committee, comprising Board members including an Independent Director, meets twice a year to oversee the implementation and effectiveness of the risk management framework. The Committee reports to the Board on emerging risks, mitigation measures, cybersecurity preparedness, and overall system adequacy. The Company's Risk Management Policy is reviewed periodically to ensure alignment with the evolving business environment.

To ensure comprehensive oversight, we follow a six-stage risk management process that integrates risk controls into our strategic and operational goals.

**RISK MANAGEMENT PROCESS**

**Risk Identification**

Recognizing internal and external uncertainties that could affect the achievement of business objectives

**Risk Assessment**

Evaluating identified risks based on their nature, severity and likelihood of occurrence

**Risk Analysis**

Analyzing risks in terms of impact, velocity and probability to determine their criticality

**Risk Treatment**

Selecting appropriate responses to manage each risk, including mitigation, transfer, acceptance, or avoidance

**Risk Mitigation**

Implementing policies, procedures and action plans to reduce risk exposure and impact

**Risk Control and Monitoring**

Continuously monitoring identified risks and mitigation strategies to ensure effectiveness and timely reporting

# Corporate Information

## CIN: L27100TG2007PLC054564

### BOARD OF DIRECTORS

**Mr. Pramod Kumar Kapoor**
Chairman - Independent Director

**Mr. Rupesh Kumar Gupta**
Managing Director

**Mr. Sailesh Gupta**
Whole-time Director

**Mr. Soumen Bose**
Non-Executive Director

**Mrs. Sunita Gupta**
Non-Executive Director

**Mr. Rajender Reddy Gankidi**
Independent Director

**Mrs. Sneha Sankla**
Independent Director

### KEY MANAGERIAL PERSONNEL

**Mr. Rupesh Kumar Gupta**
Managing Director

**Mr. Sailesh Gupta**
Whole-time Director

**Mr. Amitabha Bhattacharya**
Chief Financial Officer

**Mrs. Rekha Singh**
Company Secretary & Compliance Officer

### AUDITORS

#### Statutory Auditors
M/s. R Kabra & Co., LLP,
Chartered Accountants,
515, Tulsiani Chambers,
Nariman Point,
Mumbai – 400 021

#### Internal Auditors
M/s. Ravi Ladia & Co.,
Chartered Accountants
#202 A, 2nd Floor, Highness Maurya,
8-2-601/P, 7&10, Gouri Shankar Nagar Colony,
Road No. 10, Banjara Hills,
Hyderabad – 500 034

#### Cost Auditors
M/s. Seshadri & Associates
Cost Accountants
H.No. 3-6-288/1, 2nd Floor,
Uddugally, Opp. Corporation Bank,
Hyderguda, Near OLD MLA Qrts,
Hyderabad - 500 029, Telangana

#### Secretarial Auditors
M/s. VSSK & Associates.
Company Secretary
H.No. 13-15, Sri Sri Nagar,
Behind HUDA Park, Uppal,
Hyderabad – 500 039, Telangana, India

### REGISTERED OFFICE

3-4-174/12/2, SAMARPAN, 1st Floor,
Near Pillar No. 125, Hyderabad, Attapur,
K.V. Rangareddy, Rajendranagar,
Telangana, India, 500 048.
Telephone: 040-24016101
Email Id: cs@hariompipes.com
Website: www.hariompipes.com

### REGISTRAR & SHARE TRANSFER AGENT

M/s. Bigshare Services Private Limited.
Address: 306, Right Wing, 3rd Floor,
Amrutha Ville, Opp. Yashoda Hospital,
Raj Bhavan Road, Somajiguda,
Hyderabad - 500 082, Telangana
Tel: 040-4014 4967
Email Id: bsshyd@bigshareonline.com,
Website: www.bigshareservices.com

### LISTING AT

BSE Limited
National Stock Exchange of India Limited

### BANKERS

HDFC Bank
Canara Bank

# MANAGEMENT DISCUSSION AND ANALYSIS

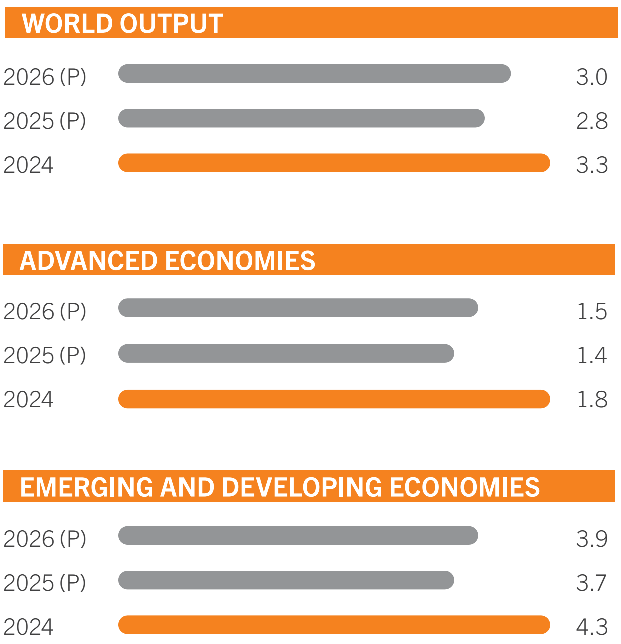
## GLOBAL ECONOMY

The global economy registered a GDP growth of 3.3% in 2024, maintaining the pace observed in the previous year. While this stability signaled resilience, the growth remained below long-term trends due to enduring headwinds such as elevated inflation, restrictive monetary policies, and geopolitical disruptions. Performance across regions was uneven, with emerging economies, particularly in Asia, demonstrating stronger momentum compared to advanced economies.

The modest growth was underpinned by sustained domestic demand in key emerging Asian economies, while advanced economies saw slower momentum due to declining exports, weak investment cycles, and cautious consumer spending. Central banks, while gradually easing from peak interest rates, maintained a cautious stance in response to inflationary risks and volatile commodity markets.

The global labor market stabilized, with unemployment and job vacancy rates nearing pre-pandemic levels. Employment growth stood at 1.7% in 2024 and is projected to marginally ease to 1.5% in 2025. Inflationary pressures moderated over the year but remained elevated relative to historical norms. Global inflation stood at 4.3% in 2024, and is expected to decline to 3.6% by 2026, though unevenly across regions.

## GLOBAL GDP GROWTH OUTLOOK (%)




*Source: IMF World Economic Outlook, April 2025*

The global GDP growth forecast has been revised downwards to 2.8% in 2025, from earlier estimates of 3.3%, primarily due to heightened trade tensions, policy uncertainty, and subdued investment sentiments. The forecast for 2026 indicates a marginal recovery to 3.0%, though still below the long-term historical average of 3.7%.

Advanced economies are expected to register slower growth of 1.4% in 2025, led by a cooling US economy and weak performance in the Euro Area and Japan. In contrast, emerging and developing economies continue to anchor global growth, supported by resilient domestic demand and structural reforms.

## INDIAN ECONOMY

India's economy posted a robust real GDP growth of 6.5% in FY 2024-25, positioning the country as the fourth-largest economy globally in nominal terms. This momentum was supported by healthy private consumption—particularly in rural areas—improving manufacturing indicators, and continued strength in the services sector.

The government allocated Rs.11.21 Lakhs Crores (3.1% of GDP) towards capital expenditure in the Union Budget for FY 2025-26, underlining its focus on long-term infrastructure development. Fiscal prudence was maintained, with the fiscal deficit estimated at 4.8% of GDP in FY 2024-25, expected to ease to 4.4% in FY 2025-26.

Retail inflation moderated to 4.6%, within the RBI's tolerance range, reflecting effective monetary policy and improved supply-side conditions. At the same time, job creation gained momentum, as reflected in the EPFO's provisional data, with net addition of 14.58 Lakhs members in March 2025, a 1.15% increase over the previous year.

The agriculture sector expanded by 3.8%, supported by a favorable monsoon and strong reservoir levels. Kharif food grain production reached a record 1,647.05 LMT, which was 5.7% higher than the previous year and 8.2% above the five-year average.

## INDUSTRY OVERVIEW

### Global Steel Industry Overview

The global steel industry continued to demonstrate resilience in 2024, with production levels holding steady amid shifting economic and geopolitical conditions. Global crude steel output was largely in line with previous year, reflecting both resilience and stabilization across major economies. While China continued to lead global production, India has steadily strengthened its position as the second-largest steel producer, reinforcing its growing role in meeting domestic and regional demand.

Despite geopolitical pressures and sectoral challenges, the long-term fundamentals of the global steel industry remain intact. The focus has now shifted to targeted recovery and consumption revival, particularly in regions where infrastructure and industrial investment is gaining momentum. A moderate uptick in global steel demand is anticipated in the coming year, supported by policy-driven growth in emerging economies.

## Global Crude Steel Production (Top 10 Countries)

| Country | 2024 (MT) | 2023 (MT) | % Change |
|---|---|---|---|
| China | 1,005.1 | 1,028.9 | (1.7)% |
| India | 149.6 | 140.8 | (6.3)% |
| Japan | 84.0 | 87.0 | (3.4)% |
| United States | 79.5 | 81.4 | (2.4)% |
| Russia | 70.7 | 76.0 | (7.0)% |
| South Korea | 63.5 | 66.7 | (4.7)% |
| Germany | 37.2 | 35.4 | 5.2% |
| Turkey | 36.9 | 33.7 | 9.4% |
| Brazil | 33.8 | 32.0 | 5.3% |
| Iran | 31.4 | 30.7 | 0.8% |
| World | | | |

*Source: World Steel Association*

## Production Trends and Forecasts

While global output has remained stable, forecasts indicate varied momentum across regions. India continues to lead growth, reinforcing its position as a key pillar of future steel demand and production.

**Crude Steel Production Forecasts by Country (in million tonnes)**

| Country | 2023 | 2024 (f) | 2025 (f) | YoY% 2023 | YoY% 2024 (f) | YoY% 2025 (f) |
|---|---|---|---|---|---|---|
| China | 895.7 | 868.8 | 860.1 | (3.3)% | (3.0)% | (1.0)% |
| India | 132.8 | 143.4 | 155.6 | 14.4% | 8.0% | 8.5% |
| United States | 90.5 | 89.2 | 91.0 | (4.2)% | (1.5)% | 2.0% |
| Japan | 53.3 | 52.2 | 53.1 | (3.0)% | (2.1)% | 1.7% |
| South Korea | 52.4 | 50.4 | 50.1 | 2.2% | (3.8)% | (0.6)% |
| Russia | 44.6 | 44.2 | 43.3 | 7.0% | (1.0)% | (2.0)% |
| Turkey | 38.1 | 36.0 | 35.5 | 17.2% | (5.5)% | (1.4)% |
| Mexico | 29.0 | 29.3 | 29.5 | 16.2% | 0.8% | 0.6% |
| Germany | 28.2 | 26.2 | 27.7 | (13.5)% | (7.0)% | 5.7% |
| Brazil | 24.0 | 25.2 | 25.9 | 1.9% | 5.0% | 3.0% |

## Outlook

As the sector gradually transitions into a phase of recovery, expectations remain moderate yet optimistic. Stabilizing inflation and improving macroeconomic conditions are likely to support incremental demand across construction, automotive, and manufacturing sectors globally.

India stands out with its continued emphasis on infrastructure development, housing, and industrial growth. This is expected to translate into sustained domestic demand for steel and allied products. Despite a relatively lower per capita steel consumption, the country's structural potential remains high, driven by urbanization, policy support, and capacity expansion.

## Indian Steel Industry

India has emerged as a critical pillar of global steel dynamics, not just as the second-largest producer of crude steel but also as a rapidly expanding market for steel consumption. The country's steel sector continues to gain momentum, driven by widespread infrastructure development, industrial diversification, and policy-led growth in core sectors. In FY 2024–25, India's finished steel production reached 146.56 Million tonnes, up 5.3% year-on-year, while consumption surged by 11.5% to 152.00 Million tonnes — reflecting robust downstream activity.

Government initiatives like the National Infrastructure Pipeline (NIP), Gati Shakti, and continued investments in railways, roads, renewable energy, and affordable housing are fueling broad-based demand. Additionally, targeted efforts under the National Steel Policy (NSP) 2017 continue to guide long-term capacity building and self-reliance in steel production, in alignment with the Make in India vision.

# MANAGEMENT DISCUSSION AND ANALYSIS

**Steel Industry Performance in India (April–March)**

| Item | 2024–25 (MT) | 2023–24 (MT) | % Change |
|---|---|---|---|
| Crude Steel Production | 152.0 | 144.3 | 5.3% |
| Hot Metal Production | 91.3 | 87.0 | 4.9% |
| Pig Iron Production | 8.3 | 7.4 | 13.2% |
| Sponge Iron Production | 55.7 | 51.6 | 7.9% |
| Total Finished Steel Production | 146.6 | 139.2 | 5.3% |
| Finished Steel Import | 9.6 | 8.3 | 14.8% |
| Finished Steel Export | 4.9 | 7.5 | (35.1)% |
| Finished Steel Consumption | 152.0 | 136.3 | 11.5% |

## Growth Drivers

- **Public Infrastructure Push**: Increased capital expenditure in railways, metro projects, roads, airports, and ports is generating sustained demand for long and flat steel products.
- **Urban Development and Affordable Housing:** Government schemes like PMAY and Smart Cities Mission are boosting construction steel consumption.
- **Manufacturing and Auto Sector Growth:** Incentives under PLI schemes and recovery in the automotive sector are spurring usage of value-added steel.
- **Renewable Energy Expansion:** Solar and wind energy sectors are creating fresh demand for structural steel and galvanised products.
- **Logistics and Warehousing:** Rapid growth in e-commerce and logistics infrastructure is increasing steel usage in prefabricated buildings and storage facilities.
- **Rural Infrastructure:** Projects under schemes like PMGSY and Jal Jeevan Mission continue to support steel demand in semi-urban and rural India.

## Outlook

India's medium-to-long-term prospects for steel remain strong, underpinned by demographic advantage, rising income levels, urbanization, and consistent policy support. With per capita finished steel consumption at around 102.6 kg significantly below the global average of 214.7 kg there remains ample room for expansion.

The National Steel Policy aims to reach 300 million tonnes of installed capacity and increase per capita consumption to 160 kg by 2030. As domestic demand continues to outpace exports, Indian producers are expected to prioritize local market needs while strengthening value-added and high-grade production capabilities.

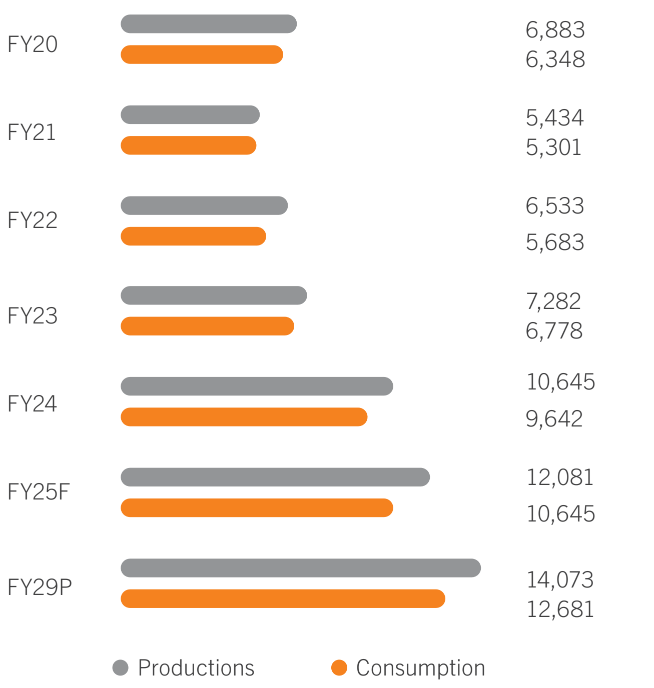
## Indian Steel Tubes and Pipes Market

The Indian steel tubes and pipes segment is witnessing strong momentum, driven by robust infrastructure demand and sectoral tailwinds from construction, water supply, agriculture, and renewable energy. As steel consumption grows across both urban and rural India, this category is expected to see sustained expansion in the years ahead.

In FY 2023-24, domestic production of steel tubes and pipes stood at approximately 10.65 Million tonnes, while consumption reached 9.64 Million tonnes. This upward trajectory is projected to continue, with production estimated to rise to 14.07 Million tonnes and consumption to 12.68 Million tonnes by FY 2028-29, indicating a healthy demand outlook and capacity ramp-up across the value chain.

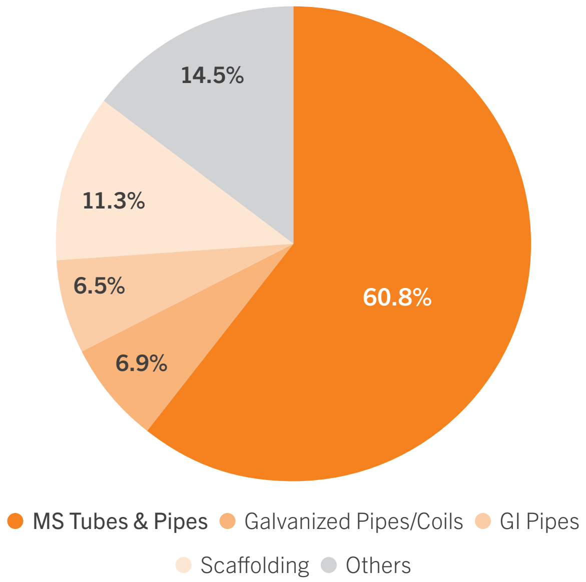
## India Steel Tubes and Pipes Market – Production and Consumption

(in '000 Tonnes)




## Segment Composition and Demand Drivers

The consumption profile of steel tubes and pipes in India reflects the dominant role of mild steel (MS) tubes and pipes, which continue to be the preferred choice across infrastructure, agriculture, industrial, and construction sectors. Galvanized pipes and coils are also widely used, particularly in water supply systems, solar installations, and fencing applications due to their durability and corrosion resistance. Galvanized Iron (GI) pipes hold significance in plumbing and residential usage, while scaffolding materials cater to the needs of real estate and civil construction. The remaining share includes a diverse range of products tailored to specialized and emerging use cases.




## Raw Material and Trade Dynamics

India's consistent increase in sponge iron, CR coil, and HR coil production underpins the growth of downstream products like tubes and pipes. In FY 2023-24, production of HR coils rose to 51.56 Lakhs tonnes, while sponge iron and CR coil production also showed consistent increases, ensuring stable supply for pipe manufacturing.

On the trade front, India continues to be a net exporter of steel tubes. Exports increased to 1.538 Million tonnes in FY 2023-24, compared to 696 thousand tonnes of imports, indicating global competitiveness and rising international demand for Indian pipes, especially in the Middle East, Southeast Asia, and Africa.

## Export and Import of Steel Tubes from India ('000 Tonnes)

| Year | Export | Import |
|---|---|---|
| FY20 | 1,149 | 814 |
| FY21 | 989 | 501 |
| FY22 | 1,192 | 504 |
| FY23 | 1,294 | 529 |
| FY24 | 1,538 | 696 |

## Outlook

The steel tubes and pipes industry in India is poised for accelerated growth over the medium-term, supported by:

- Rising public and private sector infrastructure investments
- Increased focus on water and sanitation projects under Jal Jeevan Mission
- Strong rural and agricultural demand for irrigation and borewell pipes
- Expansion in renewable energy installations requiring structural pipes
- Growing export opportunities due to competitive cost structures

As demand diversifies across sectors and geographies, the industry is expected to benefit from greater capacity utilization, value-added production, and policy-driven expansion.

## Company Overview

Hariom Pipe Industries Limited (HPIL) is integrated manufacturer of iron and steel products with a strong and expanding presence across South and Western India. The Company produces a diversified range of products portfolio, including Mild Steel (MS) Billets, Hot Rolled (HR) and Cold Rolled (CR) Pipes, Galvanized (GP) and Galvanized Iron (GI) Pipes, HR and CR Coils, Pre-Galvanized (GP) Coils, and Scaffolding systems.

Leveraging its backward-integrated manufacturing capabilities and an expanding product portfolio, HPIL continues to cater to diverse end-use sectors like infrastructure, housing, agriculture, and fabrication. With strategically located manufacturing facilities in Telangana, Andhra Pradesh and Tamil Nadu, HPIL has maintained its focus on operational sustainability and efficiency, cost control, and quality, supported by a strong dealer network and customer reach across key states.

## Operational and Financial Performance

### Operational Highlights

FY 2024-25 was a year of operational expansion and continued emphasis on value-added products. Building on the momentum of FY 2023-24, the Company further strengthened its backward integration, streamlined production processes, and optimized inventory and logistics operations, ensuring efficient resource utilization. Capacity enhancement projects undertaken in FY 2023-24 started yielding results during the year, aiding volume growth.

- Installed capacity remained at 7,01,232 MTPA, with sustained capacity utilization levels.
- Value-added Products contributed approximately 97% to total volumes, compared to 92% in FY 2023-24.
- The Company continued to focused on enhancing productivity and reducing material handling losses across its units.

### Financial Highlights

HPIL registered a strong financial performance in FY 2024-25, building on its best-ever topline and profitability achieved in FY 2023-24. While revenue growth moderated due to pricing normalization in steel products, the Company sustained robust margins by leveraging operational efficiencies and a higher share of value-added product sales.

# MANAGEMENT DISCUSSION AND ANALYSIS

| Particulars | FY25 | FY24 | YoY Change |
|---|---|---|---|
| Total Income (Rs. Lakhs) | 1,35,994.35 | 1,15,838.47 | 17% |
| EBITDA (Rs. Lakhs) | 17,832.07 | 14,379.14 | 24% |
| PAT (Rs. Lakhs) | 6,172.60 | 5,679.95 | 9% |
| Revenue per MT (Rs.) | 55,284 | 57,944 | — |
| Cost per MT (Rs.) | 48,019 | 50,719 | — |
| EBITDA per MT (Rs.) | 7,265 | 7,225 | — |
| EBITDA Margin (%) | 12.93% | 12.02% | — |
| PAT Margin (%) | 4.54% | 4.90% | — |

The Company sustained healthy profitability despite macroeconomic headwinds in input costs and steel pricing volatility.

## Cash Flow and Capital Allocation

In FY 2024-25, the Company maintained positive Operating Cash Flow, reflecting its consistent focus on working capital optimization and prudent capital deployment.

- Operating Cash Flow stood at Rs.7,863.26 Lakhs in FY 2024-25 vs.Rs.495.54 Lakhs in FY 2023-24.
- Capex during the year was directed toward maintenance, modernization, and de-bottlenecking initiatives.

| Particulars | FY25 | FY24 |
|---|---|---|
| Operating Cash Flow (Rs.Lakhs) | 7,863.26 | 495.54 |
| Investing Cash Flow (Rs.Lakhs) | (8,571.64) | (18,159.02) |
| Financing Cash Flow (Rs.Lakhs) | 3,131.69 | 7,437.18 |

### Balance Sheet Metrics and Financial Ratios

HPIL continued to maintain a strong balance sheet with stable leverage and adequate liquidity.

| Particulars | FY25 | FY24 |
|---|---|---|
| Net Working Capital (Rs.Lakhs) | 23,371.50 | 19,502.09 |
| Total Debt (Rs.Lakhs) | 40,032.19 | 37,088.54 |
| Total Outside Liabilities (TOL) (Rs.Lakhs) | 62,429.77 | 41,612.48 |
| Cash and Equivalents (Rs. Lakhs) | 2,601.28 | 177.97 |
| Net Worth (Rs.Lakhs) | 57,267.42 | 46,411.75 |
| Current Ratio | 1.45 | 1.68 |
| Interest Coverage Ratio | 2.85 | 3.38 |
| Debt to Equity Ratio | 0.70 | 0.80 |
| RoCE (%) | 19.2% | 18.8% |
| RoE (%) | 10.8% | 12.2% |

### SWOT Analysis

**Strengths**

- **Integrated Operations:** From sponge iron to MS Pipe enabling control over quality and cost.
- **Diverse Product Mix:** Catering to a wide range of industrial and infrastructure applications.
- **Established Distribution Network:** Strong presence across South and West India through Strong Dealers and B2B network.
- **Operational Efficiency:** Energy savings through solar power, optimized furnace usage, and low conversion cost.
- **Prudent Financial Management:** Limited debt-led expansion and adequate internal accruals.

**Weaknesses**

- **Exposure to Volatile Raw Material Prices:** Especially sponge iron and scrap, impacting margins.
- **Regional Concentration:** Majority of revenue comes from Southern and Western India.
- **Relatively Smaller Scale:** Compared to larger national steel players, limiting pricing power.

**Opportunities**

- **Value-added Products:** Increased share can improve margins and reduce commodity-linked volatility.
- **Market Diversification:** Expansion into Northern and Eastern India or exports.
- **Government Capex Push:** Infrastructure, water, and housing projects can drive long-term demand.
- **Technology and Automation:** Efficiency gains through modernization and digital integration.

**Threats**

- **Industry Cyclicality:** Sensitive to broader economic trends.
- **Competitive Intensity:** From organized players and fragmented MSMEs.
- **Regulatory Risks:** Environmental norms, trade policy changes, and taxation reforms.
- **Input Cost Fluctuation:** Affecting pricing decisions and working capital.

## Risk Management

The risk management process at our organization involves identifying both current and potential internal and external events that could influence strategy and objectives. The Risk Management Committee of the Company reviews and oversees the comprehensive risk assessment to evaluate the level of risk, nature, likelihood, velocity, and impact of these risks. The committee is also responsible for risk treatment, which includes selecting appropriate management options, evaluating existing controls, and developing new treatment plans to ensure their effectiveness. Internal controls ensure timely and accurate information, enabling proactive risk management. Risk mitigation includes implementing policies, procedures, and processes to address potential future events. Continuous risk control and monitoring involve analyzing trends, tracking changes, and conducting quarterly reviews by the functional department to update risk profiles and treatment plans.

## Risk Mitigation

At Hariom Pipes, mitigating business operational risks is achieved through a well-defined organizational structure, ensuring role clarity, and maintaining proper systems for inventory management of raw materials and key spares. We emphasize technology selection, process standardization, and clear SOPs, complemented by training and asset upkeep. Our strategic initiatives include tracking micro and macroeconomic data, market trends, and forecasts by expert agencies, as well as developing alternative sources for uninterrupted raw material supply. We closely monitor competitor dynamics and implement cost-control initiatives to enhance operational efficiency. Additionally, the Company has established a dedicated transport group to manage logistics, continuously evaluates technological obsolescence, and maintains a robust disaster risk management plan, including insurance coverage and safety training.

**Financial Risks:** Financial risks are managed by maintaining a low credit risk profile, with timely realization of trade receivables and a strong assessment system for customer creditworthiness.

**Liquidity Risk:** Liquidity risk is mitigated through prudent financial planning, maintaining sufficient cash, and securing funding via sanctioned credit facilities. Detailed annual and quarterly budgets are discussed at senior levels, with regular monitoring of cash flows.

**Market Risks:** Market risks are addressed by reviewing interest rate movements, ensuring adequate liquidity, and avoiding foreign currency exposure. The Company remains committed to high standards of corporate governance, compliance with evolving laws, and preventing corporate accounting fraud through rigorous internal controls and a whistleblower mechanism.

**HR Risks:** Human resource risks are managed by assigning the right jobs, maintaining a proper recruitment policy, and fostering employee welfare and development.

**Environmental Risks:** Environmental risks are mitigated through efficient operation of environment protection systems, and legal risks are managed by relying on professional guidance to ensure total compliance with laws and regulations.

For more details: https://www.hariompipes.com/investor-relations-policies.php

## Human Resources

With strong leadership and a people-focused approach, we ensured business continuity while prioritizing our workforce's health, safety, and engagement. We foster an inclusive environment that promotes growth and innovation, attract top talent through comprehensive recruitment, and empower employees with ongoing training. Committed to meritocracy and employee welfare, we build a motivated workforce that drives our organization's sustainable growth and success. As on March 31, 2025, the Company has 1,241 employees.

## Internal Control Systems

The Company has established robust internal control systems to ensure operational efficiency, reliability of financial reporting, and compliance with applicable laws and regulations. These systems include well-defined policies and procedures that facilitate the timely availability of accurate information, thereby enabling proactive risk management. Regular internal audits and reviews are conducted to assess the effectiveness of these controls, ensuring that any deviations are promptly addressed. The Audit Committee and Board of Directors of the Company oversees the internal control framework, ensuring its adequacy and alignment with the organisation's strategic objectives, thereby fostering a disciplined and constructive control environment across all levels of the organization.

## Cautionary Statement

*Statements in this report describing the Company's objectives, projections, estimates, expectations or predictions may be forward-looking statements and are based on certain assumptions and expectations of future events. Actual results could however differ materially from those expressed or implied based on reasonable assumptions. The Company assumes no responsibility in respect of forward-looking statements herein which may undergo changes in future on the basis of subsequent developments, information and events.*

# BOARD'S REPORT

**Dear Shareholders,**

The Board of Directors are pleased to present the 18th Annual Report on the business and operations of the Company (''the Company'' or ''HPIL''), together with the Audited Financial Statements (Standalone and Consolidated) for the financial year ended March 31, 2025 (FY 2024-25).

## 1. FINANCIAL PERFORMANCE AND OPERATIONS

### (i) Financial Results

The Standalone and Consolidated Audited Financial Statements of the Company for the financial year ended March 31, 2025, are prepared in accordance with the relevant applicable Indian Accounting Standards ("IND AS") and Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and the provisions of the Companies Act, 2013 ("Act").

The key highlights of Standalone and Consolidated financial performance for the financial year ended March 31, 2025, as compared with the previous financial year is summarized below:

(Amount in Lakhs)

| Particulars | Standalone | | Consolidated | |
|---|---|---|---|---|
| | **FY 2024-25** | FY 2023-24 | **FY 2024-25** | FY 2023-24* |
| Revenue from operations | 1,35,704.88 | 1,15,318.77 | 1,35,704.88 | 1,15,318.77 |
| Other income | 289.47 | 519.71 | 289.47 | 519.71 |
| **Total Revenue** | **1,35,994.35** | **1,15,838.47** | **1,35,994.35** | **1,15,838.47** |
| Profit before Depreciation, Finance Costs and Tax Expense | 17,832.07 | 14,379.14 | 17,832.07 | 14,379.14 |
| Less: Depreciation | 5,030.61 | 3,386.58 | 5,030.61 | 3,386.58 |
| Less: Finance Cost | 4,491.24 | 3,256.32 | 4,491.24 | 3,256.32 |
| **Profit/(Loss) before Tax (PBT)** | 8,310.22 | 7,736.25 | 8,310.22 | 7,736.25 |
| Total Tax Expenses | 2,137.62 | 2,056.30 | 2,137.62 | 2,056.30 |
| **Profit/(Loss) after Tax (PAT)** | **6,172.60** | **5,679.95** | **6,172.60** | **5,679.95** |

* Note: The Consolidated Financial Statements include the financial statements of Hariom Power and Energy Private Limited, a wholly owned Indian subsidiary incorporated on March 19, 2025. As the subsidiary was incorporated during the current financial year, the comparative figures for the previous year represent the standalone financial statements of the parent company only and are therefore not comparable.

### (ii) Operational Review

During the year under review, the Company has registered a total income of Rs.1,35,994.35 Lakhs, reflecting a robust growth of 18% as against ₹ 1,15,838.47 Lakhs in the previous financial year. The Net Profit for the year stood Rs.6,172.60 Lakhs, marking an increase of 9% as against the Net Profit of Rs.5,679.95 Lakhs in the previous financial year. The Earnings Per Share (EPS) for the year was Rs.20.25/-.

The Company is focusing on sustainable manufacturing practice, actively engaging with customers to nurture long-term partnerships while also exploring opportunities to establish new relationships. The Board of Directors are optimistic about the expansion of the market and believes that the continued emphasis on sustainable manufacturing process will contribute positively to the Company's performance and revenue growth in the coming years.

## 2. DIVIDEND

The Board of Directors is pleased to recommend a dividend @6.1%, i.e. Rs.0.61/- (Sixty-One Paisa only) per equity share of face value of Rs.10/- each, as final dividend for the FY 2024-25, subject to the approval by the Shareholders at the ensuing Annual General Meeting. The payment of dividend will be subject to deduction of applicable taxes and shall be payable to those Shareholders whose name appears in the Register of Members (including Beneficial Owners) as on the record date i.e., September 23, 2025. The final dividend for the FY 2024-25 would involve cash outflow of Rs.1,88,90,046.29/- (Rupees One Crore Eighty-Eight Lakhs Ninety Thousand Forty-six and twenty-nine paise only).

The Dividend Distribution Policy, pursuant to Regulation 43A of SEBI Listing Regulations has been hosted on the Company's website and can be accessed at https://www.hariompipes.com/pdf/policies/Dividend-Distribution-Policy.pdf

## 3. TRANSFER TO RESERVES

During the year under review, no amount was proposed to be transferred to any reserves.

## 4. SHARE CAPITAL

### (i) Authorized Capital

During the year under review, the Authorized Share Capital of the Company was increased from Rs.40,00,00,000/- to Rs.50,00,00,000/-. The Authorized Share Capital of the Company is Rs.50,00,00,000/- (Rupees Fifty Crores only) divided into 4,66,83,800 (Four Crore Sixty-Six Lakhs Eighty-Three Thousand and Eight Hundred) Equity Shares of Rs.10/- (Rupees Ten only) each and 33,16,200 (Thirty-Three Lakhs Sixteen Thousand and Two Hundred) 0% Series A redeemable Non-Cumulative Preference Shares of Rs.10/- (Rupees Ten only) each as on March 31, 2025.

### (ii) Paid-up Capital

During the year under review, the Paid-up Share Capital of the Company was increased from Rs.31,81,51,260/- to Rs.33,91,72,890/-. The total Paid-up Share Capital of the Company is Rs.33,91,72,890/- (Thirty-Three Crore Ninety-One Lakhs Seventy-Two Thousand Eight Hundred and Ninety only) divided into 3,09,67,289 (Three Crore Nine Lakhs Sixty Seven Thousand Two Hundred and Eighty Nine) Equity Shares of Rs.10/- each and 29,50,000 (Twenty Nine Lakhs Fifty Thousand) Preference Shares of Rs.10/- each as on March 31, 2025.

a) The Board of Directors vide resolution passed by circulation on June 24, 2024 has allotted 20,93,825 Equity Shares at an issue price of Rs.345/- each (i.e., of the face value of Rs.10/- each and at a premium of Rs.335/- each), consequent to the exercise of 20,93,825 Convertible Warrants allotted on preferential basis.

b) The Board of Directors vide resolution passed by circulation on September 30, 2024 has allotted 8,338 Equity Shares at an issue price of Rs.345/- each (i.e., of the face value of Rs.10/- each and at a premium of Rs.335/- each), consequent to the exercise of 8,338 Convertible Warrants allotted on preferential basis.

## 5. PREFERENTIAL ISSUE

The Shareholders of the Company, at the Extraordinary General Meeting held on February 20, 2023, approved the issuance of 21,44,000 Equity Shares and 33,71,000 Convertible Warrants on a preferential basis at an issue price of Rs.345/- each. In-principal approval for the said issuance were received from BSE Limited and National Stock Exchange of India Limited on March 24, 2023 and March 27, 2023, respectively, for the allotment of 21,43,500 Equity Shares and 33,69,500 Convertible Warrants.

During the year under review, the Company further allotted 20,93,825 and 8,338 Equity Shares on June 24, 2024 and September 30, 2024 respectively pursuant to the conversion of warrants issued on preferential basis.

In accordance with the terms of the issue, 375 and 6,340 convertible warrants issued to the allottees pursuant to Board Resolution dated March 31, 2023 and April 06, 2023, which were partly paid and entitled the holders to apply for equity shares within the prescribed period, have lapsed on September 30, 2024, and October 6, 2024, respectively, due to non-exercise within the stipulated time. As per the terms of issue, the upfront amount received on such warrants stands forfeited and shall be credited to the Capital Reserve under Other Equity in the books of account. No equity shares will be allotted against the said warrants.

The funds raised through the aforementioned preferential issue are being utilized by the Company towards meeting the Company's working capital requirements. There has been no deviation or variation in the stated use of proceeds, during the year under review.

## 6. CHANGE IN THE NATURE OF THE BUSINESS, IF ANY

During the year under review, there is no change in the nature of the business of the Company.

## 7. DEPOSITS FROM PUBLIC

During the year under review, the Company has neither accepted nor renewed any deposits pursuant to the provisions of Sections 73 and 76 of the Companies Act, 2013 read with the Companies (Acceptance of Deposits) Rules, 2014 including any modification, amendment and re-enactment thereto for the time being in force from the public.

## 8. SUBSIDIARY/JOINT VENTURE/ASSOCIATE COMPANIES

During the year under review, the Company did not have any Joint Ventures or Associate Companies. However, the Company has one (1) subsidiary company in the name of "Hariom Power and Energy Private Limited" which was incorporated on March 19, 2025, as a wholly owned subsidiary of the Company.

A statement containing the salient features of the financial statements of the subsidiary for the financial year ended March 31, 2025, in the prescribed Form AOC-1 (Pursuant to first proviso to sub-Section (3) of Section 129 of the Companies Act, 2013 read with Rule 5 of Companies (Accounts) Rules, 2014) as amended from time to time, is annexed as **"BR_Annexure – I"** to this Annual Report.

The policy for determining material subsidiaries of the Company has been hosted on the Company's website and can be accessed at https://www.hariompipes.com/pdf/Material%20Subsidiary%20Policy%20-%20Updated.pdf.

## 9. MANAGEMENT DISCUSSION AND ANALYSIS REPORT

The detailed report on the Management Discussion and Analysis for the year under review as stipulated under Regulation 34(2)(e) read with Schedule V (B) of the SEBI Listing Regulations is presented in a separate section and forms part of this Annual Report. The Audit Committee of the Company has reviewed the Management Discussion and Analysis Report in accordance with the provisions of SEBI Listing Regulations for the financial year ended March 31, 2025.

## 10. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS/OUTGO

Particulars pertaining to conservation of energy, technology absorption and foreign exchange earnings and outgo for the financial year ended March 31, 2025, pursuant to the provisions of Section 134(3)(m) of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules, 2014, as amended from time to time are annexed as **"BR_Annexure – II"** to this Annual Report.

## 11. BOARD OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

The Board of Directors of the Company comprises of Seven (7) Directors with an optimum combination of Executive, Non-Executive and Independent Directors including two Women Directors and three Independent Directors. The details of Board of Directors and Committee composition, tenure of Directors, number of meetings and other details are provided in the Corporate Governance Report which forms a part of this Annual Report.

a) **Directors Retiring by Rotation**

In compliance with the provisions of Section 152 of the Companies Act, 2013 and Article of Association of the Company, Mr. Soumen Bose, Non-Executive Director, retires by rotation at the ensuing Annual General Meeting and being eligible, offers himself for re-appointment. The Board of Directors recommends his re-appointment. Brief profile of Mr. Soumen Bose has been provided in the notice and forms a part of this Annual Report.

b) **Appointment/Re-appointment/Change in Designation of Director**

During the year under review, there were no changes in the Board of Directors of the Company.

c) **Key Managerial Personnel**

In compliance with the provisions of Section 203 of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, there were no changes in the Key Managerial Personnel of the Company during the year under review.

As on March 31, 2025, the Company has following Key Managerial Personnel:

| S. No. | Name of KMP | Designation |
|---|---|---|
| 1. | Mr. Rupesh Kumar Gupta | Managing Director |
| 2. | Mr. Sailesh Gupta | Whole-time Director |
| 3. | Mr. Amitabha Bhattacharya | Chief Financial Officer |
| 4. | Mrs. Rekha Singh | Company Secretary & Compliance Officer |

Remuneration and other matters provided in Section 178(3) of the Companies Act, 2013 have been disclosed in the Corporate Governance Report, which forms a part of this Annual Report.

d) **Meetings of the Board**

During the year under review, seven (7) meetings of the Board of Directors were convened and held. The intervening gap between the meetings was within the period prescribed under the Companies Act, 2013 and the SEBI Listing Regulations. The details of Board of Directors meetings and other details are provided in the Corporate Governance Report which forms a part of this Annual Report.

e) **Independent Directors**

(i) **Statement of Declaration given by Independent Directors:**

In compliance with the provisions of Section 149(7) of the Companies Act, 2013 and Regulation 25(8) of the SEBI Listing Regulations, all the Independent Directors have submitted the Declaration of Independence, stating that they meet the criteria of Independence as laid down in Section 149(6) of the Companies Act, 2013 and Regulation 16(1)(b) of SEBI Listing Regulations and there has been no change in the circumstances which may affect their status as an Independent Director.

The Independent Directors have also given declaration of compliance with Rule 6(1) and 6(2) of the Companies (Appointment and Qualification of Directors) Rules, 2014, as amended, with respect to their name appearing in the data bank of Independent Directors maintained with Indian Institute of Corporate Affairs.

(ii) **Meeting of Independent Directors**

Meeting of the Independent Directors, held without the presence of Non-Independent Directors and Members of Management took place on March 31, 2025. The Independent Directors inter-alia has reviewed and evaluated the performance of Non-Independent Directors, the Committees, the Managing Director and the Board of Directors as a whole, along with the performance of the Chairperson of the Board of Directors and assessed the quality, quantity and timeliness of the flow of information between the Management and the Board of Directors, that is necessary to effectively and reasonably perform their duties.

(iii) **Familiarization Programmes for Independent Directors**

In accordance with the requirements of SEBI Listing Regulations, all the Independent Directors are familiarized with their roles, rights and responsibilities in the Company at the time of appointment and also on a recurrent basis. The details of the familiarization programme imparted to Independent Directors of the Company during FY 2024-25 has been hosted on the Company's website and can be accessed at https://www.hariompipes.com/pdf/details-of-familiarization-programmes/familiarization-and-induction-program-for-independent-directors-2024-25.pdf.

f) **Committee of the Board and details of meetings**

The various Committees constituted by the Board of Directors, as stipulated under the Companies Act, 2013 and SEBI Listing Regulations are as follows:

(i) Audit Committee;

(ii) Nomination and Remuneration Committee;

(iii) Stakeholders Relationship Committee;

(iv) Corporate Social Responsibility (CSR) Committee; and

(v) Risk Management Committee.

All the recommendations made by the Committees of Board of Directors including the Audit Committee were accepted and approved by the Board of Directors.

During the year under review, six (6) meetings of the Audit Committee, one (1) meeting of Nomination and Remuneration Committee, one (1) meeting of Stakeholders Relationship Committee, one (1) meeting of Corporate Social Responsibility (CSR) Committee and two (2) meetings of Risk Management Committee were convened and held. Brief details pertaining to composition, terms of reference, meetings held and attendance of these Committees, during the year has been enumerated in the Corporate Governance Report, which forms a part of this Annual Report.

### g) Appointment of Directors and Remuneration Policy

The assessment and appointment of Directors are based on a combination of criterion that includes ethics, personal and professional stature, domain expertise, gender diversity and specific qualifications, required for the position. The potential Independent Director are also assessed on the basis of independence criteria defined in Section 149(6) of the Companies Act, 2013 and Regulation 16(1)(b) of the SEBI Listing Regulations.

In accordance with Section 178(3) of the Companies Act, 2013, and on recommendations of Nomination and Remuneration Committee, the Board of Directors has formulated and adopted a remuneration policy for Directors, Key Management Personnel (KMPs) and Senior Management that outlines the guidelines related to performance evaluation of Directors, remuneration principles and Board of Directors diversity, the policy has been hosted on the Company's website and can be accessed at https://www.hariompipes.com/pdf/policies/Board-Diversity-Policy.pdf.

## 12. BOARD EVALUATION

In compliance with the provisions of Section 134(3)(p) of the Companies Act, 2013 read with Rule 8(4) of the Companies (Accounts) Rules, 2014 and Regulation 17(10) of the SEBI Listing Regulations, an evaluation of the annual performance of the Board of Directors, its Committees and Individual Directors were undertaken by the Board of Directors. To ensure an effective evaluation process, the Nomination and Remuneration Committee of the Board of Directors ("NRC") has put in place evaluation framework for conducting the performance evaluation exercise.

Based on the criteria set by NRC, the Board of Directors has carried out annual evaluation of its own performance, its committees and individual Directors for FY 2024-25.

The performance evaluation of the Board of Directors was conducted based on key attributes such as composition, administration, corporate governance, independence from Management, safeguarding the interest of the Company and its minority Shareholders etc. Parameters for evaluation of Directors included constructive participation in meetings and engagement with colleagues on the Board of Directors. Similarly, the Committees were evaluated on parameters such as adherence to their terms of the mandate, deliberations on key issues, reporting to Board of Directors etc. Evaluation of the Chairperson was focused on the basis of his leadership, guidance to the Board of Directors and overall effectiveness. The Directors expressed their satisfaction with the evaluation process.

In a separate meeting held by the Independent Directors, a comprehensive evaluation was conducted on the performance of the Non-Independent Directors, the Board of Directors as a whole, and the Chairperson of the Board of Directors.

## 13. RELATED PARTY TRANSACTIONS

All Related Party Transactions entered into by the Company during the year under review, were in the Ordinary Course of Business and at an Arm's Length basis and were reviewed and approved by the Audit Committee and the Board of Directors. Omnibus approval is obtained for transactions which are foreseeable and repetitive in nature. A statement of all Related Party Transactions are presented before the Audit Committee on quarterly basis, specifying the nature, value and terms and conditions of the transactions. Complete details of Related Party Transactions are given in the Notes to Financial Statements which forms a part of this Annual Report.

In compliance with the requirements of the SEBI Listing Regulations, the Policy on Materiality of Related Party Transactions and on dealing with Related Party Transaction as approved by the Board of Directors has been hosted on the Company's website and can be accessed at https://www.hariompipes.com/pdf/policy-on-related-party-transaction.pdf

Information on transactions with Related Parties pursuant to Section 134(3)(h) of the Companies Act, 2013 read with Rule 8(2) of the Companies (Accounts) Rules, 2014, are given in Form AOC-2 and is attached as **"BR_Annexure – III"** to this Annual Report.

## 14. COMPLIANCE WITH SECRETARIAL STANDARDS

During the year under review, the Company has complied with the various provisions of all Secretarial Standards, including amendments thereto, as issued by the Institute of Company Secretaries of India ('ICSI').

## 15. DIRECTORS' RESPONSIBILITY STATEMENT

In compliance with the provisions of Section 134(3)(c) read with Section 134(5) of the Companies Act, 2013, to the best of their knowledge and belief the Directors state that:

a. In the preparation of the annual accounts for the financial year ended March 31, 2025, the applicable accounting standards have been followed along with proper explanation relating to material departures, if any;

b. They had selected such accounting policies and applied them consistently and made judgments and estimates that were reasonable and prudent so as to give a true and fair view of the state of affairs of the Company and the statement of profit and loss of the Company for the financial year ended March 31, 2025;

c. They had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

d. They had prepared the annual accounts for the financial year ended March 31, 2025 on a 'going concern basis';

e. They had laid down proper Internal Financial Controls to be followed by the Company and that such Internal Financial Controls are adequate and operating effectively; and

f. They had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

## 16. AUDITORS AND AUDIT REPORT

### (i) Statutory Auditors and Statutory Auditor's Report

Pursuant to the provisions of Section 139, 142 and other applicable provisions of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, as amended, M/s. R Kabra & Co. LLP, Chartered Accountants (Firm Registration No. 104502W/W100721) were appointed as the Statutory Auditors of the Company for a term of five consecutive years from the conclusion of the 14th Annual General Meeting held on September 14, 2021 till the conclusion of 19th Annual General Meeting of the Company to be held in the year 2026.

The Independent Auditors' Reports issued by M/s. R Kabra & Co. LLP, Chartered Accountants, Statutory Auditors of the Company on the Financial Statements (Standalone and Consolidated) for the FY 2024-25 is unmodified and do not contain any qualification, reservation, or adverse remark or disclaimer. The Statutory Auditor's Report is enclosed with the Financial Statements and forms a part of this Annual Report.

#### Reporting of Frauds by Auditors

During the year under review, there is no instance of frauds reported by the Auditors under Section 143(12) of the Companies Act, 2013 and the rules made thereunder.

### (ii) Cost Auditors and Cost Audit Report

Pursuant to the provisions of Section 148 of the Companies Act, 2013, the Company has to maintain the cost accounts and records, as specified by the Central Government. These cost accounts and records are subject to an audit by a Cost Accountant.

The Board of Directors based on the recommendation of Audit Committee has re-appointed M/s. Sheshadri & Associates, Cost Accountants, (Firm Registration No. 101476) as the Cost Auditors of the Company for conducting the cost audit for the FY 2025-26. The necessary consent letter and certificate of eligibility was received from the cost auditors confirming their eligibility to be reappointed as the Cost Auditors of the Company. Further, a resolution seeking shareholders' approval for ratifying the remuneration payable to the Cost Auditors for the FY 2025-26 has been included in the notice convening 18th Annual General Meeting for their ratification.

The Cost accounts and records as required to be maintained under Section 148(1) of the Companies Act, 2013 are duly made and maintained by the Company.

#### Cost Audit Report

The Cost Audit Report for the FY 2024-25 shall be filed with the Central Government within the stipulated timeline.

#### Maintenance of Cost Records

The provisions of Cost Records are applicable to the Company and the Company has made and maintained the cost records as specified by the Central Government under sub-section (1) Section 148 of the Companies Act, 2013.

### (iii) Secretarial Auditors and Secretarial Audit Report

Pursuant to the provisions of Regulation 24A of the SEBI Listing Regulations and Section 204 of the Companies Act, 2013, read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, and based on the recommendations of the Audit Committee, the Board of Directors have approved the appointment of M/s. VSSK & Associates, a Peer Reviewed Firm of Company Secretaries in Practice as Secretarial Auditors of the Company for a term of 5 (Five) consecutive years, commencing from the conclusion of the ensuing 18th Annual General Meeting until the conclusion of 23rd Annual General Meeting to be held in the year 2030, subject to the approval of the shareholders at ensuing Annual General Meeting.

M/s. VSSK & Associates, have given their consent to act as Secretarial Auditors of the Company and confirmed that their proposed appointment, if approved, would be within the prescribed limits under the Companies Act, 2013, the Rules made thereunder and SEBI Listing Regulations. They have further confirmed that they are not disqualified to be appointed as Secretarial Auditors in accordance with the provisions of the Companies Act, 2013 and SEBI Listing Regulations.

#### Annual Secretarial Audit Report

In terms of Section 204 of the Companies Act, 2013 and Regulation 24A of SEBI Listing Regulations, a Secretarial Audit Report for FY 2024-25 given by the Secretarial Auditors in prescribed Form No. MR-3 is annexed as **"BR_Annexure - IV"** to this Annual Report. The Secretarial Audit Report does not contain any qualification, reservation or adverse remark or disclaimer.

#### Annual Secretarial Compliance Report

In terms of Section 204 of the Companies Act, 2013 and Regulation 24A of SEBI Listing Regulations, an Annual Secretarial Compliance Report for the financial year ended March 31, 2025 on compliance of all applicable SEBI Regulations and circulars/guidelines issued thereunder, was obtained from M/s. VSSK & Associates, Secretarial Auditors and submitted to the stock exchanges.

### (iv) Internal Auditors and Internal Audit Report

Pursuant to the provisions of Section 138 and other applicable provisions of the Companies Act, 2013 and SEBI Listing Regulations, the Board of Directors based on the recommendation of the Audit Committee has re-appointed M/s. Ravi Ladia & Co., Chartered Accountants (Firm Regn. No.014255s), as an Internal Auditors of the Company for the FY 2025-26. M/s. Ravi Ladia & Co., have confirmed their willingness to be re-appointed as an Internal Auditors of the Company and are submitting their reports on quarterly basis.

## 17. CREDIT RATINGS

During the year under review, CRISIL Ratings Limited has assigned the following rating vide its letter dated March 29, 2025, to the Company:

| Facility | Tenure | Previous Rating | Current Ratings |
|---|---|---|---|
| Fund Based | Long-Term | CRISIL A-/Stable | CRISIL A-/Stable |
| Non-Fund Based | Short-Term | CRISIL A2+ | CRISIL A2+ |

## 18. CORPORATE SOCIAL RESPONSIBILITY (CSR):

In compliance with the provisions of Section 135 and Schedule VII of the Companies Act, 2013 read with Companies (Corporate Social Responsibility Policy) Rules, 2014, as amended, the Company has constituted Corporate Social Responsibility (CSR) Committee of three Directors, Mr. Rupesh Kumar Gupta, Mr. Sailesh Gupta and Mr. Pramod Kapoor Kumar. The Chairperson of the committee is an Executive Director. During the year under review, the Company has spent a total sum of Rs.1,20,99,528/- on the CSR activities as approved by the CSR Committee.

Brief outline of the CSR policy of the Company and the initiatives undertaken by the Company on CSR activities during the year as per Rule 8 of Companies (Corporate Social Responsibility Policy) Rules, 2014 is annexed as **"BR_Annexure – V"** and forms a part of this Annual Report. The said Policy has been hosted on the Company's website and can be accessed at https://www.hariompipes.com/pdf/policies/CSR-Policy.pdf.

## 19. DETAILS IN RESPECT OF ADEQUACY OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO THE FINANCIAL STATEMENTS

The Company has in place proper and adequate internal control systems that commensurate with the nature of its business, as well as the size and complexity of its operations. Internal control systems comprising of policies and procedures designed to ensure the reliability of financial reporting, providing timely feedback on the achievement of operational and strategic goals, ensure compliance with policies, procedures, applicable laws and regulations, and assure that all assets and resources acquired are used economically.

## 20. QUALITY AND SYSTEMS

During the year under review, the Company continues to maintain its certification under the Integrated Management Systems with certifications under ISO 9001:2015 (Quality Management System), ISO 14001:2015 (Environmental Management System), ISO 45001:2018 (Occupational Health & Safety Management System).

## 21. CODE OF CONDUCT

In compliance with Regulation 17(5) of SEBI Listing Regulations, the Company has a comprehensive Code of Conduct ('the Code') in place applicable to all the Senior Management Personnel and Directors including Independent Directors to such extent as may be applicable to them depending on their roles and responsibilities. The Code provides guidance on ethical conduct of business and compliance of law. The Code has been hosted on the Company's website and can be accessed at https://www.hariompipes.com/pdf/code-of-conduct/Code-of-Conduct-for-Board-and-Senior-Management.pdf.

The Board of Directors and Senior Management Personnel have affirmed compliance with the respective Code of Conduct, as applicable to them for the financial year ended March 31, 2025. A declaration to this effect, signed by the Managing Director in terms of the Listing Regulations, which forms a part of this Annual Report.

## 22. ANNUAL RETURN

Pursuant to the provisions of Sections 92(3) and 134(3)(a) of the Companies Act, 2013 read with Rule 12 of the Companies (Management and Administration) Rule, 2014, the Annual Return of the Company for the financial year ended March 31, 2025, has been hosted on the Company's website, which can be accessed at https://www.hariompipes.com/investor-relations-annual-return.php.

## 23. CORPORATE GOVERNANCE REPORT

The Directors reaffirm their continued commitment to adhere to the highest standards of Corporate Governance. In compliance with the Regulation 34(3) read with Schedule V(C) of SEBI Listing Regulations and Companies Act, 2013, the Corporate Governance Report for the financial year ended March 31, 2025 as stipulated under the SEBI Listing Regulations, forms a part of this Annual Report. The requisite certificate from the Practicing Company Secretary confirming compliance with the conditions of Corporate Governance as stipulated under the aforesaid Regulations forms a part of this Annual Report.

## 24. BUSINESS RESPONSIBILITY AND SUSTAINABILITY REPORT (BRSR)

In accordance with Regulation 34(2)(f) of the SEBI Listing Regulations read with SEBI Circular SEBI/HO/CFD/CMD-2/P/CIR/2021/562 dated May 10, 2021, the BRSR for the FY 2024-25, describing the initiatives taken by the Company from an environment, social and governance (ESG) perspective, forms a part of this Annual Report. In addition to the BRSR, the Annual Report of the Company provides an insight on various ESG initiatives adopted by the Company.

## 25. COMPANY'S POLICIES

The details of the policies approved and adopted by the Board of Directors are provided in the Corporate Governance Report which forms a part of this Annual Report.

## 26. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186 OF THE COMPANIES ACT 2013

The Company has not given any Loans, Guarantees or made any Investments under Section 186 of the Companies Act, 2013.

## 27. NOMINATION AND REMUNERATION POLICY

Nomination and Remuneration Committee works with the Board of Directors to determine the appropriate characteristics, skills and experience for the Board of Directors as a whole and its individual shareholders with an objective of having a Board of Directors with diverse backgrounds and experience. Characteristics expected from all Directors include independence, integrity, high personal and professional ethics, sound business judgment, ability to participate constructively in deliberations and willingness to exercise authority in a collective manner. Policy on appointment and removal of Directors, Key Managerial Personnel (KMP), Senior Management and their remuneration, specifying criteria for evaluation of performance and process, has been hosted on the Company's website and can be accessed at https://www.hariompipes.com/pdf/policies/nomination-and-remuneration-policy.pdf

## 28. VIGIL MECHANISM/WHISTLE BLOWER POLICY

In compliance with the provisions of Section 177 of the Companies Act, 2013 read with Regulation 22 of the SEBI Listing Regulations and Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, the Company has formulated a comprehensive Whistle Blower Policy to deal with instance of fraud and mismanagement, if any.

The Whistle Blower Policy aims to encourage Directors, employees and other stakeholders to report any instances of unethical or improper activity, actual or suspected fraud or violation of the Code of Conduct without fear of retaliation. The policy also provides access to the Chairperson of the Audit Committee under certain circumstances. The aforesaid policy has been hosted on the Company's website and can be accessed at https://www.hariompipes.com/pdf/policies/whistle-blower-policy.pdf.

During the year under review, the Company has not received any complaints under the vigil mechanism.

## 29. RISK MANAGEMENT POLICY

The Company has instituted a proper mechanism for appropriate identification and establishing controls to effectively manage different kinds of risks. This risk identification exercise is integrated with the annual planning cycle, ensuring both regularity and comprehensiveness. Risks are identified at the strategic, business, operational, and process levels.

The Board of Directors has constituted a Risk Management Committee and formulated a policy on Risk Management in accordance with the Companies Act, 2013 and Regulation 21 of SEBI Listing Regulations to frame, implement and monitor the risk management plan and ensuring its effectiveness. The details of the Committee, its terms of reference and meeting details are set out in the Corporate Governance Report, which forms a part of this Annual Report. The Policy on Risk Management of the Company has been hosted on the Company's website and can be accessed at https://www.hariompipes.com/pdf/policies/Risk-Management-Policy-new.pdf.

## 30. PARTICULARS OF EMPLOYEES

Disclosure of ratio of the remuneration of each Executive Director to the median remuneration of the employees of the Company and other requisite details pursuant to Section 197(12) of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, as amended, is annexed as **"BR_Annexure – VI"** and forms a part of this Annual Report. Further, particulars of employees pursuant to Rule 5(2) & 5(3) of the above Rules forms a part of this Annual Report. The said information is available for inspection at the registered office of the Company, during working days of the Company up to the date of the ensuing Annual General Meeting.

## 31. PREVENTION OF INSIDER TRADING AND CODE OF FAIR DISCLOSURE

In compliance with the provisions of Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, the Board of Directors has formulated a Code of Internal Procedures and Conduct to regulate, monitor, and report trading by Insiders. This code outlines the guidelines and procedures to be followed, and the disclosures required by insiders when dealing with Company shares, while also warning them of the consequences of non-compliance. The code of conduct has been hosted on the Company's website and can be accessed at https://www.hariompipes.com/pdf/code-ofconduct/Code%20of%20Conduct%20under%20PIT%20Regulations,%202015.pdf.

Further, the Board of Directors has formulated a Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information ("Fair Disclosure Policy"). This code ensures the fair disclosure of events and occurrences that could affect price discovery in the market for the Company's securities, promoting uniformity, transparency, and fairness in dealings with all stakeholders, and ensuring adherence to applicable laws and regulations. The Fair Disclosure Code has been hosted on the Company's website and can be accessed at https://www.hariompipes.com/pdf/policies/Fair-Disclosure-Policy.pdf.

## 32. POLICY ON SEXUAL HARASSMENT

The Company has always believed in proving a safe and harassment free workplace for every individual working in its premises through various policies and practices. The Company always endeavors to create and provide an environment that is free from discrimination and harassment including sexual harassment.

The Company has adopted a policy on Prevention of Sexual Harassment at Workplace which aims at prevention of harassment of employees and lays down the guidelines for identification, reporting and prevention of undesired behavior. An Internal Complaints Committee ("ICC") has been constituted by the Senior Management. The ICC is responsible for redressal of complaints related to sexual harassment and follows the guidelines provided in the Policy which has been hosted on the Company's website and can be accessed at https://www.hariompipes.com/pdf/hariom-posh-policy.pdf.

During the financial year ended March 31, 2025, the status of complaints pertaining to sexual harassment have been reported as follows:

| S. No | Particulars | Number |
|---|---|---|
| 1. | Number of Complaints of Sexual Harassment Received in the Year | 0 |
| 2. | Number of Complaints disposed of during the year | 0 |
| 3. | Number of Cases Pending for more than ninety days | 0 |

## 33. MATERNITY BENEFIT

The Company affirms that it is in full compliance with the provisions of the Maternity Benefit Act, 1961. The Company is committed to foster a supportive and inclusive work environment and regularly monitor the compliances to uphold the rights and welfare of women employees in adherence to all the statutory obligations relating to maternity benefits.

## 34. LISTING STATUS

The Equity Shares of the Company are listed on the National Stock Exchange of India Limited (NSE) and BSE Limited (BSE). The annual listing fees for the FY 2025-26 have been paid to both the exchanges. The Company has also paid the Annual Custody Fee to the National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) for the FY 2025-26.

## 35. REVISION MADE IN FINANCIAL STATEMENTS/ BOARD'S REPORT

The Company has not made any revisions to the Financial Statements or Board's Report for any of the three preceding financial years.

## 36. SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS

During the year under review, no significant and/or material orders, passed by any Court or Regulator or Tribunal, which may impact the going concern status of the Company and its future operations.

## 37. PROCEEDING PENDING UNDER THE INSOLVENCY AND BANKRUPTCY CODE, 2016

During the year under review, no application has been made under the Insolvency and Bankruptcy Code, 2016, therefore there are no details of application or proceedings pending to disclose under the Insolvency and Bankruptcy Code, 2016 (31 of 2016).

## 38. MATERIAL CHANGES AND COMMITMENTS

The material events that have occurred after the close of the financial year till the date of this report are as follows:

1. Approval for alternation of the Objects Clause of the Memorandum of Association (MOA) of the Company through postal ballot on April 10, 2025.

2. Approval for the execution of 99 years long-term lease agreement, for land, factory building and plant & machinery owned by M/s. Ultra Pipes and Mr. Sailesh Gupta, at the Board of Directors meeting held on May 09, 2025.

   Earlier, the Board of Directors, at its meeting held on May 27, 2024, approved the acquisition of the Operating Assets (Building and Plant & Machinery) of M/s. Ultra Pipes through outright purchase, which was subsequently revised at the Board of Directors meeting held on March 06, 2025 with a 40 years Lease Agreement. The Lease period was further revised to 99 years as aforesaid.

3. Re-designation of Senior Management Personnel: Based on the recommendation of Nomination and Remuneration Committee, the Board of Directors approved the re-designation of the following individual as the Senior Management Personnel of the Company with effect from May 09, 2025:

   (i) Mr. Ashish Agarwal has been re-designated as GM Sales & Marketing, Hyderabad Division;

   (ii) Mr. Deepak Kumar has been re-designated as CGM Operations, Hyderabad Division;

   (iii) Mr. Sathyan Gangadharan has been re-designated as GM Operations, Perundurai, Tamil Nadu Division; and

   (iv) Mr. Ramesh K has been re-designated as GM Sales & Marketing, Tamil Nadu Division.

4. Appointment of Mr. Ansh Golas (DIN:11225536) as an Additional Director w.e.f., August 08, 2025 to hold office till the ensuing Annual General Meeting and further appointed as a Whole-time Director (Designated Executive Director) for a period of 3 (three) years w.e.f., August 08, 2025, not liable to retire by rotation, subject to approval of Members at ensuing Annual General Meeting.

5. Increase in the overall limit under Section 180(1)(c) &(a) of Companies Act, 2013 enabling the Company to borrow up to Rs.2,000 Crore including present borrowings, and Creation/Modification of Charge on the movable and immovable properties of the Company, subject to approval of the Members at ensuing Annual General Meeting.

   Except as stated above, there are no other material changes and commitments, affecting the financial position of the Company, that have occurred between the close of the financial year ended March 31, 2025 and the date of this Board's Report.

## 39. GENERAL

During the year under review, the Directors notify that no disclosure or reporting is required in respect of the following items as there were no transactions related to following items:

(i) Issue of equity shares with differential rights as to dividend, voting or otherwise.

(ii) Issue of shares (including sweat equity shares) to employees of the Company under any scheme.

(iii) The Company does not have any Employee Stock Option Scheme & Employee Stock Purchase Scheme for its Employees/Directors.

(iv) There was no one-time settlement with any Banks or Financial Institutions during the year. Hence, disclosure pertaining to difference between amount of the valuation done at the time of one-time settlement and the valuation done while taking loan is not applicable.

## 40. HUMAN RESOURCE

The Company considers its Human Resources as the key to achieve its objectives. Keeping this in view, the Company takes utmost care to attract and retain quality employees. The employees are sufficiently empowered and such work environment propels them to achieve higher levels of performance. The unflinching commitment of employees is the driving force behind the Company's vision. The Company appreciates the spirit of its dedicated employees.

## 41. ACKNOWLEDGMENT

The Directors take this opportunity to express their appreciation for the cooperation and continued support received from the customers, vendors, bankers, stock exchanges, depositories, auditors, legal advisors, consultants, stakeholders, business associates, Government of India, State Governments, Regulators and local bodies. The Directors also wish to place on record their sincere appreciation for the significant contribution made by its employees through their dedication, hard work and commitment at all levels. The Board of Directors look forward to your continued support in the future.

For and on behalf of the Board
**Hariom Pipe Industries Limited**

| | |
|---|---|
| Sd/- | Sd/- |
| **Rupesh Kumar Gupta** | **Sailesh Gupta** |
| Managing Director | Whole-time Director |
| DIN: 00540787 | DIN: 00540862 |

Date: 30-08-2025
Place: Hyderabad

# Form No. AOC- 1

(Pursuant to first proviso to sub-section (3) of Section 129 read with Rule 5 of Companies (Accounts) Rules, 2014)
Statement containing salient features of the financial statements of Subsidiaries or Associate Companies or Joint Ventures

## PART A SUBSIDIARIES

(Information in respect of Subsidiary to be presented with amounts in Rs. Lakh)

| S. No | Particulars | Details |
|---|---|---|
| 1. | Name of the Subsidiary | Hariom Power and Energy Private Limited |
| 2. | CIN | U35105TS2025PTC195757 |
| 3. | The date since when subsidiary was acquired | 19/03/2025 |
| 4. | Reporting period for the subsidiary concerned, if different from the holding Company's reporting period | Same as Holding Company's reporting period |
| 5. | Reporting currency and exchange rate as on the last date of the relevant financial year in the case of foreign subsidiaries | Not Applicable |
| 6. | Share Capital | 10 |
| 7. | Reserves and surplus | 10 |
| 8. | Total assets | 0 |
| 9. | Total Liabilities | 0 |
| 10. | Investments | 0 |
| 11. | Turnover | 0 |
| 12. | Profit before taxation | 0 |
| 13. | Provision for taxation | 0 |
| 14. | Profit after taxation | 0 |
| 15. | Proposed Dividend | 0 |
| 16. | Extent of shareholding (in percentage) | 100 |

Notes: 1. Names of subsidiaries which are yet to commence operations - NIL
2. Names of subsidiaries which have been liquidated or sold during the year - NIL

## PART B: ASSOCIATES AND JOINT VENTURES

(Statement pursuant to Section 129 (3) of the Companies Act, 2013 related to Associate Companies and Joint Ventures)

a) Name of Associates or Joint Ventures: Nil

b) Names of associates or joint ventures which are yet to commence operations: Nil

c) Names of associates or joint ventures which have been liquidated or sold during the year: Nil

For and on behalf of the Board
**Hariom Pipe Industries Limited**

Sd/-
**Rupesh Kumar Gupta**
Managing Director
DIN: 00540787

Sd/-
**Sailesh Gupta**
Whole-time Director
DIN: 00540862

Date: 30-08-2025
Place: Hyderabad

# Disclosure Pursuant to Section 134(3)(M) of the Companies Act, 2013, read with Rule 8 of the Companies (Accounts) Rules, 2014.

## (A) CONSERVATION OF ENERGY

i) The Company, being engaged in manufacturing, has adopted the hot charge technique for round rolling. Under this process, billets are directly transferred for hot rolling in the wire rod or bar mill immediately after exiting the casting unit, before the heat is lost. This technique provides multiple advantages:

- Significant energy savings;
- Reduction in billet inventory and yard space requirements;
- Shorter production cycle time;
- Prevention of billet surface quality defects that may arise during cooling.
- The management continues to make concerted efforts to identify and implement the measures for improving energy conservation across all units.
- Reduced the overall consumption of water and rainwater harvesting.

ii) The Company has installed 1.4 MW Rooftop Solar Power generation system at its Perundurai, Tamil Nadu unit during the year.

iii) With this addition, the Company's total installed Rooftop Solar capacity now stands at 3.6 MW across all units. Furthermore, the Company has installed a set up for using bio-gas fuelled for manufacturing of steel pipes at its Tamil Nadu unit, in collaboration with the IOCL and the Ministry of New and Renewable Energy. This eco-friendly fuel, derived from agro-waste, offers lower emissions and a higher calorific value due to methane content, thereby reducing dependence on conventional combustible fuels which in turn is called as green fuel.

## (B) TECHNOLOGY ABSORPTION

i) the efforts made towards technology absorption: NIL

ii) the benefits derived like product improvement, cost reduction, product development or import substitution: NIL

iii) in case of imported technology (imported during the last three years reckoned from the beginning of the financial year):

(a) the details of technology imported: NIL

(b) the year of import: NIL

(c) whether the technology been fully absorbed: NIL

(d) if not fully absorbed, areas where absorption has not taken place, and the reasons thereof.: NIL

iv) the expenditure incurred on Research and Development: NIL

## (C) FOREIGN EXCHANGE EARNINGS AND OUTGO

Activities relating to exports and initiatives taken to increase export products, services and export plans: NIL

Foreign Exchange earnings and outgo *(On receipts and payments basis)*

(Amount in Lakhs )

| Particulars | FY 2024-25 | FY 2023-24 |
|---|---|---|
| Foreign Exchange Earnings | 20.89 | 129.34 |
| Foreign Exchange Outgo | - | - |

For and on behalf of the Board
**Hariom Pipe Industries Limited**

Sd/-
**Rupesh Kumar Gupta**
Managing Director
DIN: 00540787

Sd/-
**Sailesh Gupta**
Whole-time Director
DIN: 00540862

Date:30-08-2025
Place: Hyderabad

*BR_Annexure-III*

# Form No. AOC- 2
# Details of Related Party Transactions

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

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

1. Details of contracts or arrangements or transactions not at arm's length basis: NIL
2. Details of material contracts or arrangement or transactions at arm's length basis: The following are the details of the transactions:

| Name(s) of the related party and nature of relationship | Nature of contracts/ arrangements/ transactions | Duration of the contracts/ arrangement/ transactions | Salient terms of the contracts or arrangements or transactions including the value, if any (Rs. In Lakhs) | Date(s) of approval by the Board, if any | Amount paid as advance, if any |
|---|---|---|---|---|---|
| Mr. Rupesh Kumar Gupta | Rent paid (Expenses) | NA | Rent of Rs.1.30/- Per Month | Since these RPTs are in the ordinary course of business and are at arm's length basis, approval of the Board is not applicable. | - |
| Mr. Sailesh Gupta | Rent paid (Expenses) | NA | Rent of Rs.0.5/- Per Month | Further the necessary approvals were granted by the Audit Committee from time to time. | - |
| Ultra Pipes | Sale of Goods | NA | Rs. 4,191.70/- | The transactions taken with ultra pipe were approved by the Audit Committee. | - |
| Ultra Pipes | Purchase of Goods | NA | Rs.5,464.29/- | Further as the value of Transactions exceeded 10% of the Turnover, the prior approval of members was also taken in its 16th Annual General Meeting held on 22-09-2023. | - |

For and on behalf of the Board
**Hariom Pipe Industries Limited**

Sd/-
**Rupesh Kumar Gupta**
Managing Director
DIN: 00540787

Sd/-
**Sailesh Gupta**
Whole-time Director
DIN: 00540862

Date:30-08-2025
Place: Hyderabad

*BR_Annexure-IV*

# Form No. MR-3
# Secretarial Audit Report

For the Financial Year Ended March 31, 2025
(Pursuant to Section 204 (1) of the Companies Act, 2013 and Rule No. 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014)

To,
The Members,
M/s. HARIOM PIPE INDUSTRIES LIMITED
L27100TG2007PLC054564
3-4-174/12/2, SAMARPAN, 1st Floor,
Near Pillar No. 125, Hyderabad, Attapur,
K.V. Rangareddy, Telangana, India, 500048.

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **HARIOM PIPE INDUSTRIES LIMITED** (CIN: L27100TG2007PLC054564) (hereinafter called "the Company"). Secretarial Audit was conducted in accordance with the guidance note issued by the Institute of Company Secretaries of India and in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

## AUDITOR'S RESPONSIBILITY

Our responsibility is to express an opinion on the compliance of the applicable laws and maintenance of records based on audit. We have conducted the audit in accordance with the applicable Auditing Standards issued by The Institute of Company Secretaries of India. The Auditing Standards require that the Auditor shall comply with statutory and regulatory requirements and plan and perform the audit to obtain reasonable assurance about compliance with applicable laws and maintenance of records.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information, confirmations, clarifications provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, the explanations and clarifications given to us and the representations made by the Management, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on March 31, 2025 generally 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 made available to us and maintained by the Company for the financial year ended on March 31, 2025 according to the provisions of:

(i) The Companies Act, 2013 (the Act) and the Rules made thereunder;

(ii) The Securities Contract (Regulations) Act, 1956 ('SCRA') and the Rules made thereunder;

(iii) The Depositories Act, 1996 and the Regulations and Byelaws framed thereunder;

(iv) 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 to the Company during the audit period);

(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;

   (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;

   (d) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2021; (Not applicable to the Company during the audit period);

   (e) 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 - (Not applicable to the Company during the audit period);

   (f) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; (Not applicable to the Company during the audit period);

   (g) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2021 - (Not applicable to the Company during the audit period);

   (h) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;

   (i) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 - (Not applicable to the Company during the audit period); and

   (j) The Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;

(vi) We have relied on the representation made by the Company and its officers for the systems and mechanisms formed by the Company for compliances under applicable Acts, Rules, Laws and Regulations to the Company. The lists of major head or groups of Acts, Rules, Laws and Regulations as applicable to the Company are given in **Annexure-B**.

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

(i) Secretarial Standards issued by The Institute of Company Secretaries of India and notifies under the Companies Act, 2013;

(ii) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and amendments made thereunder. ('Listing Regulations')

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

### We further report that

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

Adequate notice is given to all Directors in advance to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, or at shorter notice duly consented by the Directors, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

Majority decision is carried through while the dissenting members' views, if any, are captured and recorded as part of the minutes.

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

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

### Ordinary Resolutions passed during FY 2024-25

1. To receive, consider and adopt the Audited Financial Statements for the financial year ended on March 31, 2024 along with the Reports of the Directors and the Auditors (AGM dated 23/09/2024)
2. To appoint Mrs. Sunita Gupta (DIN: 02981707) as a Director of the Company, liable to retire by rotation (AGM dated 23/09/2024)
3. To declare dividend on equity shares for the financial year ended March 31, 2024 (AGM dated 23/09/2024)
4. To ratify the remuneration of Cost Auditors for the financial year ending March 31, 2025. (AGM dated 23/09/2024)

### Special Resolutions passed during FY 2024-25

1. To increase the Authorized Share Capital of the Company and alteration of Capital Clause of the Memorandum of Association of the Company. (Passed through postal ballot on 29/09/2024)
2. To approve capital raising by way of issuance of equity shares and/or any other eligible securities. (Passed through postal ballot on 29/09/2024)
3. Alteration of the Object Clause of the Memorandum of Association (MOA) of the Company. (Passed through postal ballot on 10/04/2025).

### OTHERS

1. The Company on 24.06.2024 has allotted 2093825 Equity Shares pursuant to conversion of warrants issued on preferential basis.
2. The Company on 30.09.2024 has allotted 8338 Equity Shares pursuant to conversion of warrants issued on preferential basis.

This Report is to be read with our letter of even date which is annexed as Annexure A and which Forms an integral part of this report.

**For VSSK & Associates,**
Company Secretaries
Unique Code: P2015TL044700

Sd/-
**CS Vinod Sakaram**
Partner
ACS: 23285, CP No.: 8345
UDIN:A023285G001111966
PR No.: 1456/2021

Date: 30-08-2025
Place: Hyderabad

*Annexure A*

To,
The Members
HARIOM PIPE INDUSTRIES LIMITED

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

1. Maintenance of secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the process and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Wherever required, we have obtained the Management Representation about the compliance of laws, rules 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 procedure 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 VSSK & Associates,**
Company Secretaries
Unique Code: P2015TL044700

Sd/-
**CS Vinod Sakaram**
Partner
ACS: 23285, CP No.: 8345
UDIN:A023285G001111966
PR No.: 1456/2021

Date: 30-08-2025
Place: Hyderabad

# Annexure B

## (I) LABOR AND WORKPLACE RELATED LAWS

1. Employees Provident Funds & Misc. Provisions Act, 1952;
2. Employees State Insurance Act, 1948;
3. Payment of Gratuity Act, 1972;
4. Minimum Wages Act, 1948;
5. Equal Remuneration Act, 1976;
6. Payment of Wages Act, 1936;
7. Workmen's Compensation Act, 1923;
8. Maternity Benefit Act, 1961;
9. Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013;
10. Labour Welfare Fund Act, 1952;
11. Contract Labour (Regulation & Abolition) Act, 1970;
12. Telangana Tax on Professions, Trades, Callings and Employments Act, 1987;
13. Factories Act, 1948 and allied State Laws;
14. Industrial Employment (Standing Orders) Act, 1946;
15. Industries (Development & Regulation) Act, 1951;
16. The Child Labour (Regulation and Abolition) Act, 1970;
17. The Industrial Disputes Act, 1947.

## (II) ECONOMIC & MISC. LAWS

1. Negotiable Instrument Act, 1881;
2. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder.

## (III) REVENUE LAWS

1. Income Tax Act, 1961;
2. Indian Stamps Act, 1899;
3. Indian Contract Act, 1872;
4. Good and Services Tax Act, 2017

## (IV) ENVIRONMENTAL LAWS

1. Environment (Protection) Act, 1986 and the rules, notifications issued thereunder;
2. The Water (Prevention & Control of Pollution) Act, 1974 and Water (Prevention and Control of Pollution) Rules, 1975;
3. Air (Prevention & Control Pollution) Act, 1981 and the rules and standards made thereunder;
4. Hazardous Wastes (Management, Handling & Transboundary Movement) Amendment Rules, 2013;
5. Telangana Fire Service Act, 1999.

**For VSSK & Associates,**
Company Secretaries
Unique Code: P2015TL044700

Sd/-
**CS Vinod Sakaram**
Partner
ACS: 23285, CP No.: 8345
UDIN:A023285G001111966
PR No.: 1456/2021

Date: 30-08-2025
Place: Hyderabad

*BR_Annexure-V*

# Annual Report on Corporate Social Responsibility (CSR) Activities

(Pursuant to Section 135 of the Companies Act, 2013 read with the Companies (Corporate Social Responsibility) Rules, 2014)

## 1) BRIEF OUTLINE ON THE CORPORATE SOCIAL RESPONSIBILITY (CSR) POLICY OF THE COMPANY

In accordance with Section 135 of the Companies Act, 2013 and the Companies (Corporate Social Responsibility Policy) Amendment Rules 2021, Hariom Pipe Industries Limited ("the Company or HPIL") has formulated its CSR Policy duly approved by the Board of Directors of the Company. CSR is essentially a way of conducting business responsibly and HPIL shall endeavour to conduct its business operations and activities in a socially responsible and sustainable manner at all times. HPIL will strive to contribute to inclusive growth and sustainable development with emphasis on development of weaker sections of society.

The Company's Corporate Social Responsibility policy focuses on using the capabilities of business to improve lives and contribute to sustainable living, through contributions to local communities and society at large.

The Company undertook various activities during the year under review in line with its CSR Policy and as prescribed in Schedule VII to the Companies Act, 2013.

## 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 of one Non-Executive Independent Director and two Executive Directors as at the end of financial year 2025:

| Sl. No. | Name of Members | 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 | Rupesh Kumar Gupta | Chairman, Executive Director | 1 | 1 |
| 2 | Sailesh Gupta | Member, Executive Director | 1 | 1 |
| 3 | Pramod Kapoor Kumar | Member, Non-Executive Independent Director | 1 | 1 |

**3)** Provide the web-link(s) where Composition of CSR Committee, CSR Policy and CSR projects approved by the board are disclosed on the website of the Company:

The web-links are as follows:

The composition of the CSR Committee: https://www.hariompipes.com/pdf/Composition-of-Various-Committees.pdf

CSR Policy: https://www.hariompipes.com/pdf/policies/CSR-Policy.pdf

CSR Projects: Not Applicable

**4)** Provide the executive summary along with web-link (s) of Impact Assessment of CSR Projects carried out in pursuance of sub-rule (3) of rule 8, if applicable: Not Applicable

**5)** (a) Average Net Profit of the Company as per Section 135 (5) of the Act: Rs.60,91,03,345/-

(b) Two per cent of the Average Net Profit of the Company as per Section 135 (5) of the Act: Rs.1,21,82,067/-

(c) Surplus arising out of the CSR projects or programmes or activities of the previous financial year: NA

(d) Amount required to be set-off for the financial year, if any.: Rs.2,82,777/-

(e) Total CSR obligation for the financial year [(b)+(c)-(d)]: Rs.1,18,99,290/-

**6)** (a) Amount spent on CSR Projects (both Ongoing Project and other than Ongoing Project): Rs.1,20,99,528/-

(b) Amount spent in Administrative Overheads: Not Applicable

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

(d) Total amount spent for the Financial Year [(a)+(b) +(c)]: Rs.1,20,99,528/-

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

| Total Amount Spent for the Financial Year (In Rs. ) | Amount Unspent (in Rs. ) | | | | |
|---|---|---|---|---|---|
| | 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 |
| 1,20,99,528 | NA | | | | |

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

| S. No. | Particular | Amount (in Rs.) |
|---|---|---|
| (i) | Two percent of average net profit of the Company as per Section 135(5) | 1,21,82,067/- |
| (ii) | Total amount spent for the Financial Year | 1,20,99,528/- |
| (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 Year, if any. | NIL |
| (v) | Amount available for set off in succeeding Financial Year [(iii)-(iv)] | 2,00,238/- |

Note: The Company overspent Rs.2,82,777/- on CSR initiatives in the FY 2023–24, and the excess amount is available for set off in the succeeding years. During the FY 2024-25, Company utilized the sum of Rs.82,539/- to set off CSR Obligation. The remaining balance amount of Rs.2,00,238/- shall be carry forward to the succeeding financial year.

7) Details of Unspent CSR amount for the preceding three Financial Years: **Not Applicable.**

| 1 | 2 | 3 | 4 | 5 | 6 | | 7 | 8 |
|---|---|---|---|---|---|---|---|---|
| Sl. No. | Preceding Financial Year(s) | Amount transferred to Unspent CSR Account under sub-section (6) of Section 135 (in Rs.) | Balance Amount in Unspent CSR Account under sub-section (6) of Section 135 (in Rs.) | Amount Spent in the Financial Year (in Rs.) | Amount transferred to a Fund as specified under Schedule VII as per second proviso to sub-section (6) of Section 135 (in Rs.) | | Amount remaining to be spent in succeeding Financial Years (in Rs.) | Deficiency, if any |
| | | | | | Amount (in Rs.) | Date of Transfer | | |
| NIL | | | | | | | | |

8) Whether any capital assets have been created or acquired through CSR amount spent in the Financial Year: **No**

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

**Responsibility Statement:** The CSR Committee of the Company hereby confirms that the implementation and monitoring of CSR policy is in compliance with CSR objective and policy of the Company.

For **Hariom Pipe Industries Limited**

Sd/-
**Rupesh Kumar Gupta**
Chairman CSR Committee
DIN: 00540787

Sd/-
**Pramod Kapoor Kumar**
Director
DIN: 03557358

Date: 30-08-2025
Place: Hyderabad

*BR_Annexure-VI*

# Report on Managerial Remuneration

[Pursuant to Section 197 of the Companies Act, 2013, read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

**1. The information 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 ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the FY 2024-25 and the percentage increase in remuneration of each Director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, during the FY 2024-25;

| Sl. No. | Name of Director(s)/KMP(s) | Designation | Ratio of Remuneration of each Director to median remuneration of employees | Percentage increase/ (decrease) in the remuneration in the FY 2024-25 (%) |
|---|---|---|---|---|
| I | **Executive Director(s)** | | | |
| 1 | Mr. Rupesh Kumar Gupta | Managing Director | 86.63 | (47.23) |
| 2 | Mr. Sailesh Gupta | Whole-time Director | 69.30 | (52.80) |
| II | **Non-Executive Director(s)** | | | |
| 1 | Mr. Pramod Kapoor Kumar | Chairman & Independent Director | 1.28 | 65.63 |
| 2 | Mr. G Rajender Reddy | Independent Director | 1.30 | 25.58 |
| 3 | Mrs. Sneha Sankla | Independent Director | 1.28 | 103.85 |
| 4 | Mr. Soumen Bose | Non-Executive & Non-Independent Director | 11.88 | 158.30 |
| 5 | Mrs. Sunita Gupta | Non-Executive & Non-Independent Director | 0.72 | 172.73 |
| III | **Key Managerial Personnel (KMP)** | | | |
| 1 | Mr. Amitabha Bhattacharya | Chief Financial Officer | - | - |
| 2 | Mrs. Rekha Singh | Company Secretary & Compliance Officer | - | 117.54* |

Note: The Independent Directors and Non-Executive Directors (except Mr. Soumen Bose) are entitled for sitting fee as per the statutory provisions and the details of the same are provided in the Corporate Governance Report.

* Company Secretary & Compliance Officer joined the Company on October 10, 2023.

### (ii) The percentage increase in the median remuneration of employees in the financial year

The Median remuneration of employees of the Company as at the end of the year under review was Rs.2,07,784/- and the percentage increase/(decrease) in the median remuneration of the employees in the financial year ending March 31, 2025 was 14.42%.

### (iii) The number of permanent employees on the rolls of Company

There were 751 permanent employees as on March 31, 2025.

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

The average percentile increases in the salaries of the employees other than KMP's is 56% as compared to FY 2024-25. Whereas there is an aggregate Increase of 32% in the remuneration of KMPs in FY 2024-25 as compared to previous year. The increase in remuneration of the KMPs was based on the Company's performance, individual performance, inflation, prevailing industry trends and benchmarks.

### (v) Affirmation that the remuneration is as per the remuneration policy of the Company

The Company affirms that the remuneration paid in the FY 2024-25 is as per the Nomination and Remuneration Policy of the Company for Directors, Key Managerial Personnel and Senior Management..

## (vi) Statement of particulars of employees pursuant to the provision of Section 197 (12) of the Companies Act, 2013 read with Rule 5(2) & 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 as amended

### a) Particulars of top 10 employees in terms of remuneration drawn during the year

| S. No. | Name of Employees | Age | Designation | Remuneration received (Amount in Rs.) | Nature of employment, whether contractual of otherwise | Qualification & Experience | Date of commencement of employment | Last employment held before joining the Company | % of equity shares held by the employee in the Company | Whether the employee is a relative of any director or manager of the Company |
|---|---|---|---|---|---|---|---|---|---|---|
| 1 | Rupesh Kumar Gupta | 48 years | Managing Director | 1,80,00,000 | P | Undergraduate with more than 2 decades of experience in Steel Industry. | 21-06-2007 (Incorporation) | -- | 14.45 | Yes |
| 2 | Sailesh Gupta | 43 years | Whole-time Director | 1,44,00,000 | P | B. Com Graduate with more than a decade of experience in marketing. | 09-01-2010 | -- | 10.39 | Yes |
| 3 | Rakesh Kumar Gupta | 71 years | Technology Advisor | 48,00,000 | P | Undergraduate with more than 4 decades of experience in Steel Industry. | | -- | 6.43 | Yes |
| 4 | Amitabha Bhattacharya | 49 years | Chief Financial Officer (CFO) | 42,98,400 | P | B. Com, MSc and more than 20 years of experience in Diverse Industries. | 01-07-2007 | Hariom Metal Tubes Private Limited | 0.18 | No |
| 5 | Medapalli Eswara Rao | 56 years | Assiatant Vice President - Operations | 41,49,200 | P | B.Tech (Mechanical) with more than 20 years of experience in steel industry | 01-01-2024 | -- | - | No |
| 6 | Paul Gupta | 46 years | Human Resource Officer | 36,00,000 | P | Graduate with more than 8 years of experience in Steel Industry. | 01-10-2014 | -- | 2.93 | Yes |
| 7 | Isha Gupta | 41 years | Brand Manager | 36,00,000 | P | Undergraduate with more than 8 years of experience in Steel Industry. | 01-10-2014 | -- | 2.08 | Yes |
| 8 | Ansh Golas | 25 years | Operations Head | 35,78,400 | P | Graduated with a Bachelor of Business Administration (BBA), with over 3 years of professional experience at Hariom. | 01-07-2020 | -- | 0.47 | Yes |
| 9 | Ramesh K | 50 years | General Manager | 34,65,313 | P | Diploma in Electrical with more than 23 years of experience | 01-01-2023 | R P Metal Solution Private Limited | 0.01 | No |
| 10 | Deepak Kumar | 45 years | Plant Head | 32,71,700 | P | Graduate with more than 24 years of experience. | 01-01-2023 | R P Metal Solution Private Limited | 0.02 | No |

For and on behalf of the Board
**Hariom Pipe Industries Limited**

Sd/-
**Rupesh Kumar Gupta**
Managing Director
DIN: 00540787

Sd/-
**Sailesh Gupta**
Whole-time Director
DIN: 00540862

Date:30-08-2025
Place: Hyderabad

# CORPORATE GOVERNANCE REPORT

Financial Year ("FY") 2024-25, which forms part of Boards' Report, has been prepared in compliance with the principles of Corporate Governance norms as prescribed under Regulation 34 read with Chapter IV and Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"). This report provides a comprehensive overview of the corporate governance systems and processes at HPIL.

## 1. COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE:

Corporate Governance is to conduct business with a firm commitment to values, while maintaining the right balance between economic, environmental, social, Stakeholder's goals. The Company's corporate governance philosophy is designed to enhance the overall value for its stakeholders. It is based on principles of conducting the business with integrity and fairness, ensuring transparency in transactions, making necessary disclosures, and providing informed decisions. The Company follows the philosophy of building sustainable businesses that are rooted in the community and demonstrates care for the environment.

The Company is committed to complying with applicable laws, demonstrating accountability, and responsibility towards stakeholders, all anchored by a commitment to ethical business practices. The Company continues to strengthen its governance principles to generate Long-Term value for stakeholders on sustainable basis. It is an Ongoing Process; the Company has always focused on good corporate governance which is key driver for Long-Term value creation and trust.

The Company consistently strives to manufacture high-quality products and provide reliable services through ethical and sustainable practices. It is committed to operational and financial integrity, generating sustainable long-term returns for stakeholders, and ensuring accurate and transparent financial reporting.

## 2. BOARD OF DIRECTORS:

### (i) Composition of the Board:

The composition of the Board of Directors is in conformity with the provisions of Regulation 17 of SEBI Listing Regulations read with Section 149 of the Companies Act, 2013 ("the Act"), as amended from time to time.

The Board of Directors bears the ultimate responsibility for the organization and administration of the Company. Company has a judicious mix of Executive Director and Non-Executive Directors (including Independent Directors) to maintain independency, in-depth knowledge, specialized skills and rich experience, which is essential to separate the two main functions of the Board of Directors viz., governance and management.

The Company's Board of Directors consists of seven (7) Directors as on March 31, 2025. Out of seven (7) Directors, two (2) Directors are Executive Directors, three (3) Directors are Non-Executive Independent Directors including one (1) Women Director and two (2) Directors are Non-Executive Non-Independent Directors. The Chairperson of the Board of Directors is a Non-Executive Independent Directors. This composition represents an optimal balance of professionalism, knowledge and experience and enables the Board of Directors to discharge its responsibilities and provide effective leadership to the business.

The names and categories of the Board of Directors , their attendance at Board Meetings held during the year and at the last Annual General Meeting and also the number of shares, other Directorships and committee memberships held by them as required under Regulation 17 of the SEBI Listing Regulations, as on March 31, 2025 are given hereunder:

| Name of Directors | Category | No. of Board Meetings during the FY 2024-25 | | Attendance at the last AGM held on 23rd September, 2024 | No. of Director-ships helds in other Companies* | No. of Committee positions in other public companies** | | No. of Equity Shares held |
|---|---|---|---|---|---|---|---|---|
| | | Held | Attended | | | Chairperson | Member | |
| Pramod Kapoor Kumar | Chairperson, Non-Executive Independent Director | 7 | 7 | Yes | - | - | - | - |
| Rupesh Kumar Gupta | Promoter Executive Director | 7 | 7 | Yes | - | - | - | 44,73,847 |
| Sailesh Gupta | Promoter Executive Director | 7 | 6 | Yes | - | - | - | 32,16,222 |
| Sunita Gupta | Promoter Group Non-Executive Non-Independent Director | 7 | 6 | Yes | - | - | - | 10,75,720 |
| Soumen Bose | Non-Executive Non-Independent Director | 7 | 7 | Yes | - | - | - | - |
| Rajender Reddy Gankidi | Non-Executive Independent Director | 7 | 7 | Yes | - | - | - | - |
| Sneha Sankla | Non-Executive Independent Director | 7 | 7 | Yes | - | - | - | 5,000 |

Notes:

1. *Number of Directorships held in other Companies includes only Public Companies. However, it excludes Directorships in Foreign Companies, Private Limited Companies and those Companies Registered under Section 8 of the Companies Act, 2013.
2. **Chairmanships/Memberships of committee include Audit Committee and Stakeholders Relationship Committee as required under regulation 26(1)(b) of SEBI Listing Regulations.
3. The Directors are not holding Directorship in any other Listed Entity as on March 31, 2025.
4. The Directors are not holding any Convertible Warrants as on March 31, 2025.

The number of Directorship(s) and Committee Membership(s)/Chairperson (s) held by all the Directors are in compliance with the limits prescribed under the Companies Act, 2013 and the SEBI Listing Regulations. All necessary disclosures regarding committee positions in other Public Companies as at March 31, 2025 has been duly made by the Directors.

The Board of Directors as part of its succession planning exercise periodically reviews its composition to ensure that the same is closely aligned with the strategy and long-term needs of the Company.

### (ii) Number of meetings of the Board of Directors held and dates on which held:

The Board of Directors must meet at least four times a year, with a maximum time gap of 120 days between two board meetings. The Board of Directors met seven (7) times during the FY 2024-25 i.e., on May 17, 2024; May 27, 2024; August 09, 2024; September 24, 2024; October 26, 2024; February 10, 2025 and March 06, 2025.

All the meetings of the Board of Directors as mentioned above were held through video conferencing and the requisite quorum was present throughout the meeting, in terms of the provisions of the Companies Act, 2013, Secretarial Standard and SEBI Listing Regulations.

The Company provides the information as set out in Regulation 17 read with Part A of Schedule II of SEBI Listing Regulations to the Board of Directors and the Board Committees to the extent it is applicable and relevant.

### (iii) Disclosure of relationships between Directors:

Mrs. Sunita Gupta, Non- Executive Director of the Company is the mother of Mr. Rupesh Kumar Gupta, Managing Director and Mr. Sailesh Gupta, Whole-time Director of the Company.

Mr. Rupesh Kumar Gupta, Managing Director and Mr. Sailesh Gupta, Whole-time Director are brothers.

Except as mentioned above, none of the Directors are related to each other.

### (iv) Web-link where details of Familiarization Programmes imparted to Independent Directors is disclosed:

Pursuant to the provisions of Regulation 25(7) and Regulation 46 of SEBI Listing Regulations, kindly refer to the Company's webs https://www.hariompipes.com/investor-relations-details-of-familiarization-programmes.php for details of the familiarization programme for Independent Directors on their role, rights, responsibilities in the Company, nature of the industry in which the Company operates, business model of the Company and related matters.

### (v) Core skills/Expertise/Competencies of the Board of Directors:

The Board of Directors comprises qualified and experienced members who possess required skills, expertise and competencies that allow them to make effective contributions to the Board of Directors and its committees. The following skills/expertise/competencies have been identified for the effective functioning of the Company and are currently available with the Board of Directors:

- Strategy and Transformation
- Sales/Marketing
- Finance
- Corporate Governance
- Leadership
- Legal/Regulatory and Risk Management
- Operations

The table below summarizes the skills, expertise and competencies possessed by the Board of Directors of the Company:

| Name of the Directors | Skills/Expertise/Competencies |
|---|---|
| Pramod Kapoor Kumar | Strategy & Transformation, Sales/ Marketing, Finance & Accounting, Corporate Governance, Leadership, Legal/ Regulatory and Risk Management. |
| Rupesh Kumar Gupta | Strategy & Transformation, Sales/ Marketing, Finance & Accounting, Corporate Governance, Leadership, Legal/Regulatory and Risk Management, Operations. |
| Sailesh Gupta | Strategy & Transformation, Sales/ Marketing, Corporate Governance, Leadership, Operations. |
| Sunita Gupta | Strategy & Transformation, Legal/ Regulatory and Risk Management. |
| Rajender Reddy Gankidi | Strategy & Transformation, Finance & Accounting, Corporate Governance, Leadership, Legal/Regulatory and Risk Management. |
| Soumen Bose | Strategy & Transformation, Sales/ Marketing, Finance & Accounting, Corporate Governance, Leadership, Legal/Regulatory and Risk Management, Operations. |
| Sneha Sankla | Strategy & Transformation, Corporate Governance, Legal/Regulatory and Risk Management. |

### (vi) Confirmation on Independent Directors:

- In the opinion of the Board of Directors, all the Non-Executive Independent Directors of the Company fulfil the conditions as specified under SEBI Listing Regulations and the Companies Act, 2013 and they are independent of the management.
- Independent Directors have submitted requisite declarations confirming that they continue to meet the criteria of independence as provided in Section 149(6) of the Companies Act, 2013 and Regulation 16(1)(b) of the SEBI Listing Regulations. Further, they have confirmed their compliance with Rule 6(1) and 6(2) of the Companies (Appointment and Qualification of Directors) Rules, 2014, as amended, by registering their names in the Independent Directors' database maintained by the Indian Institute of Corporate Affairs.

### (vii) Detailed reasons for the resignation of an Independent Director:

No Independent Directors resigned during the FY 2024-25.

## 3. AUDIT COMMITTEE:

The Audit Committee of the Company was constituted in line with the provisions as contemplated under Regulation 18 of the SEBI Listing Regulations read with Section 177 of the Companies Act, 2013. The Audit Committee is entrusted with the responsibility of supervising internal controls, financial reporting process and ensures adequate, accurate and timely disclosures that maintain the transparency, integrity and quality of financial control and reporting.

### (a) Brief description of terms of reference:

The terms of reference and the powers and role of the Audit Committee are set out in Section 177(4) of the Companies Act, 2013 and Regulation 18(3) of the SEBI Listing Regulations. Matters deliberated upon and reviewed by the Committee include:

1. Oversight of the listed entity's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;
2. Recommendation for appointment, remuneration and terms of appointment of auditors of the listed entity;
3. Approval of payment to statutory auditors for any other services rendered by the statutory auditors;
4. Reviewing, with the management, the annual financial statements and auditor's report thereon before submission to the Board of Directors for approval, focusing primarily on:
   i. matters required to be included in the Director's Responsibility Statement to be included in the Board's Report in terms of clause (c) of sub-section (3) of Section134 of the Companies Act, 2013;
   ii. changes, if any, in accounting policies and practices and reasons for the same;
   iii. major accounting entries involving estimates based on the exercise of judgment by management;
   iv. significant adjustments made in the financial statements arising out of audit findings, if any;
   v. compliance with listing and other legal requirements relating to financial statements;
   vi. disclosure of any related party transactions and;
   vii. modified opinion(s) in draft audit report, if any.
5. Reviewing, with the management, the quarterly financial statements before submission to the Board of Directors for approval;
6. Reviewing, with the management, the statement of uses/application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document/prospectus/notice and the report submitted by the monitoring agency monitoring the utilisation of proceeds of a public issue or rights issue or preferential issue or qualified institutions placement and making appropriate recommendations to the Board of Directors to take up steps in this matter;
7. Reviewing and monitoring the auditor's independence and performance, and effectiveness of audit process;
8. Approval or any subsequent modification of transactions of the listed entity with related parties;
9. Scrutiny of inter-corporate loans and investments;
10. Valuation of undertakings or assets of the listed entity, wherever it is necessary;
11. Evaluation of internal financial controls and risk management systems;
12. Reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems;
13. Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;
14. Discussion with internal auditors of any significant findings and follow up there on;
15. Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board of Directors;
16. Discussion with the statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;
17. To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors;
18. To review the functioning of the whistle blower mechanism;

19. Approval of appointment of chief financial officer after assessing the qualifications, experience and background, etc. of the candidate;
20. Carrying out any other function as is mentioned in the terms of reference of the audit committee;
21. Reviewing the utilization of loans and/or advances from/ investment by the holding Company in the subsidiary exceeding rupees 100 crore or 10% of the asset size of the subsidiary, whichever is lower including existing loans/advances/investments existing as on the date of coming into force of this provision;
22. Consider and comment on rationale, cost-benefits and impact of schemes involving merger, demerger, amalgamation etc., on the listed entity and its shareholders;
23. Reviewing the management discussion and analysis of financial condition and results of operations;
24. Reviewing the management letters/letters of internal control weaknesses issued by the statutory auditors;
25. Reviewing the internal audit reports relating to internal control weaknesses; and
26. Reviewing the appointment, removal and terms of remuneration of the chief internal auditor shall be subject to review by the audit committee.
27. Reviewing the statement of deviations:
    (i) Quarterly statement of deviation(s) including report of monitoring agency, if applicable, submitted to stock exchange(s) in terms of Regulation 32(1).
    (ii) Annual statement of funds utilized for purposes other than those stated in the offer document/ prospectus/notice in terms of Regulation 32(7).

In addition to the above, the Committee also reviews the statement of related party transactions, including the granting of omnibus approvals as well as internal audit reports relating to observations on internal controls, etc.

### (b) Composition, name of members and Chairperson:

As on March 31, 2025 the Company's Audit Committee comprises of three Non-Executive Independent Directors and one Non-Executive Director. The Chairperson of the Audit Committee is Non-Executive Independent Director. The below table presents the composition, name of members and Chairperson of the Audit Committee:

| S. No. | Name of the Director | Category | Role |
|---|---|---|---|
| 1. | Mr. Rajender Reddy Gankidi | Independent Director | Chairperson |
| 2. | Mr. Pramod Kapoor Kumar | Independent Director | Member |
| 3. | Mrs. Sneha Sankla | Independent Director | Member |
| 4. | Mr. Soumen Bose | Non-Executive Director | Member |

In pursuance, to Section 177 of the Companies Act, 2013 and Regulation 18 of SEBI Listing Regulations, the members of the Audit Committee are financially literate and have related financial management expertise by virtue of their experience and background.

### (c) Meetings and attendance during the year:

During the FY 2024-25, the Audit Committee met six (6) times i.e., on May 16, 2024; May 27, 2024; August 09, 2024; October 26, 2024; February 10, 2025 and March 06, 2025. The necessary quorum was present for all the meetings. The Audit Committee invites such of the executives, as it considers appropriate, such as Statutory Auditors, Internal Auditors, Chief Financial Officer, Managing Director and other Special Invitees to be present at its meetings. The Company Secretary acts as the secretary to the Audit Committee.

All the members of Audit Committee were present in all the meetings.

## 4. NOMINATION AND REMUNERATION COMMITTEE:

The Nomination and Remuneration Committee of the Company is constituted in line with the provisions as contemplated under Regulation 19 of the SEBI Listing Regulations read with Section 178 of the Companies Act, 2013.

### (a) Brief description of terms of reference:

The broad terms of reference and role of the Nomination and Remuneration Committee shall inter-alia include the following:

1. Formulation of the criteria for determining qualifications, positive attributes and independence of a Director and recommend to the Board of Directors a policy relating to the remuneration of the Directors, key managerial personnel and other employees.
2. Formulation of criteria for evaluation of performance of Independent Directors and the Board of Directors.
3. Devising a policy on diversity of Board of Directors.
4. Identifying persons who are qualified to become Directors and who may be appointed in senior management in accordance with the criteria laid down, and recommend to the Board of Directors their appointment and removal.
5. Whether to extend or continue the term of appointment of the Independent Director, on the basis of the report of performance evaluation of Independent Directors.
6. Recommend to the Board of Directors, all remuneration, in whatever form, payable to senior management.

### (b) Composition, name of members and Chairperson:

As on March 31, 2025 the Company's Nomination and Remuneration Committee comprises of three Non-Executive Independent Directors and one Non-Executive Director. The Chairperson of the Nomination and Remuneration Committee is Non-Executive Independent Director. The below table presents the composition, name of members and Chairperson of the Nomination and Remuneration Committee:

| S. No. | Name of the Director | Category | Role |
|---|---|---|---|
| 1. | Mr. Rajender Reddy Gankidi | Independent Director | Chairperson |
| 2. | Mr. Pramod Kapoor Kumar | Independent Director | Member |
| 3. | Mrs. Sneha Sankla | Independent Director | Member |
| 4. | Mr. Soumen Bose | Non-Executive Director | Member |

### (c) Meeting and attendance during the year:

During the FY 2024-25, the Nomination and Remuneration Committee met one (1) time i.e., on May 16, 2024. The necessary quorum was present for the meeting. The Company Secretary acts as the secretary to the Nomination and Remuneration Committee.

All the members of Nomination and Remuneration Committee were present in the meeting.

### (d) Performance evaluation criteria for Independent Directors:

Pursuant to the provisions of the Companies Act, 2013 and the SEBI Listing Regulations, the Company has put in place the criteria for annual evaluation of performance of Chairperson, Individual Directors (Independent & Non–Independent), Board Level Committees and the Board of Directors as a whole.

During the year under review, the Board of Directors evaluated the effectiveness of its functioning and that of Committees and of Individual Directors (Independent and Non–Independent) by seeking their inputs on various aspects of Board of Directors/Committee Governance. Performance evaluation was made on the basis of structured questionnaire considering the indicative criteria as prescribed by the Evaluation Policy of the Company. The performance evaluation of the Independent Directors was carried out by the entire Board of Directors excluding the Director being evaluated.

The Independent Directors of the Company are evaluated based on various criteria such as Qualifications, Experience, Knowledge and Competency, Fulfillment of functions, Ability to function as a team, Initiative, Availability and Attendance, Commitment, Contribution, Integrity, Independence and Independent views and judgment.

## 5. STAKEHOLDERS' RELATIONSHIP COMMITTEE:

The Stakeholders Relationship Committee of the Company is constituted in line with the provisions as contemplated under Regulation 20 of the SEBI Listing Regulations read with Section 178 of the Companies Act, 2013.

### (a) Composition, name of members and Chairperson:

As on March 31, 2025 the Company's Stakeholders' Relationship Committee comprises of three Non-Executive Independent Directors and one Non-Executive Director. The Committee is headed by Mr. Pramod Kapoor Kumar, Non-Executive Independent Director of the Company.

The below table presents the composition, name of members and Chairperson of the Stakeholders' Relationship Committee:

| S. No. | Name of the Director | Category | Role |
|---|---|---|---|
| 1. | Mr. Pramod Kapoor Kumar | Independent Director | Chairperson |
| 2. | Mr. Rajender Reddy Gankidi | Independent Director | Member |
| 3. | Mrs. Sneha Sankla | Independent Director | Member |
| 4. | Mr. Soumen Bose | Non-Executive Director | Member |

**Brief description of terms of reference:** The broad terms of reference and role of the Stakeholders Relationship Committee shall inter-alia include the following:

(1) 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.

(2) Review of measures taken for effective exercise of voting rights by shareholders.

(3) 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.

(4) 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.

**Meeting and attendance during the year:** During the FY 2024-25 the Stakeholders Relationship Committee met

One (1) time i.e., on March 31, 2025. The necessary quorum was present for the meeting. The Company Secretary acts as the secretary to the Stakeholders Relationship Committee.

All the members of Stakeholders Relationship Committee were present in the meetings.

### (b) Name and designation of the Compliance Officer:

The Board of Directors has designated Mrs. Rekha Singh, Company Secretary as the Compliance Officer of the Company w.e.f. October 10, 2023.

### (c) Number of Shareholders' complaints received during the financial year:

The total number of complaints received and redressed during the FY 2024-25 is as follow:

| Opening Balance | Received during the year | Resolved during the year | Closing Balance |
|---|---|---|---|
| 0 | 0 | 0 | 0 |

### (d) Number of complaints not solved to the satisfaction of Shareholders:

As on March 31, 2025, there were no unresolved complaints pending from shareholders.

### (e) Number of pending complaints:

As on March 31, 2025, no shareholder complaints were pending.

## 5A. RISK MANAGEMENT COMMITTEE:

The Risk Management Committee of the Company is constituted in line with the provisions as contemplated under Regulation 21 of the SEBI Listing Regulations.

### (a) Brief description of terms of reference:

The broad terms of reference and role of the Risk Management Committee shall inter-alia include the following:

(1) To formulate a detailed risk management policy which shall include:

(a) A framework for identification of internal and external risks specifically faced by the listed entity, in particular including financial, operational, sectoral, sustainability (particularly, ESG related risks), information, cyber security risks or any other risk as may be determined by the Committee;

(b) Measures for risk mitigation including systems and processes for internal control of identified risks;

(c) Business continuity plan.

(2) To ensure that appropriate methodology, processes and systems are in place to monitor and evaluate risks associated with the business of the Company;

(3) To monitor and oversee implementation of the risk management policy, including evaluating the adequacy of risk management systems;

(4) To periodically review the risk management policy, at least once in two years, including by considering the changing industry dynamics and evolving complexity;

(5) To keep the Board of Directors informed about the nature and content of its discussions, recommendations and actions to be taken;

(6) The appointment, removal and terms of remuneration of the Chief Risk Officer (if any) shall be subject to review by the Risk Management Committee.

The Risk Management Committee shall coordinate its activities with other committees, in instances where there is any overlap with activities of such committees, as per the framework laid down by the Board of Directors.

### (b) Composition, name of members and Chairperson:

As on March 31, 2025, the Company's Risk Management Committee comprises of three members consisting of one Non-Executive Independent Directors; one Non-Executive Director and one Executive Director. The Chairperson of the Risk Management Committee is Non-Executive Director. The below table presents the composition, name of members and chairperson of the Risk Management Committee:

| S. No. | Name of the Director | Category | Role |
|---|---|---|---|
| 1. | Mr. Soumen Bose | Non-Executive Director | Chairperson |
| 2. | Mr. Rajender Reddy Gankidi | Independent Director | Member |
| 3. | Mr. Rupesh Kumar Gupta | Managing Director | Member |

### (c) Meeting and attendance during the year:

During the FY 2024-25, the Risk Management Committee met two (2) times i.e., on September 24, 2024 and March 31, 2025. The necessary quorum was present for all the meetings. The Company Secretary acts as the secretary to the Risk Management Committee.

All the members of Risk Management Committee were present in all the meetings.

## 5B. SENIOR MANAGEMENT:

Particulars of senior management including the changes therein since the close of the previous financial year:

As on March 31, 2025 the following persons forms part of Senior Management of the Company:

| S. No. | Name | Designation |
|---|---|---|
| 1. | Rupesh Kumar Gupta | Managing Director |
| 2. | Sailesh Gupta | Whole-time Director |
| 3. | Amitabha Bhattacharya | Chief Financial Officer |
| 4. | Rekha Singh | Company Secretary & Compliance officer |
| 5. | Ashish Agarwal | Marketing Head |

## 5C. CORPORATE SOCIAL RESPONSIBILITY COMMITTEE:

The Corporate Social Responsibility ("CSR") Committee is constituted as per the requirement of Section 135(1) of the Companies Act, 2013 which provides for the appointment of three or more Directors out of which at least one Director shall be an Independent Director.

### (a) Brief description of terms of reference:

The Committee oversees, inter-alia, Corporate Social Responsibility and other related matters as may be referred by the Board of Directors and discharges the roles as prescribed under Section 135 of the Companies Act, 2013. The broad terms of reference of the CSR Committee shall inter-alia include the following:

(1) Monitoring the Corporate Social Responsibility Policy;

(2) Recommending and approving the amount of expenditure incurred on CSR activities to be undertaken by the Company as specified in Schedule VII of the Companies Act, 2013;

(3) Review the monitoring mechanism for ensuring implementation of activities proposed to be undertaken by the Company; and

(4) Formulating and recommending to the Board of Directors, an annual action plan in pursuance of its CSR policy, which includes list of CSR programmes that are approved to be undertaken by the Company in conformity with Schedule VII of the Companies Act, 2013 and the Rules thereof, its manner of execution, the modalities of utilization of funds/implementation schedules for the same and details of need and impact assessment, if any, for the project undertaken by the Company.

### (b) Composition, name of members and Chairperson:

As on March 31, 2025, the Company's CSR Committee comprises of one Non-Executive Independent Directors and two Executive Director. The Chairman of the CSR Committee is Executive Director. The below table presents the composition, name of members and chairperson of the CSR Committee:

| S. No. | Name of the Director | Category | Role |
|---|---|---|---|
| 1. | Mr. Rupesh Kumar Gupta | Managing Director | Chairperson |
| 2. | Mr. Sailesh Gupta | Whole-time Director | Member |
| 3. | Mr. Pramod Kapoor Kumar | Independent Director | Member |

### (c) Meeting and attendance during the year:

During the FY 2024-25 the CSR Committee met one (1) time i.e., on March 31, 2025. The necessary quorum was present for the meeting. The Company Secretary acts as the secretary to the CSR Committee.

All the members of CSR Committee were present in the meeting.

## 6. REMUNERATION OF DIRECTORS:

### (a) All pecuniary relationship or transactions of the non-executive Directors vis-à-vis the listed entity:

**Remuneration paid/payable to Non-Executive Directors:**

The details of remuneration paid/payable to the Non-Executive Directors for the financial year ended March 31, 2025 are by way of sitting fees and travel expenses incurred by the Independent Directors for attending the Board of Directors and/or Committee meetings, site visits, and other related activities. Sitting Fees and commission paid/payable to Non-Executive Directors for the financial year ended March 31, 2025 are as follows:

(Amount in Lakhs)

| Name | Designation | Sitting Fees | Commission | Total |
|---|---|---|---|---|
| Mr. Pramod Kumar Kapoor | Independent Director | 2.65 | - | 2.65 |
| Mr. Rajender Reddy Gankidi | Independent Director | 2.70 | - | 2.70 |
| Mrs. Sneha Sankla | Independent Director | 2.65 | - | 2.65 |
| Mrs. Sunita Gupta | Director | 1.50 | - | 1.50 |
| Mr. Soumen Bose | Director | - | 24.69 | 24.69 |

The criteria of making payment to Non-Executive Directors are displayed on the website of the Company.

### Remuneration paid/payable to Executive Directors:

The details of remuneration paid/payable to the Executive Directors for the financial year ended March 31, 2025 are in compliance with the Companies Act, 2013 and in line with the approvals of the Board of Directors and shareholders, subject to the limits prescribed under the Companies Act, 2013 and Company's Nomination and Remuneration Policy. The Executive Directors of the Company are not entitled to sitting fees:

(Amount in Lakhs)

| S. No. | Name | Designation | Salary | Commission | Bonus | Other benefits |
|---|---|---|---|---|---|---|
| 1. | Rupesh Kumar Gupta | Managing Director | 180.00 | - | - | - |
| 2. | Sailesh Gupta | Whole-time Director | 144.00 | - | - | - |

**Note:**

- The Executive Directors are paid/payable commission of 2.5 percent of the net profit.
- The Company does not have performance linked incentive plan for Directors.
- No severance fee is paid/payable to any of the Directors.
- All the directors are entitled to reimbursement of reasonable expenses incurred during the performance of their duty as a Director.
- The Company has not granted any stock options to the Directors of the Company.
- **Service Contract and Notice Period:** The Company shall appoint/re-appoint its executive Director for a term not exceeding three years having a 3 months' notice period either side and there is no severance fees involved for any of its Directors of the Company.
- The Company also has issued appointment letter to non-executive Independent Director(s) as prescribed by the Companies Act, 2013 and applicable regulations.

## 7. GENERAL BODY MEETINGS:

### (a) Information of last three Annual General Meetings (AGM's) Held:

| Year | Venue | Day | Date | Time |
|---|---|---|---|---|
| 17th AGM 2023-24 | Deemed to be at Registered Office located at 3-4-174/12/2, 1st Floor, Samarpan, lane beside Spencer's, Pillar No. 125, Attapur, Hyderabad - 500048, Telangana, held through Video Conferencing (VC)/ Other Audio-Visual Means (OAVM). | Monday | September 23, 2024 | 11.30AM |
| 16th AGM 2022-23 | Deemed to be at Registered Office located at 3-4-174/12/2, 1st Floor, Samarpan, lane beside Spencer's, Pillar No. 125, Attapur, Hyderabad - 500048, Telangana, held through Video Conferencing (VC)/Other Audio-Visual Means (OAVM) | Friday | September 22, 2023 | 11.30AM |
| 15th AGM 2021-22 | Hotel Inner Circle Situated at Namita Road, Saboo Heights, 6-3-905, Raj Bhavan Rd, Matha Nagar, Somajiguda, Hyderabad, 500082 - Telangana | Friday | September 09, 2022 | 10:30AM |

### (b) Details of the special resolutions passed in the Annual General Meetings held in the previous three years are given below:

| S. No. | Details of AGM | Date & Time | Description of Special Resolution |
|---|---|---|---|
| 1. | 17th AGM 2023-24 | Monday, September 23, 2024 at 11.30 AM (IST) | No Special resolution passed during the 17th AGM. |
| 2. | 16th AGM 2022-23 | Friday, September 22, 2023 at 11.30 AM (IST) | Approval of appointment and remuneration of Mr. Rupesh Kumar Gupta, Managing Director of the Company.<br><br>Approval of appointment and remuneration of Mr. Sailesh Gupta, Whole Time Director of the Company. |
| 3. | 15th AGM 2021-22 | Friday, September 09, 2022 at 10.30 AM (IST) | Appointment of Mr. Soumen Bose (DIN: 09608922) as an Independent Director of the Company.<br><br>Re-appointment of Mr. Pramod Kapoor Kumar (DIN: 03557358) as Chairperson & Independent Director of the Company.<br><br>Approval for increase in remuneration of Mr. Rupesh Kumar Gupta, Managing Director of the Company.<br><br>Approval for increase in remuneration of Mr. Sailesh Gupta, Whole-time Director of the Company. |

### (c) Details of the Special Resolutions passed last year through Postal Ballot – Details of Voting Pattern:

During the year under review, two (2) Special Resolution was passed through notice of postal ballot dated September 24, 2024. Details of the special resolutions and voting pattern are as follows:

Item No 1: Increased in the Authorized Share Capital of the Company and alteration of Capital clause of the Memorandum of Association of the Company:

| Particulars | Number of Valid | | Percentage (%) |
|---|---|---|---|
| | Voters (via e-voting) | Votes (via e-voting) | |
| Assent | 138 | 1,27,95,188 | 99.9965% |
| Dissent | 10 | 442 | 0.0035% |
| Invalid/Abstained | 0 | 0 | 0.0000% |
| **Total** | **148** | **1,27,95,630** | **100.0000%** |

Item No 2: Approval of capital raising by way of issuance of equity shares and/or any other eligible securities:

| Particulars | Number of Valid | | Percentage (%) |
|---|---|---|---|
| | Voters (via e-voting) | Votes (via e-voting) | |
| Assent | 139 | 1,27,95,296 | 99.9973% |
| Dissent | 10 | 344 | 0.0027% |
| Invalid/Abstained | 0 | 0 | 0.0000% |
| **Total** | **149** | **1,27,95,640** | **100.0000%** |

The Board of Directors has appointed Mr. Vinod Sakaram (Membership No. 23285), Partner of M/s. VSSK & Associates, Company Secretaries in practice, as the Scrutinizer to scrutinize the Postal ballot process in a fair and transparent manner. The Company has provided remote e-Voting ("e-Voting") facility to the shareholders to exercise votes on the e-Voting platform provided by CDSL, to enable them to cast their votes electronically. The resolutions contained in the Notice of Postal Ballot dated September 24, 2024 were passed with requisite majority.

Note: The Postal Ballot Notice for Special Resolution to approve alteration of Object clause of Memorandum of Association (MOA) was issued on March 06, 2025.

During the previous FY 2023-24, one (1) Special Resolution was passed through notice of postal ballot dated January 03, 2024: Approval of change in designation of Mr. Soumen Bose (DIN: 09608922) from Non-Executive Independent Director to Non-Executive Non-Independent Director of the Company. The notice for postal ballot dated January 03, 2024 was dispatched to the shareholders, and the resolutions were approved by the requisite majority on February 05, 2024.

### (d) Whether any Special Resolution is proposed to be conducted through Postal Ballot:

No, special resolution is proposed to be conducted through postal ballot as on the date of this report. Further, none of the businesses proposed to be transacted at the ensuing AGM require the passing of a special resolution through postal ballot.

### (e) Procedure for Postal Ballot:

The postal ballot was carried out as per the provisions of Sections 108 and 110 and other applicable provisions of the Companies Act, 2013, read with the Rules framed thereunder and read with the General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020 and subsequent circulars issued in this regard, the latest being 9/2024 dated September 19, 2024, respectively as amended from time to time issued by the Ministry of Corporate Affairs and SEBI Listing Regulations in this regard.

## 8. MEANS OF COMMUNICATION:

### a) Financial Results

The quarterly/half yearly/annual financial results, notices of general meetings and all other material information are submitted to the stock exchanges as well as published in the newspapers as per the requirement of the SEBI Listing Regulations. These results are also posted on the website of the Company and stock exchanges.

b) **Newspapers wherein the results normally published**

The results are normally published by the Company in the leading newspapers like Business Line (English version) all India Edition and Surya (Telugu version) Hyderabad – Local.

c) **Any website, where displayed**

The Company has a dedicated "Investors" section on its website viz., https://www.hariompipes.com/, wherein relevant member information such as Board Committee, Corporate Policy, Annual Report, Financial Results, Shareholding details etc. are accessible.

d) **Whether it also displays official news releases**

All the official press release pertaining to results and other announcements are submitted to the stock exchanges where the shares of the Company are listed and are also being uploaded on the website of the Company.

e) **Presentations made to institutional investors or to the analysts**

The Company ensures transparent and timely communication with investors and analysts. Presentations made to institutional investors or to the analysts are uploaded on the Company's website. Audio/video recordings and transcripts of investor calls attended by the Managing Director, CFO, and CS are displayed on the website of the Company and to the stock exchanges where the shares of the Company are listed.

f) **Annual Report**

The Annual Report of the Company is circulated to the members and others entitled thereto. The Management Discussion and Analysis (MDA) Report, Corporate Governance Report and Business Responsibility and Sustainability Report (BRSR) forms part of the Annual Report.

g) **SCORES (SEBI Complaints Redressal System)**

SEBI has provided a centralized web-based complaints redressal system named, SCORES, enabling investors to lodge complaint(s) against a Company for any grievance. The Company is registered on SCORES Platform.

h) **Green Initiative – Service of Documents in Electronic Form**

The Ministry of Corporate Affairs (MCA) has taken a green initiative in Corporate Governance by allowing paperless compliances by the Companies and permitted the service of Annual Reports and documents to the shareholders through electronic mode subject to certain conditions. Members who have not yet registered their email addresses are requested to register the same with their Depositories in case the shares are held by them in electronic form and with Company's Registrars and Transfer Agents, Bigshare Services Private Limited, in case the shares are held by them in physical form.

## 9. GENERAL SHAREHOLDER INFORMATION:

a) **Annual General Meeting - Date, Time and Venue**

Date: September 30, 2025, at 11:30 am IST

Venue: Meeting shall be conducted through VC/OAVM. The deemed venue shall be at the Registered Office: 3-4-174/12/2, SAMARPAN, 1st Floor, Near Pillar No. 125, Hyderabad, Attapur, K.V. Rangareddy, Rajendranagar, Telangana, India, 500048.

b) **Financial Year: April 1 to March 31**

c) **Dividend Payment Date:** Dividend, if declared at the ensuing Annual General Meeting (AGM) will be paid within 30 days from AGM.

d) **The name and address of each stock exchange(s) at which the listed entity's securities listed are:**

| | |
|---|---|
| National Stock Exchange of India Ltd<br>Exchange Plaza, 5th Floor<br>Plot No. C/1, 'G' Block<br>Bandra-Kurla Complex<br>Bandra(E), Mumbai - 400 051 | BSE Limited<br>Phiroze Jeejeebhoy Towers<br>Dalal Street<br>Mumbai - 400 001 |

The Annual Listing fee was remitted to the above stock exchanges up to FY 2024-25.

h) **In case the securities are suspended from trading, if any:** The Securities of the Company have not been suspended from trading at any time during the financial year ended March 31, 2025.

i) **Registrar to an issue and share transfer agents:**

M/s. Bigshare Services Private Limited
Address: 306, Right Wing, 3rd Floor, Amrutha Ville, Opp. Yashoda Hospital, Raj Bhavan Road, Somajiguda, Hyderabad - 500082, Telangana, India.
Tel: 040-4014 4967
e-mail: bsshyd@bigshareonline.com,
Website: www.bigshareservices.com

j) **Share Transfer System:**

The share transfers are being dealt by the Company's Registrars and Transfer Agents (RTA), M/s. Bigshare Services Private Limited, registered with SEBI as a Category 1 registrar.

In terms of the amended Regulation 40(1) of SEBI Listing Regulations w.e.f. April 01, 2019, securities of the listed Companies shall be processed only in those cases where the shares are held in dematerialized form with the depository, in terms of guidelines issued by SEBI. Pursuant to SEBI Circular No. SEBI/HO/MIRSD/MIRSD_ TAMB/P/CIR/2022/8 dated January 25, 2022, SEBI has mandated Listed Companies to issue securities in dematerialized form only while processing investor service request viz transmission, transposition, renewal, exchange, sub-division, consolidation and issue of duplicate certificates etc., the securities shall be issued in dematerialized form only. Accordingly, the shares held in physical form will not be transferred unless they are converted into dematerialized form.

## k) Distribution of shareholding:

(1) Distribution of shareholding as on March 31, 2025:

| Category | Share Holders | | Shares | |
|---|---|---|---|---|
| | Number | % to Total | No. of Shares | % to Total |
| (1) | (2) | (3) | (4) | (5) |
| 1 - 5000 | 53096 | 96.28 | 3280708 | 10.59 |
| 5001 - 10000 | 1134 | 2.06 | 846189 | 2.73 |
| 10001 - 20000 | 503 | 0.91 | 749217 | 2.42 |
| 20001 - 30000 | 143 | 0.26 | 361585 | 1.17 |
| 30001 - 40000 | 64 | 0.12 | 228313 | 0.74 |
| 40001 - 50000 | 54 | 0.10 | 249418 | 0.80 |
| 50001 - 100000 | 66 | 0.12 | 509887 | 1.65 |
| 100001 - Above | 85 | 0.15 | 24741972 | 79.90 |
| **Total** | **55145** | **100.00** | **30967289** | **100.00** |

(2) Shareholding Pattern of the Company as on March 31, 2025:

| S. No. | Shareholders Category | Number of Shareholders | Percent of total Shareholders (%) | Number of Shares | Percentage (%) |
|---|---|---|---|---|---|
| 1 | Promoters & Promoter Group | 17 | 0.03 | 17732704 | 57.26 |
| 2 | Mutual Funds | 1 | 0.00 | 58141 | 0.19 |
| 3 | Alternate Investment Funds | 1 | 0.00 | 13000 | 0.04 |
| 4 | Foreign Portfolio Investor (Corporate-Category I & II) | 17 | 0.03 | 2940666 | 9.50 |
| 5 | Individuals | 53595 | 97.18 | 7928676 | 25.60 |
| 6 | Non-Resident Indians (NRIs) | 745 | 1.35 | 217388 | 0.70 |
| 7 | Bodies Corporate | 194 | 0.35 | 1460873 | 4.72 |
| 8 | Any Other | 575 | 1.06 | 615841 | 1.99 |
| | **Total** | **55145** | **100.00** | **30967289** | **100.00** |

## l) Dematerialization of shares and liquidity:

3,09,67,289 Equity Shares of Rs.10/- each as on March 31, 2025 were in dematerialized form. Company has connectivity with both Depositories in India viz. National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL).

The Company allotted 20,93,825 and 8,338 equity shares on June 24, 2024 and September 30, 2024 respectively, pursuant to the conversion of warrants issued on a preferential basis into equity shares.

## m) Outstanding GDRS/ADRS/Warrants or any Convertible Instruments, Conversion Date and likely impact on equity:

During the FY 2022-23, the Board of Directors has allotted 33,48,125 and 7,500 Convertible Warrants at an issue price of Rs.345/- each on March 31, 2023 and April 06, 2023 respectively to certain promoter and public. The right to exercise warrant conversion was valid for a period of 18 months from the date of allotment of warrants. Further, the Company completed the first tranche of warrant conversion on January 3, 2024, by allotting 12,46,747 equity shares pursuant to the exercise of warrants.

During the year under review, the Company has completed the second and third tranches of warrant conversion pursuant to resolutions passed by the Board of Directors by Circulation dated June 24, 2024 and September 30, 2024 respectively. Accordingly, 20,93,825 and 8,338 warrants were converted into Equity Shares of Rs.10/- each at an issue price of Rs.345/- per share (including premium of Rs.335/-).

Due to non-exercise, 375 and 6,340 warrants lapsed on September 30, 2024, and October 6, 2024, respectively. Accordingly, the Company has forfeited these warrants.

The Shareholding Pattern at the end of the year after conversion convertible warrants is given below:

| Sr. No. | Shareholders Category | Shareholding as on March 31, 2025 | | Shareholding as on March 31, 2024 | |
|---|---|---|---|---|---|
| | | Shares held | % of total shares | Shares held | % of total shares |
| 1 | Promoters & Promoter Group | 1,77,32,704 | 57.26 | 1,68,22,704 | 58.28 |
| 2 | Public | 1,32,34,585 | 42.74 | 1,20,42,422 | 41.72 |
| **Total** | | **3,09,67,289** | **100.00** | **2,88,65,126** | **100.00** |

## n) Commodity price risk or foreign exchange risk and hedging activities: Not Applicable to the Company

## o) Plant locations:

**UNIT-I:** 3-45/1, Sy.No.62 & 63, Sheriguda Paddayapally (G.P.) Balanagar Mahbubnagar 509202, Telangana, India.

**UNIT-II:** Survey No. 98, D. Hirehal Village and Mandal, Anantapur District - 515872, Andhra Pradesh, India.

**UNIT- III:** Plot No. B-15 TO B-28, Sipcot Industrial Area, Sipcot Indl Growth Centre, Perundurai, Perundurai Taluk, Erode District - 638052, Tamil Nadu, India.

**UNIT- VI:** Survey. No. 39 situated at Sheriguda Village, Peddaiahpally, Balanagar Mandal, Mahbubnagar District - 509202, Telangana, India.

## p) Address for correspondence:

| S. No. | Shareholders Correspondence for | Address to |
|---|---|---|
| 1. | Transfer/Dematerialization/consolidation/split of shares, issue of Duplicate share certificates, change of address of members and beneficial owners and any other query relating to the shares of the Company. | M/s. Bigshare Services Private Limited<br>Registrar and Share Transfer Agent.<br>Address: 306, Right Wing, 3rd Floor, Amrutha Ville,<br>Opp. Yashoda Hospital, Somajiguda, Rajbhavan Road,<br>Hyderabad – 500082, Telangana, India.<br>Tel: 040-40144582<br>Email: bsshyd@bigshareonline.com |
| 2. | Investor Correspondence/queries on Corporate Governance and other secretarial matters. | COMPANY SECRETARY<br>M/s. Hariom Pipe Industries Limited.<br>Address: 3-4-174/12/2, SAMARPAN, 1st Floor, Near Pillar No. 125,<br>Hyderabad, Attapur, K.V. Rangareddy, Rajendranagar,<br>Telangana, India, 500048.<br>Tel: 040-24016101<br>Email: cs@hariompipes.com |

## q) Credit Rating:

During the financial year ended March 31, 2025, the Company obtained credit ratings from CRISIL Ratings Limited for its bank loan facilities, details of which are given below:

| S. No. | Instrument Type | Previous Rating | Current Rating | Rating Agencies |
|---|---|---|---|---|
| 1. | Long-Term Borrowings | CRISIL A-/Stable | CRISIL A-/Stable | CRISIL Ratings Limited |
| 2. | Short-Term Borrowings | CRISIL A2+ | CRISIL A2+ | CRISIL Ratings Limited |

# 10. OTHER DISCLOSURES:

## (a) Disclosures on materially significant Related Party Transactions that may have potential conflict with the interests of listed entity at large;

During the FY 2024-25 all the Related Party Transactions entered into by the Company were in the ordinary course of business and at arm's length basis and were approved by the members of Audit Committee, comprising majority of Independent Directors.

The Company does not have any materially significant Related Party Transaction that may have potential conflict with the interest of the Company at large. The Company complies with the disclosure requirements as prescribed in Regulation 23 of SEBI Listing Regulations pertaining to Related Party Transactions ("RPT"). Details of RPT's are informed to the Board of Directors on a quarterly basis along with financial results.

## (b) Details of non-compliance by the listed entity, penalties, strictures imposed on the listed entity by stock exchange(s) or the board or any statutory authority, on any matter related to capital markets, during the last three years:

During the last three years, the Company has not encountered any non-compliances, penalties, or strictures from the Stock Exchanges, SEBI, or any statutory authority regarding capital market matters.

**(c) Whistle Blower Policy and affirmation that no personnel have been denied access to the Audit Committee:**

In accordance with Regulation 22 of the SEBI Listing Regulation and Section 177(10) of the Companies Act, 2013 the Company has established a Whistle Blower Policy. This policy provides a Vigil mechanism for stakeholders, including Directors and employees, to report unethical behavior, fraud, and violations of the Company's Code of Conduct. The Whistle Blower Policy hosted on the Company's website and can be accessed at https://www.hariompipes.com/pdf/policies/whistle-blower-policy.pdf. No personnel have been denied access to the Audit Committee.

**(d) Compliance with mandatory requirements and adoption of the non-mandatory requirements:**

The Company has complied with all the mandatory requirements prescribed under SEBI Listing Regulations for the financial year ended March 31, 2025. The status of compliance with the discretionary requirements, as stated under Part E of Schedule II to the SEBI Listing Regulations is given in point no. 12.

**(e) Web-link where policy for determining 'material' subsidiaries is disclosed:**

The Policy on determining Material Subsidiaries as approved by the Board of Directors is hosted on the Company's website and can be accessed at https://www.hariompipes.com/pdf/Material%20Subsidiary%20Policy%20-%20Updated.pdf

**(f) Web-link where policy for dealing with Related Party Transactions:**

The Policy on Materiality of Related Party Transactions and on dealing with Related Party Transaction as approved by the Board of Directors is hosted on the Company's website and can be accessed at https://www.hariompipes.com/investor-relations-policies-new.php.

**(g) Disclosure of Commodity Price Risks and Commodity Hedging Activities:**

We are exposed to the price risk associated with purchasing our raw materials, which form the highest component of our expenses. We typically do not enter into formal arrangements with our vendors. Therefore, fluctuations in the price and availability of raw materials may affect our business, cash flows and results of operations. We do not currently engage in any hedging activities against commodity price risk.

**(h) Details of utilization of funds raised through preferential allotment or qualified institutions placement as specified under Regulation 32 (7A).**

The Company at its Extraordinary General Meeting held on February 20, 2023 has obtained shareholders' approval for the issuance of 21,44,000 Equity Shares and 33,71,000 Convertible Warrants of Rs.10/- each at an issue price of Rs.345/-per share. In-principal approvals were received from BSE and NSE on March 24 and March 27, 2023, respectively, for the issuance and allotment of 21,43,500 Equity Shares and 33,69,500 Convertible Warrants. Subsequently, the Company allotted 21,39,425 Equity Shares and 33,48,125 Convertible Warrants on March 31, 2023, followed by an allotment of 2,750 Equity Shares and 7,500 Convertible Warrants on April 06, 2023. Trading approvals for these allotments were received from the exchanges on May 22, 2023 and June 05, 2023 respectively.

Further, on January 03, 2024, the Company allotted 12,46,747 Equity Shares pursuant to the conversion of warrants issued on a preferential basis. Trading approval for this allotment was obtained from both exchanges on March 06, 2024.

During the year under review, the Company allotted 20,93,825 Equity Shares on June 24, 2024 and 8,338 Equity Shares on September 30, 2024, pursuant to the conversion of warrants issued on preferential basis. Trading approvals for the said allotments were received from both exchanges on March 06, 2024 and December 02, 2024 respectively.

The proceeds from the preferential issue were utilized to meet the Company's working capital requirements. There has been no deviation or variation in the utilization of these proceeds during the period under review.

**(i) Where the Board of Directors had not accepted any recommendation of any committee of the board which is mandatorily required, in the relevant financial year, the same to be disclosed along with reasons thereof:**

During the FY 2024-25, the Board of Directors has accepted all the recommendations made by the Board committees.

**(j) Total fees for all services paid by the Listed Entity 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 is a part.**

The total fees for all the Services paid by the Company to the Statutory Auditors for the FY 2024-25 are Rs.19.90 Lakhs as set out in financial Statements and forms part of this annual report.

**(k) Disclosures in relation to the Sexual Harassment of Women at workplace (Prevention, Prohibition and Redressal) Act, 2013:**

| S. No. | Particulars | Number |
|---|---|---|
| 1. | Number of Complaints received during the year | Nil |
| 2. | Number of Complaints disposed of during the year | Nil |
| 3. | Number of Complaints pending as at the end of the financial year | Nil |

**(l) 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:**

During FY 2024-25, the Company and its subsidiary did not provide any loans or advances to firms or companies in which Directors have an interest.

**(m) Details of Material Subsidiaries of the Listed Entity; including the date and place of incorporation and the name and date of appointment of the Statutory Auditors of such subsidiaries:**

The Company has incorporated a wholly owned subsidiary under the name M/s. Hariom Power and Energy Private Limited on March 19, 2025. M/s. R Kabra & Co., LLP, has been appointed as the Statutory Auditor of the said subsidiary.

It is further clarified that the provisions relating to material subsidiaries are not applicable to the Company.

**(n) Statutory Certificates:**

**(i) CEO/CFO Certificate:**

In terms of Regulation 17(8) of the SEBI Listing Regulations, the Certificate in the prescribed format duly signed by the Managing Director and CFO of the Company which has been reviewed by the Audit Committees, was placed before the Board of Directors along with the financial statements for the financial year ended March 31, 2025, at its meeting held on May 09, 2025. The same is annexed as **"CG_Annexure – A"** which forms part of this Corporate Governance Report.

**(ii) Certificate from Secretarial Auditors on Corporate Governance:**

A certificate from M/s. VSSK & Associates, Company Secretaries in practice, confirming compliances with the conditions of Corporate Governance requirements as stipulated under the SEBI Listing Regulations for the FY 2024-25 is annexed as **"CG_Annexure – B"** and forms part of this Corporate Governance Report.

**(iii) Certificate from Secretarial Auditors that none of the Board of Directors of the Company have been debarred or disqualified from being appointed or continuing as Directors of Companies by the Board/Ministry of Corporate Affairs or any such statutory authority:**

A certificate from M/s. VSSK & Associates, Company Secretaries in practice, pursuant to Schedule V of the SEBI Listing Regulations, confirming that none of the Board of Directors of the Company has been debarred or disqualified from being appointed or continuing as a Director by the Securities and Exchange Board of India, the Ministry of Corporate Affairs, or any other statutory authority as on March 31, 2025, is annexed as **"CG_Annexure – C"** and forms part of this Corporate Governance Report.

**(o) Dispute Resolution Mechanism at Stock Exchange (SMART ODR):**

SEBI vide its Circular dated May 30, 2022 provided an option for arbitration as a Dispute Resolution Mechanism for investors. As per this Circular, investors can opt for arbitration with Stock Exchanges in case of any dispute against the Company or its RTA on delay or default in processing any investor services related request. Link for the same is accessable at the website of the Company.

## 11. NON-COMPLIANCE OF ANY REQUIREMENT OF CORPORATE GOVERNANCE REPORT OF SUB-PARAS (2) TO (10) ABOVE, WITH REASONS THEREOF SHALL BE DISCLOSED:

There has been no non-compliance with any requirement of the Corporate Governance Report as stipulated from sub-paragraphs (2) to (10) of Part C of Schedule V of the SEBI Listing Regulations.

## 12. CORPORATE GOVERNANCE REPORT SHALL ALSO DISCLOSE THE EXTENT TO WHICH THE DISCRETIONARY REQUIREMENTS AS SPECIFIED IN PART E OF SCHEDULE II HAVE BEEN ADOPTED:

In addition to the compliance with mandatory requirements, the Company has also adopted and complied with the following non-mandatory requirements in terms of the SEBI Listing Regulations:

**(a) The Board:** The Board of Directors periodically reviewed the compliance of all the applicable laws and steps taken by the Company to rectify instances of non-compliance, if any. The Company is in compliance with all mandatory requirements of the SEBI Listing Regulations. The Company has a Non-Executive Independent Chairperson and hence, the need for implementing the non-mandatory requirement i.e. maintaining a Chairperson's office at the Company's expenses and allowing reimbursements of the Company's expenses and allowing reimbursement of expenses incurred in performance of his duties, does not arise.

**(b) Shareholders' Rights:** The Company ensures that the disclosure of all the information is disseminated on a non-discretionary basis to all the shareholders. The financial performances of the Company on quarterly basis including summary of the significant events are published in English and Local Telugu Newspaper and the quarterly results along with press release and investor presentations are posted on the website of the Company.

**(c) Modified opinion(s) in Audit Report:** The Auditors have expressed an unmodified opinion in their report on the financial statements of the Company.

**(d) Separate posts of Chairperson and Managing Director:** The Company has complied with the requirement of having separate persons to the post of Chairperson and Managing Director. The Chairperson of the Company is a Non-Executive Independent Director and not a relative to Managing Director as per the definition of the term "relative" defined under the Companies Act, 2013.

(e) **Reporting of Internal Auditors:** The Internal Auditors of the Company submits their report to the Audit Committee for review on quarter basis.

(f) **Independent Directors:** The Independent Directors hold one meeting during the financial year without presence of non-independent Directors and members of the management and all the Independent Directors were present at the meeting.

(g) **Risk Management:** The Company has complied with the composition, roles and responsibilities of Risk Management committee.

## 13. 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.

The Company is in compliance with the Corporate Governance requirements as specified under Regulation 17 to 27 read with clauses (b) to (i) of sub-regulation (2) of Regulation 46 of SEBI Listing Regulations, to the extent as applicable. Details of the same is provided in the table given below:

| S. No. | Particulars | Regulation | Brief Description of Regulation | Compliance Status (Yes/No/NA) |
|---|---|---|---|---|
| 1 | Board of Directors | 17 (1) | Board Composition | Yes |
| | | 17 (2) | Meeting of Board of Directors | Yes |
| | | 17 (3) | Review of Compliance Reports | Yes |
| | | 17 (4) | Plans for orderly succession or appointments | Yes |
| | | 17 (5) | Code of Conduct | Yes |
| | | 17 (6) | Fees/Compensation | Yes |
| | | 17 (7) | Minimum Information to be placed before Board | Yes |
| | | 17 (8) | Compliance Certificate | Yes |
| | | 17 (9) | Risk Assessment & Management | Yes |
| | | 17 (10) | Performance evaluation | Yes |
| | | 17 (11) | The statement to be annexed to the notice. | Yes |
| | | 17A | Maximum number of Directorships. | Yes |
| 2 | Audit Committee | 18 (1) | Composition of Audit Committee & Presence of the Chairperson of the Committee at the Annual General Meeting | Yes |
| | | 18 (2) | Meeting of Audit Committee | Yes |
| | | 18 (3) | Role of Committee and Review of information by the Committee | Yes |
| 3 | Nomination and Remuneration Committee | 19 (1) & (2) | Composition of Nomination & Remuneration Committee | Yes |
| | | 19(3) | Presence of the Chairperson of the Committee at the Annual General Meeting | Yes |
| | | 19(4) | Role of Committee | Yes |
| 4 | Stakeholders Relationship Committee | 20 (1), (2) & (3) | Composition of Stakeholders Relationship Committee | Yes |
| | | 20 (4) | Role of Committee | Yes |
| 5 | Risk Management Committee | 21 (1), (2) & (3) | Composition of Risk Management Committee | Yes |
| | | 21(4), (5), (6) | Role of the Committee | Yes |
| 6 | Vigil Mechanism | 22 (1), (2) | Formulation of Vigil Mechanism for Directors and Employee | Yes |
| 7 | Related Party Transaction | 23(1), (2), (3) (5), (6), (8) & (9) | Policy for Related Party Transactions | Yes |
| | | 23 (2) & (3) | Approval including omnibus approval of Audit Committee for all Related Party Transaction and review of Transaction by the Committee | Yes |
| | | 23(4) | Approval for material Related Party Transactions | Yes |
| 8 | Subsidiaries of the Company | 24(1) | Composition of Board of Directors of unlisted material subsidiary | NA |
| | | 24 (2), (3), (4), (5) & (6), (7) 24(A) | Other Corporate Governance requirements with respect to subsidiary of listed entity | Yes |
| 9 | Obligations with respect to Independent Directors | 25 (1) & (2) | Maximum Directorship & Tenure | Yes |
| | | 25 (3) | Meeting of Independent Directors | Yes |
| | | 25 (4) | Review of Performance by the Independent Directors | Yes |
| | | 25 (7) | Familiarization of Independent Directors | Yes |
| | | 25 (8) | Declaration of Independence | Yes |
| | | 25 (9) | Declaration and Confirmation submitted by the Independent Director | Yes |
| | | 25 (10) & (12) | Directors and Officers insurance ('D and O insurance') | Yes |
| | | 25 (11) | No Independent Director, who resigns from a listed entity, shall be appointed as an executive/whole time Director on the board | Yes |

| S. No. | Particulars | Regulation | Brief Description of Regulation | Compliance Status (Yes/No/NA) |
|---|---|---|---|---|
| 10 | Obligations with respect to Directors and Senior Management | 26 (1) | Memberships in committees | Yes |
| | | 26 (3) | Affirmations with compliance to Code of Conduct from members Board of Directors and Senior Management personnel | Yes |
| | | 26 (2) & (5) | Policy with respect to Obligations of Directors and Senior Management | Yes |
| | | 26 (6) | Enter into any agreement with regard to compensation or profit sharing in connection with dealings in the securities of such listed entity | Yes |
| | | 26A. (1), (2), (3) | Any vacancy in the office of CEO, MD, WTD or Manager | Yes |
| 11 | Other Corporate Governance Requirements | 27(1) | Compliance of Discretionary Requirements | Yes |
| | | 27(2) | Filing of Quarterly Compliance Report on Corporate Governance | Yes |
| 12 | Disclosures on Website of the Company | 46(2)(b) | Terms and conditions of appointment of Independent Directors | Yes |
| | | 46(2)(c) | Composition of various committees of Board of Directors | Yes |
| | | 46(2)(d) | Code of Conduct of Board of Directors and Senior Management Personnel | Yes |
| | | 46(2)(e) | Details of establishment of Vigil Mechanism/Whistle Blower policy | Yes |
| | | 46(2)(f) | Criteria of making payments to Non-Executive Directors | Yes |
| | | 46(2)(g) | Policy on dealing with Related Party Transactions | Yes |
| | | 46(2)(h) | Policy for determining Material Subsidiaries | NA |
| | | 46(2)(i) | Details of familiarization programmes imparted to Independent Directors | Yes |

*CG_Annexure-A*

# Compliance Certificate by Managing Director (MD) and Chief Financial Officer (CFO)

(Pursuant to Regulation 17(8) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015)

To,
The Board of Directors,
Hariom Pipe Industries Limited

We, Mr. Rupesh Kumar Gupta, Managing Director (MD) and Mr. Amitabha Bhattacharya, Chief Financial Officer (CFO) of Hariom Pipe Industries Limited, hereby certify that:

A. We have reviewed the Financial Statements and the Cash Flow Statement for the financial year ended March 31, 2025 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's affairs and are in compliance with existing accounting standards, applicable laws and regulations.

B. There are, to the best of our knowledge and belief, no transactions entered into by the Company during the financial year ended March 31, 2025 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 we have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting and have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectifying these deficiencies.

D. We have indicated to the Auditors and the Audit Committee:

   1. Significant changes in internal control over financial reporting during the year;

   2. Significant changes in accounting policies made during the year and that the same have been disclosed in the notes to the financial statements; and

   3. Instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

**For Hariom Pipe Industries Limited**

Sd/-
**Rupesh Kumar Gupta**
Managing Director
DIN: 00540787

Sd/-
**Amitabha Bhattacharya**
Chief Financial Officer

Date: 09-05-2025
Place: Hyderabad

CG_Annexure-B

# Certificate by the Practicing Company Secretaries on Corporate Governance

To,
The Members,
Hariom Pipe Industries Limited

We have examined the compliance of conditions of Corporate Governance by Hariom Pipe Industries Limited ("the Company"), for the year ended March 31, 2025, as stipulated under Regulations 17 to 27 and clauses (b) to (i) of sub- regulation (2) of Regulation 46 and para C and D of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations").

The compliance of the conditions of the Corporate Governance is the responsibility of the Management of the Company. Our examination was limited to the review of procedures and implementation thereof, adopted by the Company for ensuring compliance with the conditions of Corporate Governance as stipulated in the said Regulations. It is neither an audit nor an expression of the opinion on the Financial Statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us and 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 provisions as specified in Chapter IV of SEBI Listing Regulations.

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 VSSK & Associates,**
Company Secretaries
Unique Code: P2015TL044700

Sd/
**CS Vinod Sakaram**
Partner
ACS: 23285, CP No. 8345
UDIN: A023285G001112010
PR No.: 1456/2021

Date: 30-08-2025
Place: Hyderabad

## Certificate of Non-Disqualification of Directors

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

To
The Members,
Hariom Pipe Industries Limited

We, VSSK & Associates, Practicing Company Secretaries, have examined the relevant registers, records, books, forms, returns and disclosures received from the Directors of Hariom Pipe Industries Limited having CIN: L27100TG2007PLC054564 and having Registered Office at 3-4-174/12/2, SAMARPAN, 1st Floor, Near Pillar No. 125, Hyderabad, Attapur, K.V. Rangareddy, Rajendranagar, Telangana, India, 500048 (hereinafter referred to as 'the Company'), produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V, Para-C, Sub clause 10(i) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our information and according to the examinations carried out by us and explanations and representation furnished to us by the Company, its officers and agents, we hereby certify that none of the following Directors of the Company has been debarred or disqualified from being appointed or continuing as Directors of Companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such statutory authority as on March 31, 2025:

| S. No | Name of the Director | Designation | DIN |
|---|---|---|---|
| 1. | Pramod Kapoor Kumar | Chairman & Independent Director | 03557358 |
| 2. | Rupesh Kumar Gupta | Managing Director | 00540787 |
| 3. | Sailesh Gupta | Whole Time Director | 00540862 |
| 4. | Sunita Gupta | Non-Executive Director | 02981707 |
| 5. | Sneha Sankla | Independent Director | 02849733 |
| 6. | Rajender Reddy Gankidi | Independent Director | 09165223 |
| 7. | Soumen Bose | Non-Executive Director | 09608922 |

**For VSSK & Associates,**
Company Secretaries
Unique Code: P2015TL044700

Sd/
**CS Vinod Sakaram**
Partner
ACS: 23285, CP No. 8345
UDIN: A023285G001111988
PR No.: 1456/2021

Date: 30-08-2025
Place: Hyderabad

# Declaration on Code of Conduct

This is to confirm that the Board has laid down a Code of Conduct for all Board Members and Senior Management Personnel of the Company. The Code of Conduct has also been posted on the website of the Company. It is further confirmed that the Members of the Board and Senior Management Personnel of the Company have affirmed compliance with the Code of Conduct and Ethics, as applicable to them for the financial year ended on March 31, 2025 as envisaged in the Chapter IV of the Securities Exchange board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Sd/
**Rupesh Kumar Gupta**
Managing Director
DIN: 00540787

Date: 30-08-2025
Place: Hyderabad

HARIOM
PIPES | SCAFFOLDING | COILS

# BUSINESS RESPONSIBILITY AND SUSTAINABILITY REPORT (BRSR)

## I. DETAILS OF THE LISTED ENTITY

| | | |
|---|---|---|
| 1 | **Corporate Identity Number (CIN) of the Listed Entity** | L27100TG2007PLC054564 |
| 2 | **Name of the Listed Entity** | HARIOM PIPE INDUSTRIES LIMITED |
| 3 | **Year of incorporation** | June 21, 2007 |
| 4 | **Registered office address** | 3-4-174/12/2, SAMARPAN, 1st Floor, Near Pillar No. 125, Hyderabad, Attapur, K.V.Rangareddy, Rajendranagar, Telangana, India, 500048 |
| 5 | **Corporate address** | 3-4-174/12/2, SAMARPAN, 1st Floor, Near Pillar No. 125, Hyderabad, Attapur, K.V.Rangareddy, Rajendranagar, Telangana, India, 500048 |
| 6 | **E-mail** | cs@hariompipes.com |
| 7 | **Telephone** | +91 040 - 24016101 |
| 8 | **Website** | www.hariompipes.com |
| 9 | **Financial year for which reporting is being done** | April 01, 2024 to March 31, 2025 |
| 10 | **Name of the Stock Exchange(s) where shares are listed** | a) Bombay Stock Exchange(BSE) Limited;<br>b) National Stock Exchange of India Limited(NSE) |
| 11 | **Paid-up Capital** | ₹ 30,96,72,890 |
| 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:** Rekha Singh, Company Secretary<br>**Telephone:** +91 040 - 24016101<br>**E-mail:** cs@hariompipes.com |
| 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).** | Disclosures made in this report are on a standalone basis and pertain only to Hariom Pipe Industries Limited |
| 14 | **Name of assessment or assurance provider** | NA |
| 15 | **Type of assessment or assurance obtained** | NA |

## II. PRODUCTS/SERVICES

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

| S. No. | Description of Main Activity | Description of Business Activity | % of Turnover of the entity |
|---|---|---|---|
| 1 | Manufacturing | Manufacturing and sale of steel pipes, tubes, and coils | 100% |

### 17 Products/Services sold by the entity (accounting for 90% of the entity's Turnover)

| Sr. No. | Product/Service | NIC Code | % of total Turnover contribute |
|---|---|---|---|
| 1 | Hot Rolled (HR) Strips/Sheets/Coils | 24101 | 1% |
| 2 | Mild Steel (MS) Billets/Semi-finished Steel | 24103 | 5% |
| 3 | Cold Rolled (CR) Coils | 24104 | 3% |
| 4 | Galvanized Coils | 24105 | 8% |
| 5 | MS/CR/GP Steel Pipes & Tubes | 24106 | 82% |
| 6 | Scaffolding & Metal Frameworks for Construction | 25112 | 1% |

## III. OPERATIONS

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

| Location | Number of plants | Number of offices | Total |
|---|---|---|---|
| National | 4 | 1 | 5 |
| International | 0 | 1 | 1 |

## 19 Markets served by the entity:

### (a) Number of locations

| Locations | Number |
|---|---|
| National (No. of States) | 13 States and 1 Union Territories |
| International (No. of Countries) | 0 |

### (b) What is the contribution of exports as a percentage of the total turnover of the entity?

NIL

### (c) A brief on types of customers

The Company is a vertically integrated manufacturer of iron and steel products, with a strong presence in mild steel (MS) tubes and galvanized products, including both coils and pipes. The Company operates across the entire value chain—from sponge iron and billets to HR strips and finished products—enabling cost efficiency and quality control. It serves a wide range of industries such as infrastructure, construction, agriculture, commercial, engineering, fabrication, furniture, and electrical through an extensive dealer network and institutional channels across India.

# IV. EMPLOYEES

## 20 Details as at the end of Financial Year:

### (a) Employees and workers (including differently abled):

**Employees and workers**

| Sr. No | Particulars | Total (A) | Male | | Female | |
|---|---|---|---|---|---|---|
| | | | No. (B) | % (B/A) | No. (C) | % (C/A) |
| | | **Employees** | | | | |
| 1 | Permanent (D) | 128 | 117 | 91.4% | 11 | 8.6% |
| 2 | Other than Permanent (E) | 0 | 0 | 0 | 0 | 0 |
| **3** | **Total employees (D + E)** | **128** | **117** | **91.4%** | **11** | **8.6%** |
| | | **Workers** | | | | |
| 4 | Permanent (F) | 621 | 618 | 100% | 3 | 0% |
| 5 | Other than Permanent (G) | 492 | 492 | 100% | 0 | 0% |
| **6** | **Total workers (F + G)** | **1,113** | **1,110** | **100%** | **3** | **0%** |

### (b) Differently abled Employees and workers:

| Sr. No | Particulars | Total (A) | Male | | Female | |
|---|---|---|---|---|---|---|
| | | | No. (B) | % (B/A) | No. (C) | % (C/A) |
| | | **Differently abled Employees** | | | | |
| 1 | Permanent (D) | 0 | 0 | 0 | 0 | 0 |
| 2 | Other than Permanent (E) | 0 | 0 | 0 | 0 | 0 |
| **3** | **Total employees (D + E)** | **0** | **0** | **0** | **0** | **0** |
| | | **Differently Abled Worker** | | | | |
| 4 | Permanent (F) | 0 | 0 | 0 | 0 | 0 |
| 5 | Other than Permanent (G) | 0 | 0 | 0 | 0 | 0 |
| **6** | **Total workers (F + G)** | 0 | 0 | 0 | 0 | 0 |

# BUSINESS RESPONSIBILITY AND SUSTAINABILITY REPORT (BRSR)

## 21 Participation/Inclusion/Representation of women

| Particulars | Total (A) | No. and percentage of Females | |
|---|---|---|---|
| | | No. (B) | % (B/A) |
| Board of Directors | 7 | 2 | 28.57% |
| Key Management Personnel | 4 | 1 | 25.00% |

## 22 Turnover rate for permanent employees and workers

(Disclose trends for the past 3 years)

| Particulars | Turnover rate in FY 2024-25 | | | Turnover rate in FY 2023-24 | | | Turnover rate in FY 2022-23 | | |
|---|---|---|---|---|---|---|---|---|---|
| | Male | Female | Total | Male | Female | Total | Male | Female | Total |
| Permanent Employees & Workers | 9% | 1% | 10% | 53% | 1% | 54% | 24% | 0% | 24% |

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

## 23 Names of holding/subsidiary/associate companies/joint ventures

| Sr. No | Name of the holding/subsidiary/associate companies/joint ventures (A) | Indicate whether holding/Subsidiary/Associate/Joint Venture | % of shares held by listed entity | Does the entity indicated at column A, participate in the Business Responsibility initiatives of the listed entity? (Yes/No) |
|---|---|---|---|---|
| 1 | Hariom Power and Energy Private Limited | Subsidiary | 100 | No |

## VI. CSR DETAILS

**24 (i). Whether CSR is applicable as per Section 135 of Companies Act, 2013:** Yes

**(ii). Turnover (₹ in Lakhs)** 1,35,994.35

**(iii). Net worth (₹ in Lakhs)** 57,267.42

## VII. TRANSPARENCY AND DISCLOSURES COMPLIANCES

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

| Stakeholder group from whom complaint is received | Grievance Redressal Mechanism in Place (Yes/No) | (If Yes, then provide web-link for grievance redress policy) | FY 2024-25 | | | FY 2023-24 | | |
|---|---|---|---|---|---|---|---|---|
| | | | 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 | https://www.hariompipes.com/investor-relations.php | 0 | 0 | NA | 0 | 0 | NA |
| Investors (other than shareholders) | Yes | | 0 | 0 | NA | 0 | 0 | NA |
| Shareholders | Yes | | 0 | 0 | NA | 0 | 0 | NA |
| Employees and workers | Yes | | 0 | 0 | NA | 0 | 0 | NA |
| Customers | Yes | | 0 | 0 | NA | 0 | 0 | NA |
| Value Chain Partners | Yes | | 0 | 0 | NA | 0 | 0 | NA |
| Other (please specify) | Yes | | 0 | 0 | NA | 0 | 0 | NA |

## 26 OVERVIEW OF THE ENTITY'S MATERIAL RESPONSIBLE BUSINESS CONDUCT ISSUES

| Sr. 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 | Supply Chain Management | Risk | Dependency on specific suppliers or disruptions in the supply chain — whether arising from geopolitical tensions, natural disasters, fluctuations in commodity prices, transportation bottlenecks, vendor insolvency, or regulatory changes — can significantly impact operations. | Hariom Pipe has implemented an integrated manufacturing approach, commencing from iron ore extraction and culminating in the production of MS Pipes and Scaffolding. This self-sustained process not only strengthens supply chain resilience by minimizing external dependencies but also ensures streamlined efficiency in terms of cost and time. | Positive |
| 2 | Business Ethics and Transparency | Opportunity | Ethical governance reduces legal and reputational risks, strengthens stakeholder trust, and enhances operational efficiency. Our commitment to transparency builds investor confidence, ensures regulatory compliance, and deepens stakeholder relationships. Embedding these principles supports effective risk management and unlocks strategic opportunities, positioning us for long-term resilience. | | Positive |
| 3 | Employee Retention and Talent Development | Opportunity | At Hariom Pipes, we cultivate a culture where continuous learning, growth, and mutual appreciation are at the heart of everything we do. Our unwavering commitment to skill-building and leadership development empowers our team to excel and is reflected in their loyalty and the strong sense of belonging they share. | | Positive |
| 4 | Community Development | Opportunity | We actively engage with local communities through our CSR initiatives, creating impact through education, health, and inclusivity. In doing so, we foster trust, goodwill, and enduring relationships that strengthen both our social footprint and our long-term business success. | | Positive |
| 5 | Climate Change | Risk | Climate change presents a material risk to our operations, with increasingly frequent extreme weather events disrupting supply chains, damaging infrastructure, and driving up operational costs. Anticipated shifts in environmental regulations further heighten our exposure to non-compliance risks, while unchecked carbon emissions may result in penalties and reputational damage. | By adopting energy-efficient technologies, embracing cleaner production methods, and investing in carbon capture and storage solutions, we are actively shaping a more sustainable future while driving innovation and operational excellence. | Positive |

# BUSINESS RESPONSIBILITY AND SUSTAINABILITY REPORT (BRSR)

| Sr. 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) |
|---|---|---|---|---|---|
| 6 | Economic Performance | Opportunity | Strong economic performance enables us to reinvest in innovation, expand operations, and strengthen market presence. It enhances stakeholder confidence, attracts investment, and supports sustainable growth. Consistent financial stability also allows us to pursue long-term strategic goals, build resilience against market volatility, and deliver greater value to all stakeholders. | | Positive |
| 7 | Regulatory Compliance | Risk | Evolving regulatory frameworks across environmental, labour, and governance domains pose compliance risks for Hariom Pipes. Non-adherence can lead to legal penalties, operational disruptions, reputational damage, and financial loss. | We take a proactive approach to compliance by implementing robust management systems, conducting regular audits, and maintaining active engagement with regulatory authorities. These measures not only ensure adherence to evolving standards but also cultivate a culture of accountability and risk resilience across our operations. | Positive |
| 8 | Energy Management | Risk | Emissions from our operations pose a significant risk, especially as regulatory standards related to air pollution and carbon emissions continue to evolve. Our reliance on conventional energy sources heightens this challenge, making compliance with increasingly stringent norms more complex. | Our energy management strategy focuses on increasing energy efficiency and expanding the use of renewable energy. A key milestone is our Mahbubnagar GP Plant, which now operates entirely on solar power. We continue to streamline operations to reduce our carbon footprint and strengthen resilience to climate change. | Positive |
| 9 | Water & Effluent Management | Risk | A reliable and high-quality water supply is vital for ensuring smooth and uninterrupted operations. Water scarcity poses significant risks, including potential disruptions to production, increased operational costs, and health and safety concerns for both employees and surrounding communities. | Rainwater harvesting pits are used to capture and recharge groundwater, while our Zero Liquid Discharge (ZLD) system promotes circular water use and minimizes wastage. Additionally, we have deployed a Reverse Osmosis (RO) plant to treat and repurpose industrial wastewater for both domestic and operational needs, thereby significantly reducing dependence on groundwater sources. | Positive |

| Sr. 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) |
|---|---|---|---|---|---|
| 10 | Waste Management | Opportunity | Effective waste management offers Hariom the opportunity to reduce raw material costs, enhance resource efficiency, and strengthen compliance with environmental regulations. It also supports sustainable branding and aligns with the growing market demand for eco-friendly steel products, creating potential for long-term value creation. | | Positive |
| 11 | Health & Safety | Risk | Given the nature of our operations, workplace safety is a critical risk area for Hariom. Exposure to heavy machinery, high temperatures, and industrial processes can lead to accidents, health issues, and operational disruptions if not managed properly. | We have implemented a comprehensive safety framework that includes specialised training, strict adherence to safety protocols, provision of appropriate PPE, and routine safety inspections. Ergonomically designed workstations, regular health surveillance, and clear communication of safety procedures further ensure employee well-being. | Positive |
| 12 | Training & Education | Opportunity | We invest significantly in training and education as a strategic opportunity to build a skilled, future-ready workforce. Through focused learning and development initiatives, we empower employees with leadership capabilities and technical expertise. This investment in talent development enhances productivity, fosters innovation, and creates a workplace where individuals feel valued. | | Positive |

# BUSINESS RESPONSIBILITY AND SUSTAINABILITY REPORT (BRSR)

## SECTION B: MANAGEMENT AND PROCESS DISCLOSURES

| Sr. No | 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 your entity's policy/policies cover each principle and its core elements of the NGRBCs. (Yes/No) | Yes | Yes | Yes | Yes | Yes | Yes | Yes | Yes | Yes |
| | b. Has the policy been approved by the Board? (Yes/No) | Yes, Company policies are given approval by the Board, depending on the type of policy and the related regulatory needs | | | | | | | | |
| | c. Web Link of the Policies, if available | https://www.hariompipes.com/investor-relations-policies-new | | | | | | | | |
| 2 | Whether the entity has translated the policy into procedures. (Yes/No) | Yes | Yes | Yes | Yes | Yes | Yes | Yes | Yes | Yes |
| 3 | Do the enlisted policies extend to your value chain partners? (Yes/No) | Yes | 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, Trustee) standards (e.g. SA 8000, OHSAS, ISO, BIS) adopted by your entity and mapped to each principle. | • IS 4923: 2017 MS and GI Square and Rectangular Hollow Sections<br>• IS 18573: 2024 GP Square and Hollow Sections<br>• IS 3601: 2006 MS and GI Round Tubes<br>• IS 1239: Part1: 2004 MS and GI Round Tube threaded and Unthreaded<br>• IS 277: 2018 Galvanized Steel Coils<br>• IS 513: PART 1: 2016 Cold Reduced Carbon steel Sheet and Strip<br>• IS 2830: 2012 Billets<br>• IS 10748: 2004 HR Strips<br>• IS 1161: 2014 MS Round Pipe<br>• ISO 9001: 2015 Quality Management Systems<br>• ISO 14001: 2015 Environmental Management<br>• ISO 45001: 2018 Occupational Health and Safety | | | | | | | | |
| 5 | Specific commitments, goals and targets set by the entity with defined timelines, if any. | Hariom Pipes is committed to environmentally responsible manufacturing by actively reducing energy consumption, controlling emissions, managing waste efficiently, and enhancing production efficiency. We continuously monitor and evaluate our environmental performance to ensure we are making a meaningful progress towards our commitments. | | | | | | | | |
| 6 | Performance of the entity against the specific commitments, goals and targets along-with reasons in case the same are not met. | We have not yet established specific commitments, goals, or targets under this section. However, we are in the process of developing measurable sustainability-related goals and performance benchmarks aligned with our business priorities and stakeholder expectations. These will form the basis for future disclosures and performance monitoring. | | | | | | | | |

## 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)

We remain committed to sustainable growth, environmental stewardship, and social accountability. Over the past year, we have faced several ESG-related challenges, including reducing emissions, adapting to changing regulatory frameworks, strengthening climate resilience etc.

To address these, we have structured our ESG approach around short-, medium-, and long-term goals. In the Short-Term, we are focused on optimising resource use, reducing emissions, and engaging meaningfully with local communities.

We are proud of our accomplishments during this reporting period, including the successful implementation of advanced pollution control technologies, which have significantly reduced air and water pollutants. Our resource optimization initiatives have also resulted in notable energy savings and enhanced waste management practices.

While we take pride in these achievements, we remain conscious of the road ahead—particularly in meeting our ambitious emission reduction targets and further advancing employee well-being. Nevertheless, we remain steadfast in our commitment to innovation, sustainable practices, and deeper community engagement, as we continue building a responsible and resilient future.

### 8 Details of the highest authority responsible for implementation and oversight of the Business Responsibility policy (ies).

Mr. Rupesh Kumar Gupta (DIN 00540787), Managing Director, bears the responsibility for both implementing and overseeing the Business Responsibility policies.

**9 Does the entity have a specified Committee of the Board/Director responsible for decision making on sustainability related issues? (Yes/No). If yes, provide details**

Our management actively oversees a broad spectrum of ESG initiatives, reflecting our commitment to responsible business practices. To further strengthen this, we are establishing a dedicated Sustainability Committee, reinforcing our focus on sustainability and ethics. In parallel, our Corporate Social Responsibility Committee continues to provide strategic insights on key social priorities, offering crucial insights and perspectives to our Board of Directors in advancing our long-term ESG goals.

**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 | | | | | | | | |
|---|---|---|---|---|---|---|---|---|---|
| | 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 | Review was undertaken by the Top Management as and when needed | | | | | | | | |
| Compliance with statutory requirements of relevance to the principles, and, rectification of any non-compliances | Assessed when needed | | | | | | | | |

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

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 Principles material to its business (Yes/No) | All Principles are covered by the policies | | | | | | | | |
| 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 Indiacator

**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 | 7 | The Board was trained through periodic sessions focusing on evolving industry practices, business strategy, ESG (Environmental, Social & Governance) integration, risk oversight, and roles & responsibilities under the Companies Act and SEBI LODR. These sessions helped align board members with contemporary regulatory and stakeholder expectations, fostering better oversight and governance. | 100% |
| Key Managerial Personnel | 10 | Topics covered include corporate governance, integrity, strategic leadership, Companies Act, 2013 updates, CSR, sustainability, ethics, regulatory developments, and disclosures. This has equipped KMPs with enhanced capabilities to drive responsible decision-making and align operations with stakeholder interests and corporate values. | 100% |
| Employees other than BoD and KMPs | 7 | Training sessions focused on POSH compliance, ethical behavior, adaptive leadership, emotional well-being, data privacy, safety protocols, health & hygiene, and enterprise risk. Additionally, sessions on Company's Code of Conduct and grievance mechanisms were held. This broadened employee awareness on workplace conduct and strengthened a culture of responsibility and compliance. | 100% |
| Workers | 31 | Sessions for workers included modules on safety practices, human rights, behavioral skills, POSH awareness, emotional wellness, and vocational skill development. The training supported operational safety, reduced workplace incidents, and enhanced work culture adherence. | 100% |

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

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

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

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

NA

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

We uphold a strict zero-tolerance stance on bribery and corruption, ensuring integrity, fairness, and transparency in all operations. The policy applies to employees, directors, contractors, agents, and stakeholders worldwide. While reasonable hospitality is permitted, any undue advantage is prohibited. Reporting mechanisms, whistleblower protection, accurate record-keeping, and disciplinary actions reinforce compliance with laws and ethical standards.

https://www.hariompipes.com/investor-relations-policies.php

**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 2024-25 | FY 2023-24 |
|---|---|---|
| Directors | NIL | NIL |
| KMPs | NIL | NIL |
| Employees | NIL | NIL |
| Workers | NIL | NIL |

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

| | FY 2024-25 | | FY 2023-24 | |
|---|---|---|---|---|
| | Number | Remark | Number | Remark |
| Number of complaints received in relation to issues of Conflict of Interest of the Directors | NIL | NA | NIL | NA |
| Number of complaints received in relation to issues of Conflict of Interest of the KMPs | NIL | NA | NIL | NA |

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

NA

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

| | FY 2024-25 | FY 2023-24 |
|---|---|---|
| Number of days of account payables | 56 | 7 |

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

| Parameter | Metrics | FY 2024-25 | FY 2023-24 |
|---|---|---|---|
| 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 | 85% | 100% |
| | (b) Number of dealers/ distributors to whom sales are made | 850+ | 831 |
| | (c) Sales to top 10 dealers /distributors as % of total sales to dealers/ distributors | 23.40% | 28.44% |

| Parameter | Metrics | FY 2024-25 | FY 2023-24 |
|---|---|---|---|
| **Share of RPTs in** | (a) Purchases (Purchases with related parties/Total Purchases) | 4.68% | 8.22% |
| | (b) Sales (Sales to related parties/Total Sales) | 3.09% | 2.77% |
| | (c) Loans & advances (Loans & advances given to related parties/Total loans & advances) | 0 | 0 |
| | (d) Investments ( Investments in related parties/Total Investments made) | 100% | 0% |

## Leadership Indicator

### 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 |
|---|---|---|
| 1. | 1. Ethical business conduct (GST compliance, documentation discipline)<br>2. Human rights and fair labour practices (no child labour, workplace dignity)<br>3. Environment, Health & Safety (EHS norms, PPE usage, safe material handling, transport safety) | 29% |

### 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.

Yes.

The Company has well-established procedures to prevent and effectively manage situations where conflicts of interest may arise among members of the Board. In line with the Company's Code of Conduct and its Policy on Related Party Transactions, Board members are required to refrain from participating in any transaction, directly or indirectly, that could compromise the Company's interests due to their personal or associated affiliations.

As a part of this process, the Company obtains an annual declaration from each Director disclosing any relationships or interests in entities that may potentially result in a conflict. These disclosures enable the Company to ensure that appropriate approvals, as mandated under applicable laws, are obtained prior to entering into any such transactions.

## PRINCIPLE 2 BUSINESSES SHOULD PROVIDE GOODS AND SERVICES IN A MANNER THAT IS SUSTAINABLE AND SAFE

### Essential Indicators

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

| | FY 2024-25 | Previous Financial Year | Details of improvements in environmental and social impacts |
|---|---|---|---|
| R&D | 0% | 0% | Qualitative |
| Capex | 7.65% | 9.31% | During the last two financial years, the Company has made capital investments focused on enhancing environmental sustainability and social impact within its operations. These include the installation of a solar power plant of 1.4 MW at the Perundurai unit to reduce dependency on grid electricity and promote the use of renewable energy, deployment of pollution abatement technologies to control air pollution and Effluent Treatment Plants (ETPs) treat the waste-water, and the establishment of ARO (Air, Water, and Odor) treatment systems for water recycling. |

**2 Details on Sustainable Sourcing**

**(a) Does the entity have procedures in place for sustainable sourcing?**

Yes

**(b) If yes, what percentage of inputs were sourced sustainably?**

75%

**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) | Plastic sheets are reused internally wherever possible; remaining materials are disposed of through Authorized recyclers in compliance with applicable norms. |
| (b) E-waste | Not Applicable |
| (c) Hazardous waste | Hazardous waste is managed and disposed of through Authorized agencies as per applicable environmental regulations. |
| (d) other waste | Scrap steel generated from internal operations is reused in the manufacturing process. Additionally, we procure scrap from external sources, reinforcing our commitment to circular use of steel resources. |

**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.**

Although Extended Producer Responsibility (EPR) is not currently applicable to our industry under existing regulations, we have proactively adopted a comprehensive waste management plan as part of our commitment to environmental responsibility. Our approach includes effective recycling, responsible disposal, and continuous efforts to minimize environmental impact. In the absence of an EPR obligation, we remain firmly dedicated to sustainable and accountable waste management practices that align with our broader ESG objectives.

# BUSINESS RESPONSIBILITY AND SUSTAINABILITY REPORT (BRSR)

## Leadership Indicator

**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?**

We have not conducted a formal Life Cycle Assessment (LCA) for our products during FY 2024–25. However, resource efficiency and environmental impact are continuously monitored through energy consumption, water usage, waste management, and emissions reporting as part of our sustainability practices.

| 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. |
|---|---|---|---|---|---|
| 24101 | Hot Rolled (HR) Strips/Sheets/Coils | 1% | Not conducted | No | No |
| 24103 | Mild Steel (MS) Billets/Semi-finished Steel | 5% | Not conducted | No | No |
| 24104 | Cold Rolled (CR) Coils | 3% | Not conducted | No | No |
| 24105 | Galvanized Coils | 8% | Not conducted | No | No |
| 24106 | MS/CR/GP Steel Pipes & Tubes | 82% | Not conducted | No | No |
| 25112 | Scaffolding & Metal Frameworks for Construction | 1% | Not conducted | No | No |

**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**

We have not yet conducted a formal Life Cycle Assessment (LCA). However, key environmental and social concerns identified include energy use and carbon emissions, air and water pollution, solid waste generation, and worker safety. These are being mitigated through energy efficiency measures, use of renewable power, pollution control systems, water recycling, waste reutilization, and strong occupational health and safety practices.

**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 2024-25 | FY 2023-24 |
| Recycled input materials | 17.00% | 16.14%* |

*The figure for FY 2023-24 has been restated based on reconciliation of data to ensure accurate reporting

**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 2024-25 | | | FY 2023-24 | | |
|---|---|---|---|---|---|---|
| | Re-Used | Recycled | Safely Disposed | Re-Used | Recycled | Safely Disposed |
| Plastics (including packaging) | 0 | 0 | 0 | 0 | 0 | 0 |
| E-waste | 0 | 0 | 0 | 0 | 0 | 0 |
| Hazardous waste | 0 | 0 | 0 | 0 | 0 | 0 |
| Other waste | 0 | 0 | 0 | 0 | 0 | 0 |

**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 |
|---|---|
| We do not currently operate any product or packaging reclamation system, as our products (steel pipes, coils, billets, scaffolding) are long-life industrial goods consumed in infrastructure and manufacturing. However, steel products have a high inherent recyclability, and post-use scrap eventually re-enters the steel recycling chain. | |

## PRINCIPLE 3 BUSINESSES SHOULD RESPECT AND PROMOTE THE WELL-BEING OF ALL EMPLOYEES, INCLUDING THOSE IN THEIR VALUE CHAINS

### Essential Indicators

1 (a) **Details of measures for the well-being of employees:**

| Category | % of employees covered by | | | | | | | | | | |
|---|---|---|---|---|---|---|---|---|---|---|---|
| | Total (A) | Health insurance* | | Accident insurance | | Maternity benefits | | Paternity Benefits | | Day Care facilities | |
| | | No. (B) | % (B/A) | No. (C) | % C/A) | No. (D) | % (D/A) | No. (E) | % (E/A) | No. (F) | % (F/A) |
| **Permanent employees** | | | | | | | | | | | |
| Male | 117 | 3 | 3% | 117 | 100% | NA | | 117 | 100% | - | - |
| Female | 11 | 1 | 9% | 11 | 100% | 11 | 100% | NA | | - | - |
| **Total** | **128** | **4** | **3%** | **128** | **100%** | **11** | **100%** | **117** | **100%** | **-** | **-** |
| **Other than Permanent employees** | | | | | | | | | | | |
| Male | - | - | - | - | - | - | - | - | - | - | - |
| Female | - | - | - | - | - | - | - | - | - | - | - |
| **Total** | **-** | **-** | **-** | **-** | **-** | **-** | **-** | **-** | **-** | **-** | **-** |

*Only those employees and workers covered under ESIC are included here. We do not provide separate health insurance policies as higher paid employees manage their own health insurance individually.

(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 | |
| | | No. (B) | % (B/A) | No. (C) | % C/A) | No. (D) | % (D/A) | No. (E) | % (E/A) | No. (F) | % (F/A) |
| **Permanent employees** | | | | | | | | | | | |
| Male | 618 | 291 | 47% | 618 | 100% | NA | NA | 618 | 100% | - | - |
| Female | 3 | 2 | 67% | 3 | 100% | 3 | 100% | NA | NA | - | - |
| **Total** | **621** | **293** | **47%** | **621** | **100%** | **3** | **100%** | **618** | **100%** | **-** | **-** |
| **Other than Permanent employees** | | | | | | | | | | | |
| Male | 492 | 492 | 100% | 492 | 100% | NA | NA | 492 | 100% | - | - |
| Female | 0 | 0 | 0% | 0 | 0% | 0 | 100% | NA | NA | - | - |
| **Total** | **492** | **492** | **100%** | **492** | **100%** | **0** | **100%** | **492** | **100%** | **-** | **-** |

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

| Category | FY 2024-25 | FY 2023-24 |
|---|---|---|
| Cost incurred on well-being measures as a % of total revenue of the Company | 0.06% | 0.06% |

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

| Benefits | FY 2024-25 | | | FY 2023-24 | | |
|---|---|---|---|---|---|---|
| | 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 | 85% | 94% | Yes | 90% | 0% | Yes |
| Gratuity | 100% | 100% | Yes | 100% | 0% | Yes |
| ESI | 3% | 47% | Yes | 53% | 0% | Yes |
| Others – please specify | 0% | 0% | NA | 0% | 0% | NA |

## 3 Accessibility of workplaces

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

We have ensured that our corporate office is accessible to differently abled employees and workers, with basic facilities such as ramps and accessible washrooms provided in line with the requirements of the Rights of Persons with Disabilities Act, 2016. At certain older manufacturing premises, full accessibility features are not yet in place. We have initiated a phased plan to upgrade facilities, including barrier-free entry, signage, and accessible sanitation, to achieve full compliance over the coming years.

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

Yes, We are is firmly committed to providing equal opportunities for everyone. We ensure that all job applicants and employees are treated fairly and without bias, regardless of gender, marital status, disability, race, color, religion, age, sexual orientation, nationality, or ethnic origins.

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

| Gender | Permanent employees | | Permanent employees | |
|---|---|---|---|---|
| | Return to work rate | Retention rate | Return to work rate | Retention rate |
| Male | 100% | 100% | 100% | 100% |
| Female | 100% | 100% | 100% | 100% |
| Total | 100% | 100% | 100% | 100% |

## 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 | We promote open communication by encouraging employees to report operational or performance-related concerns to their immediate supervisors. For organisational or appraisal-related issues, our Human Resources Department provides a dedicated channel for resolution. We have also implemented a Whistle Blower Mechanism that enables employees to report unethical conduct or policy violations in confidence and without fear of retaliation. |
| Other than Permanent Worker | Yes | |
| Permanent Employees | Yes | |
| Other than Permanent Employees | Yes | |

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

| Category | FY 2024-25 | | | FY 2023-24 | | |
|---|---|---|---|---|---|---|
| | 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 & Workers** | | | | | | |
| Male | 735 | 0 | 0% | 444 | 0 | 0% |
| Female | 14 | 0 | 0% | 14 | 0 | 0% |
| **Total** | **749** | **0** | **0%** | **458** | **0** | **0%** |

## 8 Details of training given to employees and workers:

| | FY 2024-25 | | | | | FY 2023-24 | | | | |
|---|---|---|---|---|---|---|---|---|---|---|
| | 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 | 117 | 117 | 100% | 117 | 100% | 444 | 444 | 100% | 444 | 100% |
| Female | 11 | 11 | 100% | 11 | 100% | 14 | 14 | 100% | 14 | 100% |
| **Total** | **128** | **128** | **100%** | **128** | **100%** | **458** | **458** | **100%** | **458** | **100%** |
| **Workers** | | | | | | | | | | |
| Male | 1,110 | 1,110 | 100% | 1,110 | 100% | 390 | 390 | 100% | 390 | 100% |
| Female | 3 | 3 | 100% | 3 | 100% | 0 | 0 | 100% | 0 | 100% |
| **Total** | **1,113** | **1,113** | **100%** | **1,113** | **100%** | **390** | **390** | **100%** | **390** | **100%** |

Note:Last year, employees and workers were reported together; this year, the data is segregated for better clarity.

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

| Category | FY 2024-25 | | | FY 2023-24 | | |
|---|---|---|---|---|---|---|
| | Total (A) | No. (B) | % (B/A) | Total (C) | No. (D) | % (D/C) |
| **Employees** | | | | | | |
| Male | 117 | 117 | 100% | 444 | 444 | 100% |
| Female | 11 | 11 | 100% | 14 | 14 | 100% |
| **Total** | **128** | **128** | **100%** | **458** | **458** | **100%** |
| **Workers** | | | | | | |
| Male | 1,110 | 1,110 | 100% | 390 | 390 | 100% |
| Female | 3 | 3 | 100% | 0 | 0 | 100% |
| **Total** | **1,113** | **1,113** | **100%** | **390** | **390** | **100%** |

## 10 Health and safety management system:

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

Yes

We have implemented a comprehensive Occupational Health and Safety Management System to ensure the well-being and protection of all employees and workers across the organisation. This year, the system continued to cover a wide range of measures and protocols, aligned with best practices and regulatory standards. It is regularly reviewed and updated to reflect evolving operational needs and risks, reinforcing our commitment to maintaining the highest standards of health and safety in every aspect of our operations.

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

Our strategy for identifying work-related hazards and assessing associated risks is grounded in a systematic and proactive approach, which includes the following procedures:1.Identifying hazards linked to each operational process and phase of work. 2.Conducting regular workplace safety inspections to detect potential risks. 3.Gathering and reviewing existing information related to known workplace hazards. 4.Considering applicable legal requirements concerning risk assessment and the implementation of appropriate control measures. 5.Evaluating the need for additional safeguards to eliminate or mitigate identified hazards. This structured approach ensures a safe working environment, supports compliance with regulatory standards, and reinforces our commitment to employee health and safety.

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

Yes

We have established clear processes that empower workers to report work-related hazards and, when necessary, remove themselves from unsafe situations. Employees are actively encouraged and trained to promptly report any hazards they encounter during their duties. This proactive approach enables timely intervention and reinforces a strong culture of safety, accountability, and well-being across the organisation.

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

Yes

Our plant provides employees with access to non-occupational medical and healthcare services, including routine health check-ups, preventive care, mental health support, and emergency medical assistance. These services reflect our commitment to the overall well-being of our workforce beyond occupational health needs.

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

| Safety Incident/Number | Category | FY 2024-25 | FY 2023-24 |
|---|---|---|---|
| Lost Time Injury Frequency Rate (LTIFR) (per one million-person hours worked) | Employees | NIL | NIL |
| | Workers | NIL | NIL |
| Total recordable work-related injuries | Employees | NIL | NIL |
| | Workers | NIL | NIL |
| No. of fatalities | Employees | NIL | NIL |
| | Workers | NIL | NIL |
| High consequence work-related injury or ill-health (excluding fatalities) | Employees | NIL | NIL |
| | Workers | NIL | NIL |

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

At Hariom Pipes, we are committed to maintaining a safe, healthy, and compliant work environment. The following measures are in place to uphold the highest standards of occupational health and safety:

1. Specialised Training: Employees receive targeted training to address industry-specific hazards and reinforce safe operational practices.
2. Adherence to Safety Protocols: Strict compliance with established safety guidelines helps mitigate workplace risks effectively.
3. Personal Protective Equipment (PPE): Appropriate protective gear such as helmets, gloves, and safety goggles is provided based on job roles.
4. Routine Safety Inspections: Regular workplace audits help identify, assess, and eliminate potential hazards.
5. Ergonomic Workstations: Workstations are designed with ergonomic considerations to reduce physical strain and enhance comfort.
6. Health Surveillance: Periodic medical check-ups and health assessments are conducted to monitor employee well-being.
7. Effective Communication: Safety protocols are clearly communicated to all employees to ensure understanding and compliance.
8. Continuous Improvement: Feedback is encouraged and integrated into our safety systems to drive ongoing improvement.

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

| | FY 2024-25 | | | FY 2023-24 | | |
|---|---|---|---|---|---|---|
| | Filed during the year | Pending resolution at the end of year | Remarks | Filed during the year | Pending resolution at the end of year | Remarks |
| | NIL | NIL | NA | NIL | NIL | NA |
| | NIL | NIL | NA | NIL | NIL | NA |

## 14 Assessments for the year:

| | % of your plants and offices that were assessed (by entity or statutory authorities or third parties) |
|---|---|
| Health and safety practices | 100% |
| Working Conditions | 100% |

## 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.

We actively address safety-related incidents through rigorous incident analysis and the implementation of targeted corrective actions. Our commitment to a culture of safety ensures that safety concerns are swiftly identified and resolved, creating a secure, safe working environment for all employees.

## 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).**

| | |
|---|---|
| Employees | We place the highest priority on the well-being of our employees. In the unfortunate event of an employee's passing, we are fully committed to supporting their family by facilitating the timely and compassionate settlement of all legally entitled dues, in accordance with our Company policies. |
| Workers | |

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

We have established robust mechanisms to ensure that our value chain partners adhere to all applicable statutory requirements:

1. Compliance Validation for PF and ESIC: Before processing payments to contractors and vendors, we request and verify proof of compliance with Provident Fund (PF) and Employees' State Insurance Corporation (ESIC) regulations.
2. GST Reconciliation: Monthly reconciliations of GSTR-2B are carried out to verify timely GST payments and return submissions by our vendors, ensuring accuracy and compliance with tax obligations.
3. GST Return Submissions: We maintain prompt submission of our GST returns to facilitate timely credit availability for customers and proactively address any GST credit-related concerns.
4. TDS Compliance: We liaise proactively with customers to obtain Form 16A certificates, ensuring accurate Tax Deducted at Source (TDS) documentation and compliance.

These measures collectively uphold financial transparency and reinforce our commitment to responsible business conduct throughout our supply chain.

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

| | Total no. of affected employees/worker | | No. of employees/workers that are rehabilitated and placed in suitable employment or whose family members have been placed in suitable employment | |
|---|---|---|---|---|
| | **FY 2024-25** | FY 2023-24 | **FY 2024-25** | FY 2023-24 |
| Employees | NIL | NIL | NIL | NIL |
| Workers | NIL | NIL | NIL | NIL |

**4 Does the entity provide transition assistance programmes to facilitate continued employability and the management of career endings resulting from retirement or termination of employment?**

Yes, We are committed to supporting our employees throughout their careers, including during retirement or separation. Continuous investments are made in training, upskilling, and job rotation to strengthen employability and provide employees with diverse career opportunities. These initiatives help employees transition smoothly, whether within the organisation or beyond.

In addition, employees are covered under statutory retirement benefit schemes. We provide gratuity in accordance with the Payment of Gratuity Act, 1972, along with provident fund and leave encashment benefits. Gratuity is payable as a lump sum to eligible employees upon retirement, resignation, or other separation, calculated on the basis of completed years of service.

**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 | We are currently organising both informal and formal awareness programmes for our value chain partners. We are concurrently in the process of assessing our value chain partners and gathering data and information related to health and safety, and safe working conditions. |
| Working Conditions | |

**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.**

No significant risks were identified in health and safety practices of value chain partners. Minor gaps such as PPE usage were addressed through training, provision of safety gear, and stricter compliance monitoring.

# BUSINESS RESPONSIBILITY AND SUSTAINABILITY REPORT (BRSR)

## PRINCIPLE 4: BUSINESSES SHOULD RESPECT THE INTERESTS OF AND BE RESPONSIVE TO ALL ITS STAKEHOLDERS

### Essential Indicators

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

We undertake a structured stakeholder identification process by evaluating groups that significantly influence our operations and those that are directly or indirectly impacted by our activities. Key stakeholder categories include investors, employees, customers, suppliers, regulators, and local communities. We actively engage with both internal and external stakeholders through structured mechanisms such as surveys, interviews, and consultations to understand their expectations and concerns regarding our operations and sustainability practices. Through meaningful engagement and collaborative partnerships, we seek to mitigate risks, enhance credibility, and build long-term trust.

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

| Stakeholder Group | Whether identified as Vulnerable & Marginalised Group (Yes/No) | Channels of communication (Email, SMS, Newspaper, Pamphlets, Advertisement, Community Meetings, Notice Board, Website, Other) | Frequency of engagement (Annually/Half yearly/Quarterly/ others – please specify) | Purpose and scope of engagement including key topics and concerns raised during such engagement |
|---|---|---|---|---|
| Employees & Workers | No | Email, Phone calls, SMS, Meetings, Notice Board, Training Sessions, Employee engagement Programmes | Ongoing | We ensure effective communication across all levels by keeping employees informed about operations, policies, and well-being initiatives. Our focus includes training, leadership development, and workplace safety, supported by continuous employee engagement through recognition programmes and open dialogue. We foster a strong organisational culture rooted in transparency, welfare initiatives, and addressing employee concerns proactively. |
| Shareholders & Investors | No | Notices, newspapers, e-mails, meetings, AGM, Annual report, financial reports, website, Investor meets, investor calls, press releases and mail updates, email support for investor queries, quarterly/annual results, stock exchanges, website | Periodically | We engage with shareholders and investors through transparent communication of our business strategy, performance, and financial results. Regular updates are provided on business plans, dividend declarations, material developments, and governance practices. This approach ensures regulatory compliance, fosters trust, and enables stakeholders to make informed investment decisions with confidence. |
| Suppliers/Vendors | No | Email, Phone calls, SMS, Meetings, Website, Periodic interactions to drive ongoing product improvements, Supplier engagement forums | Ongoing | We engage proactively with our suppliers and vendors to promote ethical sourcing, transparent pricing, and timely payments. Our interactions focus on procurement requirements, timely approvals, and resolution of operational concerns. Continuous dialogue enables performance reviews, encourages constructive feedback, and contributes to building a resilient, efficient, and responsible supply chain. |
| Customers and Value Chain Partners | No | Emails, Website, Meetings, Customer meets, feedback, Phone calls, SMS,Meetings, Website, Advertisement and Business Promotion | Ongoing | We engage actively with customers and value chain partners to ensure product quality, cost efficiency, and timely delivery. We address product-related concerns, gather feedback, and use these insights to enhance our offerings. This collaborative approach fosters strong, long-term relationships and drives continuous improvement and innovation across our operations. |

| Stakeholder Group | Whether identified as Vulnerable & Marginalised Group (Yes/No) | Channels of communication (Email, SMS, Newspaper, Pamphlets, Advertisement, Community Meetings, Notice Board, Website, Other) | Frequency of engagement (Annually/Half yearly/Quarterly/ others – please specify) | Purpose and scope of engagement including key topics and concerns raised during such engagement |
|---|---|---|---|---|
| Government and Regulatory Bodies | No | Email and website, official submissions, Statutory Fillings and submissions, Engagement during visits, industry forums, compliance reports | Ongoing | We ensure compliance with applicable laws, industry standards, and regulatory requirements through regular legal, regulatory, and statutory updates. Our teams actively monitor changes in the legal and compliance landscape, ensuring timely implementation across relevant functions. This proactive approach helps us uphold governance standards, minimize risk, and maintain full regulatory alignment in our operation. |
| Dealers | No | Dealer meetings, visits, joint programmes & sustainability initiatives | Ongoing | We work closely with our value chain partners to reduce ordering complexity, shorten turnaround time, minimize inventory costs, ensure timely settlement of claims, and provide prompt support. These efforts contribute to improved operational efficiency, enhanced partner satisfaction, and a more agile and responsive supply chain. |
| Communities | No | CSR initiatives, partnerships, awareness campaigns, local events | Ongoing | We actively support community development programmes, sustainability initiatives, and rural livelihood enhancement. Our efforts focus on creating long-term positive impact through education, health, skill development, and environmental stewardship—contributing to inclusive growth and the well-being of the communities we serve. |

## 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.**

We ensure proactive engagement with key stakeholders through multiple channels, keeping the Board regularly informed of feedback and significant developments. Senior management maintains continuous dialogue with stakeholders and presents key insights during Management Review Meetings. Feedback from these consultations is consolidated and shared with the Board to promote transparency and strategic alignment. This process supports informed decision-making on economic, environmental, and social matters, reinforcing our commitment to responsible and inclusive business practices.

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, We actively engage with stakeholders on environmental, social, and governance (ESG) matters, using their insights to co-create our ESG roadmap, strategies, and performance targets. These material inputs shape our policies and initiatives, driving tangible progress in sustainability and responsible business practices. Our approach combines regular engagement and robust materiality assessments to ensure that critical concerns—such as health and safety, emissions reduction, and energy conservation—are systematically addressed. This fosters transparency and trust, while reinforcing our commitment to stakeholder value creation and long-term operational resilience.

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

We actively support vulnerable and marginalised communities through both responsive relief efforts and forward-looking initiatives, targeting essential needs such as healthcare, nutrition, and infrastructure development. Our CSR initiatives are anchored in education, public health, and socio-economic empowerment, reflecting our deep-rooted commitment to equity and long-term community resilience. These sustained efforts embed social responsibility into the heart of our stakeholder engagement, reinforcing our role as an conscientious and inclusive organisation that creates shared value beyond business.

## PRINCIPLE 5 BUSINESSES SHOULD RESPECT AND PROMOTE HUMAN RIGHTS

### Essential Indicators

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

| | FY 2024-25 | | | FY 2023-24 | | |
|---|---|---|---|---|---|---|
| | Total (A) | No. of employees/ workers covered (B) | % (B/A) | Total (C) | No. of employees/ workers covered (D) | % (D/C) |
| **Employees** | | | | | | |
| Permanent | 128 | 128 | 100% | 458 | 458 | 100% |
| Other than permanent | 0 | 0 | 0% | 0 | 0 | 0% |
| **Total** | **128** | **128** | **100%** | **458** | **458** | **100%** |
| **Workers** | | | | | | |
| Permanent | 621 | 621 | 100% | 0 | 0 | 0% |
| Other than permanent | 492 | 492 | 100% | 390 | 390 | 100% |
| **Total** | **1,113** | **1,113** | **100%** | **390** | **390** | **100%** |

Note:Last year, employees and workers were reported together; this year, the data is segregated for better clarity.

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

| Category | FY 2024-25 | | | | | FY 2023-24 | | | | |
|---|---|---|---|---|---|---|---|---|---|---|
| | Total (A) | Equal to Minimum Wage | | More than Minimum Wage | | Total (D) | Equal to Minimum Wage | | More than Minimum Wage | |
| | | No. (B) | % (B/A) | No. (C) | % (C/A) | | No. (E) | % (E/D) | No. (F) | % (F/D) |
| **Employees** | | | | | | | | | | |
| Permanent | | | | | | | | | | |
| Male | 117 | 0 | 0% | 117 | 100% | 444 | 0 | 0% | 444 | 100% |
| Female | 11 | 0 | 0% | 11 | 100% | 14 | 0 | 0% | 14 | 100% |
| Other than Permanent | | | | | | | | | | |
| Male | 0 | 0 | 0% | 0 | 100% | 0 | 0 | 0% | 0 | 100% |
| Female | 0 | 0 | 0% | 0 | 100% | 0 | 0 | 0% | 0 | 100% |
| **Workers** | | | | | | | | | | |
| Permanent | | | | | | | | | | |
| Male | 618 | 0 | 0% | 618 | 100% | 0 | 0 | 0% | 0 | 100% |
| Female | 3 | 0 | 0% | 0 | 100% | 0 | 0 | 0% | 0 | 100% |
| Other than Permanent | | | | | | | | | | |
| Male | 492 | 0 | 0% | 492 | 100% | 390 | 0 | 0% | 390 | 100% |
| Female | 0 | 0 | 0% | 0 | 100% | 0 | 0 | 0% | 0 | 100% |

Note:Last year, employees and workers were reported together; this year, the data is segregated for better clarity.

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

**(a) Median remuneration/wages:**

| | Female | | Male | |
|---|---|---|---|---|
| | Number | Median remuneration/ salary/wages of respective category | Number | Median remuneration/ salary/wages of respective category |
| Board of Directors (BoD) | 5 | 24.69 Lakhs | 2 | 2.08 Lakhs |
| Key Managerial Personnel | 1 | 42.98 Lakhs | 1 | 14.18 Lakhs |
| Employees other than BoD and KMP | 116 | 6.38 Lakhs | 10 | 4.74 Lakhs |
| Workers | 1,110 | 1.86 Lakhs | 3 | 1.34 Lakhs |

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

| Category | FY 2024-25 | FY 2023-24 |
|---|---|---|
| Gross wages paid to females as % of total wages | 5% | 3% |

## 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,We have a robust Human Resources department that plays a pivotal role in identifying and addressing human rights impacts associated with our operations. Guided by our core values and responsible business principles, the HR team ensures that potential issues are promptly addressed with fairness, sensitivity, and transparency.

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

We have established robust internal mechanisms to effectively address human rights–related grievances across our operations. Our Human Resources department is entrusted with thoroughly reviewing and investigating such concerns, ensuring that every case is handled with fairness, sensitivity, and transparency.

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

| | FY 2024-25 | | | FY 2023-24 | | |
|---|---|---|---|---|---|---|
| | Filed during the year | Pending resolution at the end of year | Remarks | Filed during the year | Pending resolution at the end of year | Remarks |
| Sexual Harassment | NIL | NIL | NIL | NIL | NIL | NIL |
| Discrimination at workplace | NIL | NIL | NIL | NIL | NIL | NIL |
| Child Labour | NIL | NIL | NIL | NIL | NIL | NIL |
| Forced Labour/Involuntary Labour | NIL | NIL | NIL | NIL | NIL | NIL |
| Wages | NIL | NIL | NIL | NIL | NIL | NIL |
| Other human rights related issues | NIL | NIL | NIL | NIL | NIL | NIL |

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

| | FY 2024-25 | FY 2023-24 |
|---|---|---|
| Total Complaints Data Needed 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 | NIL | NIL |
| Complaints on POSH upheld | NIL | NIL |

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

We uphold the principle of natural justice in all grievance resolution processes, ensuring impartiality, fairness, and due process. Complete confidentiality of complainants is guaranteed, to protect individual dignity and foster a culture of trust. Grievance matters are typically overseen by senior members of the organisation, reinforcing accountability and ensuring that sensitive concerns receive the attention and discretion they deserve.

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

No

## 10 Assessments for the year:

| | % of your plants and offices that were assessed (by entity or statutory authorities or third parties) |
|---|---|
| Child labour | 100% The Company is in compliance with all applicable laws |
| Forced/involuntary labour | |
| Sexual harassment | |
| Discrimination at workplace | |
| Wages | |
| Others – 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.**

No significant risks was identified. We comply with all applicable laws: also preventive measures like audits, training and grievance mechanisms are in place.

### Leadership Indicators

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

Throughout the Financial Year, We have not received any complaints. As a result, no alterations or introductions have been made to existing business processes for the purpose of addressing human rights grievances or complaints.

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

We have firm measures to prevent behaviors that violate the Ethics policy and Code of Conduct, encompassing human rights and other forms of misconduct.

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

Yes, Hariom ensures that all its locations, including offices and plants, are accessible to visitors with disabilities, in line with the Rights of Persons with Disabilities Act, 2016.

**4 Details on assessment of value chain partners:**

| | % of value chain partners (by value of business done with such partners) that were assessed |
|---|---|
| Child labour | Major raw material procurements such as HR Coils, Zinc, Lead, and other key inputs are sourced from reputed players in the market. These suppliers are large, established companies that are either certified with SA8000 or follow globally accepted standards such as ISO 26000, ensuring compliance with labour, human rights, and ethical business practices. |
| Forced/involuntary labour | |
| Sexual harassment | |
| Discrimination at workplace | |
| Wages | |
| 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.**

No formal assessment done; majority procurement from reputed, compliant suppliers.

## PRINCIPLE 6: BUSINESSES SHOULD RESPECT AND MAKE EFFORTS TO PROTECT AND RESTORE THE ENVIRONMENT

### Essential Indicators

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

| Parameter | FY 2024-25 | FY 2023-24 |
|---|---|---|
| **From renewable sources** | | |
| Total electricity consumption (A) (TJ) | 10.31 | 9.21 |
| Total fuel consumption (B) | 0 | 0 |
| Energy consumption through other sources (C) | 0 | 0 |
| Total energy consumed from renewable sources (A+B+C) (TJ) | 10.31 | 9.21 |
| **From non-renewable sources** | | |
| Total electricity consumption (D) | 279.96 | 298.18 |
| Total fuel consumption (E) | 4.53 | 0 |
| Energy consumption through other sources (F) | 0 | 0 |
| Total energy consumed from non- renewable sources (D+E+F) | 284.49 | 298.18 |
| Total energy consumed (A+B+C+D+E+F) | 294.80 | 307.39 |
| Energy intensity per rupee of turnover (Total energy consumed/Revenue from operations) (TJ/rupee) | 0.00217 | 0.00257 |
| Energy intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total energy consumed/Revenue from operations adjusted for PPP) | 0.0449 | 0.0588 |
| Energy intensity in terms of physical output | 0.0000000045 | 0.0000000062 |
| Energy intensity (optional) – the relevant metric may be selected by the entity | 0 | 0 |
| Source of emission factor | - | - |
| PPP Conversion Factor used | 20.66 | |
| | Source | PPP Conversion Factor (₹ per intl $) |
| **Source of the PPP Conversion Factor** | IMF* | 20.66 |

*https://www.imf.org/external/datamapper/PPPEX@WEO/OEMDC/ADVEC/WEOWORLD

**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**

Not Applicable, as our operations are not covered under the PAT Scheme framework.

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

| Parameter | FY 2024-25 | FY 2023-24 |
|---|---|---|
| **Water withdrawal by source (in kilolitres)** | | |
| (i) Surface water | 0 | 0 |
| (ii) Groundwater | 0 | 0 |
| (iii) Third party water | 97,105 | 73,559 |
| (iv) Seawater/desalinated water | 0 | 0 |
| (v) Others | 45,396 | 45,995 |
| **Total volume of water withdrawal (in kilolitres) (i + ii + iii + iv + v)** | **1,42,501** | **1,19,554** |
| **Total volume of water consumption (in kilolitres)** | **1,42,501** | **1,19,554** |
| Water intensity per rupee of turnover (Water consumed/Revenue from operations) | 1.0478 | 1.03207 |
| Water intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total water consumption/Revenue from operations adjusted for PPP) | 21.65 | 23.61 |
| Water intensity in terms of physical output | 0.29 | 0.29 |
| Water intensity (optional) – the relevant metric may be selected by the entity | - | - |
| Source of emission factor | - | - |
| PPP Conversion Factor used | 20.66 | |
| Source of the PPP Converstion Factor | - | - |
| 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 | No |

## 4 Provide the following details related to water discharged:

| Parameter | FY 2024-25 | FY 2023-24 |
|---|---|---|
| **Water discharge by destination and level of treatment (in kilolitres)** | | |
| (i) To Surface water | | |
| No treatment | NIL | NIL |
| With treatment – please specify level of treatment | NIL | NIL |
| (ii) To Groundwater | | |
| No treatment | NIL | NIL |
| With treatment – please specify level of treatment | NIL | NIL |
| (iii) To Seawater | | |
| No treatment | NIL | NIL |
| With treatment – please specify level of treatment | NIL | NIL |
| (iv) Sent to third-parties | | |
| No treatment | NIL | NIL |
| With treatment – please specify level of treatment | NIL | NIL |
| (v) Others | | |
| No treatment | NIL | NIL |
| With treatment – please specify level of treatment | 1,900 | NIL |
| **Total water discharged (in kilolitres)** | **1,900** | **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 | No | No |

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

Yes, We have implemented a Zero Liquid Discharge (ZLD) system at our integrated steel plant, ensuring that water is continuously treated and reused within our operations, eliminating the discharge of liquid effluents into the environment and reinforcing our commitment to sustainable water management and responsible industrial practices.

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

| Parameter | Please specify unit | FY 2024-25 | FY 2023-24 |
|---|---|---|---|
| NOx | tonnes/year | 130.04 | Within statutory limits |
| SOx | tonnes/year | 55.72 | Within statutory limits |
| Particulate matter (PM) | tonnes/year | 51.47 | <60 |
| Persistent organic pollutants (POP) | - | - | Within statutory limits |
| Volatile organic compounds (VOC) | - | - | Within statutory limits |
| Hazardous air pollutants (HAP) | - | - | Within statutory limits |
| Others – please specify | - | - | Within statutory limits |
| 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 | No |

**7 Provide details of greenhouse gas emissions (Scope 1 and Scope 2 emissions) & its intensity, in the following format:**

| Parameter | Please specify unit | FY 2024-25 | FY 2023-24 |
|---|---|---|---|
| Total Scope 1 emissions (Break-up of the GHG into $CO_2$, $CH_4$, $N_2O$, HFCs, PFCs, $SF_6$, $NF_3$, if available) | Metric tonnes of $CO_2$ equivalent | 68,334 | Within statutory limits |
| Total Scope 2 emissions (Break-up of the GHG into $CO_2$, $CH_4$, $N_2O$, HFCs, PFCs, $SF_6$, $NF_3$, if available) | Metric tonnes of $CO_2$ equivalent | 63,768 | Within statutory limits |
| Total Scope 1 and Scope 2 emission intensity per rupee of turnover (Total Scope 1 and Scope 2 GHG emissions/Revenue from operations) | Metric tonnes of $CO_2$ equivalent/INR Lakhs | 0.97 | Within statutory limits |
| 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) | Metric tonnes of $CO_2$ equivalent/USD Lakhs | 20.07 | - |
| Total Scope 1 and Scope 2 emission intensity in terms of physical output | Units | 0.27 | - |
| Total Scope 1 and Scope 2 emission intensity (optional) – the relevant metric may be selected by the entity | Units | - | - |
| Source of emission factor | | - | - |
| PPP Conversion Factor used | | - | - |
| Source of the PPP Converstion Factor | | - | - |
| 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 | No |

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

Yes, We have taken steps to reduce GHG emissions through hot charging of billets, higher scrap utilisation, and energy efficiency measures. In addition, a 3.6 MW rooftop solar plant is operational and a 60 MW solar project is under development.

**9 Provide details related to waste management by the entity, in the following format:**

| Parameter | FY 2024-25 | FY 2023-24 |
|---|---|---|
| **Total Waste generated (in metric tonnes)** | | |
| Plastic waste (A) | NIL | NIL |
| E-waste (B) | NIL | NIL |
| Bio-medical waste (C) | NIL | NIL |
| Construction and demolition waste (D) | NIL | NIL |
| Battery waste (E) | NIL | NIL |
| Radioactive waste (F) | NIL | NIL |
| Other Hazardous waste. Please specify, if any. (G) | 1,331 | NIL |
| Other Non-hazardous waste generated (H). Please specify, if any. (Break-up by composition i.e. by materials relevant to the sector) | 11,688 | NIL |
| **Total (A+B + C + D + E + F + G + H)** | **13,019** | **NIL** |
| Waste intensity per rupee of turnover (Total waste generated/Revenue from operations) | 0.10 | NIL |
| Waste intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total waste generated/Revenue from operations adjusted for PPP) | 1.98 | NIL |
| Waste intensity in terms of physical output | 0.03 | NIL |
| Waste intensity (optional) – the relevant metric may be selected by the entity | - | NIL |
| 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 | 3,478 | NA |
| (ii) Re-used | 9,541 | NA |
| (iii) Other recovery operations | NIL | NA |
| **Total** | **13,019** | **NA** |
| For each category of waste generated, total waste disposed by nature of disposal method (in metric tonnes) | | |
| **Category of waste** | | |
| (i) Incineration | NIL | NA |
| (ii) Landfilling | NIL | NA |
| (iii) Other disposal operations | NIL | NA |
| **Total** | **NIL** | **NA** |
| Source of emission factor | - | - |
| PPP Conversion Factor used | - | - |
| Source of the PPP Conversion Factor | - | - |
| 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 | No |

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

As part of our comprehensive waste management strategy, we leverage advanced technologies to minimize environmental impact and uphold circular economy principles. We actively contribute to the circular economy by prioritising the use of recycled materials, particularly scrap, in our steel production processes. This approach helps minimize our environmental footprint and reduces energy consumption across the value chain, enabling the production of steel in an environmentally responsible manner. While we generate minimal plastic and e-waste, all hazardous waste is managed responsibly and disposed of through Authorized vendors in compliance with regulatory standards.

**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:**

| Sr. 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 |
|---|---|---|---|
| Not Applicable – All Hariom Pipe Industries Limited units are situated in designated industrial zones and not within/adjacent to ecologically sensitive areas. | | | |

**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. | Whether conducted by independent external agency (Yes/No) | Results communicated in public domain (Yes/No) | Relevant Web link |
|---|---|---|---|---|
| NIL – No new project during FY 2024–25 requiring EIA under the EIA Notification, 2006 (as amended) | | | | |

**13 Is the entity compliant with the applicable environmental law/regulations/guidelines in India; such as the Water (Prevention and Control of Pollution) Act, Air (Prevention and Control of Pollution) Act, Environment protection act and rules thereunder (Y/N). If not, provide details of all such non-compliances, in the following format:**

Yes. We are remained fully compliant with all applicable environmental legislations, including the Water (Prevention and Control of Pollution) Act, 1974, the Air (Prevention and Control of Pollution) Act, 1981, and the Environment (Protection) Act, 1986, along with the rules framed thereunder. During FY 2024–25, no penalties, fines, or directions were issued by any Pollution Control Board or regulatory authority against the Company.

| Sr. 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 |
|---|---|---|---|---|
| NA, as all the laws are complied | | | | |

## 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**

Not Applicable (No unit located in notified water-stress area)

**(ii) Nature of operations**

Not Applicable

**(iii) Water withdrawal, consumption and discharge in the following format:**

| Parameter | FY 2024-25 | FY 2023-24 |
|---|---|---|
| **Water withdrawal by source (in kilolitres)** | | |
| (i) Surface water | NIL | NIL |
| (ii) Groundwater | NIL | NIL |
| (iii) Third party water | NIL | NIL |
| (iv) Seawater/desalinated water | NIL | NIL |
| (v) Others | NIL | NIL |
| **Total volume of water withdrawal (in kilolitres) (i + ii + iii + iv + v)** | NIL | NIL |
| **Total volume of water consumption (in kilolitres)** | NIL | NIL |
| Water intensity per rupee of turnover (Water consumed/turnover) | NIL | NIL |
| Water intensity (optional) – the relevant metric may be selected by the entity | **NIL** | **NIL** |
| **Water discharge by destination and level of treatment (in kilolitres)** | | |
| (i) To Surface water | | |
| No treatment | NIL | NIL |
| With treatment – please specify level of treatment | NIL | NIL |
| (ii) To Groundwater | | |
| No treatment | NIL | NIL |
| With treatment – please specify level of treatment | NIL | NIL |
| (iii) To Seawater | | |
| No treatment | NIL | NIL |
| With treatment – please specify level of treatment | NIL | NIL |
| (iv) Sent to third-parties | | |
| No treatment | NIL | NIL |
| With treatment – please specify level of treatment | NIL | NIL |
| (v) Others | | |
| No treatment | NIL | NIL |
| With treatment – please specify level of treatment | NIL | NIL |
| **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 | No | No |

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

| Parameter | Unit | FY 2024-25 | FY 2023-24 |
|---|---|---|---|
| Total Scope 3 emissions (Break-up of the GHG into $CO_2$, $CH_4$, $N_2O$, HFCs, PFCs, $SF_6$, $NF_3$, if available) | Metric tonnes of $CO_2$ equivalent | 1,07,02,300 | 1,03,28,272 |
| **Total Scope 3** emissions per rupee of turnover | kg $CO_2$e/INR | 0.79 | 0.8916 |
| **Total Scope 3** emission intensity (optional) – the relevant metric may be selected by the entity | - | - | - |
| 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 | No |

## 3 With respect to the ecologically sensitive areas Data Needed at 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.

Hariom Pipe Industries Limited does not have operations in or around ecologically sensitive areas, and therefore no significant direct or indirect impacts on biodiversity are identified. Preventive measures such as effluent treatment, emission controls, and greenbelt development are implemented across all units to minimize environmental footprint and contribute positively to the local ecology.

## 4 If the entity has undertaken 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 | Bag filters and multi-cyclone dust collectors | Dust and pollution control equipment installed across all units | Reduced carbon emissions and captured carbon particles via bag filters for potential reuse in the printing cartridge industry |
| 2 | Installation of Water Treatment Plants and ETP | Water treatment plants installed at the Mahabubnagar unit. | Repurposed industrial wastewater for domestic and industrial use, reducing groundwater consumption |
| 3 | Integration of IoT and Automation | IoT sensors and automated control systems implemented to monitor and optimise the galvanising process in real-time | Enhanced process efficiency, reduced operational costs, improved product quality, and minimized resource waste |
| 4 | Recycling of Production Scrap | Non-hazardous iron & steel scrap is re-melted in induction furnaces; hazardous zinc/lead scrap sent to Authorized recyclers. | 100% utilisation of ~13,000 MT scrap, reduced fresh raw material requirement and minimized landfill waste. |
| 5 | Solar Power Project (Maharashtra) | Commissioning of 60 MW solar power project to supply green energy to state grid. | Avoided ~9,800 $tCO_2e$ annually (assuming grid EF = 0.82 $tCO_2e/MWh$). Supports India's renewable energy targets and enhances our green energy footprint. |

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

We have institutionalised a comprehensive Business Continuity and Disaster Management Plan to safeguard operations against unexpected disruptions. The framework addresses risks from natural hazards, industrial incidents, and supply chain interruptions through preventive measures, emergency response protocols, and recovery strategies. Clearly defined responsibilities, structured communication channels, and periodic safety drills ensure preparedness at all levels. Provisions for IT/data security, asset protection, and backup utilities strengthen resilience. The plan is aligned with statutory requirements and reviewed regularly to incorporate best practices. This proactive approach minimizes downtime, protects employees and assets, and secures reliable delivery of products to customers.

## 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 significant adverse environmental impacts were identified in the value chain; potential risks in raw material sourcing and logistics are mitigated through supplier compliance, efficient transport, recycling practices, and renewable energy adoption.

## 7 Percentage of value chain partners (by value of business done with such partners) that were assessed for environmental impacts.

75% of procurement (iron ore via e-auction, HR coils, zinc & lead from ISO-certified suppliers) is from environmentally compliant partners; no separate ESG audits conducted in FY 2024–25.

## 8 How many Green Credits have been generated or procured:

**(a) By the listed entity**

NIL – We have not generated or procured any Green Credits during FY 2024–25.

However, several initiatives such as the 60 MW Solar Power Project (11.96 million units projected annually), greenbelt development, and 100% recycling of steel scrap contribute positively to resource efficiency and emission reductions.

We are closely monitoring the implementation of the Green Credit Rules, 2023, and will evaluate participation once the regulatory and trading framework is fully operational.

**(b) By the top ten (in terms of value of purchases and sales, respectively) value chain partners**

NIL/Not Reported – We do not currently track Green Credit generation/procurement by our suppliers or customers.

## PRINCIPLE 7 BUSINESSES, WHEN ENGAGING IN INFLUENCING PUBLIC AND REGULATORY POLICY, SHOULD DO SO IN A MANNER THAT IS RESPONSIBLE AND TRANSPARENT

### Essential Indicators

1 (a) **Number of affiliations with trade and industry chambers/associations**

One

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

| Sr. No. | Name of the trade and industry chambers/associations | Reach of trade and industry chambers/ associations (State/National) |
|---|---|---|
| 1 | Federation of Telangana Chamber of Commerce and Industy (FTAPCI) | State |

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

| Name of authority | Brief of the case | Corrective action taken |
|---|---|---|
| There have been no instances requiring corrective action related to anti-competitive conduct during the reporting period. No concerns have been raised, and no investigations or proceedings are currently underway in this regard. We remain committed to fair business practices and full compliance with applicable competition laws. | | |

### Leadership Indicators

1 **Details of public policy positions advocated by the entity:**

| Sr. 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 |
|---|---|---|---|---|---|
| We have not undertaken any direct advocacy of public policy positions during the reporting period. However, we participates in representations made by recognized industry associations from time to time. | | | | | |

## PRINCIPLE 8 BUSINESSES SHOULD PROMOTE INCLUSIVE GROWTH AND EQUITABLE DEVELOPMENT

### Essential Indicators Instruction/Guidance

1 **Details of Social Impact Assessments (SIA) of projects undertaken by the entity 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 | Relevant Web link |
|---|---|---|---|---|---|---|
| No Social Impact Assessment (SIA) was mandated or undertaken by the Company during the current financial year, as none of our projects required SIA under applicable laws. | | | | | | |

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

| Name of Project for which R&R is ongoing | State | District | No. of Project Affected Families (PAFs) | % of PAFs covered by R&R | Amounts paid to PAFs in the FY (in ₹) |
|---|---|---|---|---|---|
| We have not undertaken any projects requiring Rehabilitation and Resettlement (R&R) under applicable laws during the current financial year. Hence, there is no ongoing Rehabilitation and Resettlement (R&R) . | | | | | |

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

We provide multiple accessible channels—online, written, and in-person—for communities to raise grievances. Our Stakeholder Committee reviews and investigates each concern in a transparent and structured manner, engaging directly with affected parties to identify fair and timely resolutions. Progress updates are shared regularly to ensure accountability and closure. This robust grievance redressal mechanism fosters trust, strengthens community relationships, and reinforces our commitment to responsible and inclusive operations.

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

| | FY 2024-25 | FY 2023-24 |
|---|---|---|
| Directly sourced from MSMEs/small producers | 2% | 8% |
| Within India | 91% | 89% |

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

| Location | FY 2024-25 | FY 2023-24 |
|---|---|---|
| Rural | 34% | 12% |
| Semi-urban | 16% | 22% |
| Urban | 13% | 26% |
| Metropolitant | 37% | 40% |

(Place to be categorised 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 |
|---|---|
| No projects undertaken during the reporting period required a Social Impact Assessment (SIA) under applicable laws. However, we remain committed to assessing and mitigating any potential social impacts through proactive stakeholder engagement and responsible project planning wherever necessary. | |

## 2 Provide the following information on CSR projects undertaken by your entity in designated aspirational districts as identified by government bodies:

| Sr. No. | State | Aspirational District | Amount spent (in ₹) |
|---|---|---|---|
| We have not undertaken any CSR projects specifically in Government-designated aspirational districts during the current financial year. However, CSR projects have been implemented in the vicinity of our manufacturing units focusing on health, education, sanitation and community development. | | | |

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

No. We do not have a formal preferential procurement policy for marginalised/vulnerable groups.

### (b) From which marginalised/vulnerable groups do you procure?

Not Applicable. Since no formal policy exists, no specific procurement from marginalised/vulnerable groups has been identified.

### (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 your entity (in the current financial year), based on traditional knowledge:

| Sr. No. | Intellectual Property based on traditional knowledge | Owned/Acquired (Yes/No) | Benefit shared (Yes/No) | Basis of calculating benefit share |
|---|---|---|---|---|
| 1 | None | No | No | NA |

Since Hariom Pipe Industries is a steel manufacturer, we do not create or use intellectual property based on traditional knowledge (this is generally relevant for pharma, Ayurveda, handicrafts, agriculture, etc.)

## 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 |
|---|---|---|
| None | No adverse orders in intellectual property related disputes involving traditional knowledge during the year | NA |

## 6 Details of beneficiaries of CSR Projects:

| Sr. No. | CSR Project | No. of persons benefitted from CSR Projects | % of beneficiaries from vulnerable and marginalised group |
|---|---|---|---|
| During FY 2024–25, our CSR initiatives focused on children welfare, education, healthcare, and animal welfare, benefitting an estimated 2,000+ individuals and local communities. A major portion was spent through recorgnised trust, supporting underprivileged children and families, while healthcare initiatives included medical camps and dust compensation to 76 nearby residents. | | | |

## PRINCIPLE 9: BUSINESSES SHOULD ENGAGE WITH AND PROVIDE VALUE TO THEIR CONSUMERS IN A RESPONSIBLE MANNER

### Essential Indicators

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

We have implemented well-defined mechanisms to receive and address consumer complaints through toll-free number (1800 1230 360), online platforms,Customers can also access these details on our official website: www.hariompipes.com. A customer service team manages the grievance redressal process, ensuring timely acknowledgment and resolution. This transparent, responsive, and customer-centric approach reinforces our commitment to consumer satisfaction and service excellence.

**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 | Remarks |
|---|---|---|
| Environmental and social parameters relevant to the product | 0% | Steel products are industrial in nature and do not carry environmental/social information on the product/packaging. |
| Safe and responsible usage | 0% | Products are used in construction, infra, and industrial applications by qualified professionals; no labelling required. |
| Recycling and/or safe disposal | 0% | While products are 100% recyclable at end-of-life, no formal product-level labelling is provided. |

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

| | FY 2024-25 | | Remarks | FY 2023-24 | | Remarks |
|---|---|---|---|---|---|---|
| | Received during the year | Pending resolution at end of year | | Received during the year | Pending resolution at end of year | |
| Data privacy | NIL | NIL | NA | NIL | NIL | NA |
| Advertising | NIL | NIL | NA | NIL | NIL | NA |
| Cyber-security | NIL | NIL | NA | NIL | NIL | NA |
| Delivery of essential services | NIL | NIL | NA | NIL | NIL | NA |
| Restrictive Trade Practices | NIL | NIL | NA | NIL | NIL | NA |
| Unfair Trade Practices | NIL | NIL | NA | NIL | NIL | NA |
| Other | NIL | NIL | NA | NIL | NIL | NA |

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

Yes, https://www.hariompipes.com/investor-relations-policies

**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.**

During the reporting period, no issues were reported relating to advertising, delivery of essential services, cyber security, data privacy of customers, product recalls, or penalties from regulatory authorities on safety of products/services. We continue to comply with all applicable product and service safety requirements and has systems in place to monitor quality and ensure customer satisfaction.

## 7 Provide the following information relating to data breaches:

**(a) Number of instances of data breaches**

NIL

**(b) Percentage of data breaches involving personally identifiable information of customer**

Not Applicable (no breaches reported)

**(c) Impact, if any, of the data breaches**

Not Applicable (no breaches reported)

## Leadership Indicators

### 1 Channels/platforms where information on products and services of the entity can be accessed (provide web link, if available).

Comprehensive information about Hariom's products and services are available on our official website and digital platforms: https://www.hariompipes.com/

### 2 Steps taken to inform and educate consumers about safe and responsible usage of products and/or services.

Steel pipes, coils and scaffolding are industrial products used by qualified professionals. Hence, no separate consumer education mechanism is required. However, product specifications and safe handling guidelines are shared with dealers and bulk customers to ensure responsible usage.

### 3 Mechanisms in place to inform consumers of any risk of disruption/discontinuation of essential services.

We inform consumers of any potential disruptions through official communication channels, including our website, email alerts, customer support, and coordination with channel partners. This ensures timely dissemination of information, minimizes inconvenience, and reinforces our commitment to transparency and customer trust.

### 4 Does the entity display product information on the product over and above what is mandated as per local laws? (Yes/No/Not Applicable) If yes, provide details in brief. Did your entity carry out any survey with regard to consumer satisfaction relating to the major products/services of the entity, significant locations of operation of the entity or the entity as a whole? (Yes/No)

Yes, we provide additional product information beyond statutory requirements, including detailed usage instructions, safety guidelines, and technical specifications. These disclosures aim to enhance consumer awareness, ensure safe and effective usage, and reflect our commitment to transparency and product responsibility. No formal consumer survey was conducted. Customer feedback is collected through dealer interactions, sales channels and direct engagement at major operating locations.

# INDEPENDENT AUDITOR'S REPORT

**TO,**

**The Members of Hariom Pipe Industries Limited**

## REPORT ON THE AUDIT OF THE STANDALONE FINANCIAL STATEMENTS

### Opinion

We have audited the accompanying Standalone financial statements of Hariom Pipe Industries Limited (the "Company"), which comprise the Balance Sheet as at March 31, 2025, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year then ended, and notes to the standalone financials statement, including a summary of material accounting policies and other explanatory information (hereinafter 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 and its profit including total comprehensive income, its cash flows and changes in equity 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 ("SA" s) 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 requirements that are relevant to our audit of the standalone 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 obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the 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 for the year ended March 31, 2025. These matters were addressed in the context of our audit of the standalone financial statements as a whole, 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.

| Sr. No. | Key Audit Matter | How our audit addressed the key audit matter |
|---|---|---|
| 1 | **Property, Plant and Equipments (PPE)/ Capital Work in Progress (CWIP) –**<br>A. PPE Rs.42271.91 lakhs as at March 31, 2025 (Refer note -2(a)):<br>During the year, there has been substantial additions in the PPE. In view of the same, this was considered as a key audit matter so as to confirm the proper accounting of PPE, compliance with the INDAS 16, controls and monitoring procedure for capitalization of PPE and utilization of the funds raised for this purpose. | Our Audit procedures included the following:<br>i. For Addition to the PPE, we verified the Definitive Agreement with the major vendors and respective purchase orders.<br>ii. We selected the sample of vouchers for additions to the PPE during the year and verified the same.<br>iii. We verified correctness of the depreciation.<br>iv. We verified correctness of accounting and disclosure as per Ind AS read with schedule III of the Act. |
| | B. CWIP- Rs.1164.6 lakhs as at March 31, 2025 (Refer note 2(b))<br>The CWIP balance majorly includes the following projects undertaken by the Company:<br>a) The Company is developing a Sponge iron unit at Anantapur, Andra Pradesh which will increase the production of sponge iron.<br>b) The Company is expanding its capacity of existing 36,000 Metric Ton per annum (MTPA) to 72,000 (MTPA).<br>Since the amounts involved in the development of the above project was significant and material, the audit of the above area was considered to be a key audit matter for reporting purpose. | Our Audit procedures included the following:<br>i. We understood from the management details of the projects in process.<br>ii. reviewed the project report issued by the professional appointed by bankers, to understand the progress of the project and observations.<br>iii. reviewed the management's procedure to review the periodic progress of the projects based on certification by the project management consultants and correspondent running bills submitted by the contractors.<br>iv. Verification of invoices of the CWIP on sample basis as per applicable terms and conditions.<br>v. Verification of payments made by the accounts, based on the approval by the proper authorities and other terms and conditions.<br>vi. Discussion of audit observations with the management/accounts and finance team for clarification as and when required |

<table>
<tr><th>Sr. No.</th><th>Key Audit Matter</th><th>How our audit addressed the key audit matter</th></tr>
<tr><td>2</td><td>Share Capital:<br>i) Conversion of Share Warrants:<br>The Board of Directors had allotted of 33,48,125 and 7,500 (i.e., total 33,55,625) Convertible Warrants (hereinafter “Warrants”) on March 31, 2023 and April 6, 2023, respectively at an issue price of Rs. 345/- per Warrant to be converted into equity share of Rs. 10/- each with a premium of Rs. 335/- per equity share. Upon receipt of the full and final payment of share warrant as per the terms and conditions of allotment.<br><br>12,46,747 share warrants amounting to Rs. 3,225.96 Lakhs were received by the Company on the exercise of the option by the Warrant holders on January 3, 2024. Accordingly, 12,46,747 equity shares were allotted to those Warrant holders on January 3, 2024.<br><br>In the financial year ended March 31, 2025, a further 21,02,163 equity shares were allotted upon conversion of warrants, for which the Company received the remaining consideration of Rs. 5,439.35 Lakhs.<br><br>Since the amount involved is material and significant, audit of above area was considered to be key audit matter for reporting purpose.</td><td>Our Audit procedures included the following:<br>i. review of the minute books of<br>• the board of directors and<br>• shareholders;<br>ii. referred the relevant provisions of the Companies Act 2013 read with the Companies (Share Capital and Debenture Rules) 2014, as applicable to ascertain whether the same have been complied with;<br>iii. reviewed compliance to applicable guidelines of SEBI regulations<br>iv. review of various e-forms submitted to the Ministry of Corporate Affairs (MCA) in compliance with the provisions of the Companies Act 2013 and the relevant rules;<br>v. appropriate disclosure in the financial statements in accordance with the IND AS, and the requirements of schedule III</td></tr>
</table>

We have fulfilled the responsibilities described in the Auditors’ responsibilities for the audit of the Standalone Financial Statements section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the Standalone Financial Statements. The results of our audit procedures.

## Information Other than the Financial Statements and 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 and Sustainability Report, Corporate Governance Report and Shareholder’s Information, but does not include the 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.

## Responsibility of Management and those charged with Governance 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, cash flow and change in equity of the Company in accordance with the Ind AS, specified under Section 133 of the Act and other accounting principles generally accepted in India. 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 statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the standalone financial statements, 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 Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so. The Management and Board of Directors are also responsible for overseeing the Company’s financial reporting process.

## Auditor’s Responsibilities for the Audit of the Standalone Financial Statements

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

# INDEPENDENT AUDITOR'S REPORT

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

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

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the year ended March 31,2025 and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

### Other matters:

We did not audit the financial information of the liaison office of the Company, situated at Bangkok, Thailand, operating there since April 9, 2024 considered in these standalone financial statements which reflect total assets of Rs. 3.85 lakhs as at March 31, 2025, total revenue of Rs. Nil for the financial year ended on that date in respect of the liaison office. The financial information of the said liaison office in Thailand has been prepared by the management and incorporated in these standalone financial statements.

Our opinion on the Statement in respect of above matter is not modified.

### Report on Other Legal and Regulatory Requirements

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

2. As required by Section 143(3) of the Act, and 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.

    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 Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Changes in Equity and the Statement of Cash Flows dealt with by this Report are in agreement with the books of account.

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

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

    f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.

g) 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, 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 as on March 31, 2025 on its financial position in its financial statements. (Refer note no. 33)

(ii) The Company does not have any long-term contracts including derivatives contracts for which there were any material foreseeable losses.

(iii) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

h) (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),other than disclosed in notes to the standalone financial statements, have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(b) The Management has represented, that, to the best of its knowledge and belief, no funds (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.

i) The Dividend paid by the Company during the year is in compliances with the provisions of Section 123 of the Act, as applicable.

j) 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.

k) Based on our examination which included test checks, the company has used an accounting software (Bizsol ERP) for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the said software. Further, during the course of our audit, we did not come across any instance of audit trail feature being tampered with and the audit trail has been preserved by the company as per the statutory requirements for record retention.

**For R Kabra & Co LLP**
Chartered Accountants
(Firm Registration No. 104502W/W100721)

Sd/-
**Deepa Rathi**
(Partner)
**Membership No.:** 104808
**UDIN:** 25104808BMJHCA9890
Place: Mumbai
Date: May 09, 2025

# ANNEXURE "A"
## TO THE INDEPENDENT AUDITOR'S REPORT

**(Referred to in paragraph 2 under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of Hariom Pipe Industries Limited of even date)**

To the best of our information and according to the explanations given to us by the Company and based on 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 and Intangible Assets:

   a.

      A. The Company is maintaining proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment.

      B. The Company is maintaining proper records showing full particulars of intangible assets.

   b. The Property, Plant and Equipment have been physically verified by the management at reasonable intervals. No material discrepancies were noticed on such verification and therefore no adjustments are required to be made in the books of account.

   c. As per the information and explanations given to us and on the basis of examination of records of the company, the title deeds of all the immovable properties (other than properties where the company is the lessee and the lease agreements are duly executed in favour of lessee), disclosed in the financial statements included under Property, Plant and Equipment are held in the name of the Company as at the balance sheet date.

   d. The Company has not revalued any of its Property, Plant and Equipment (including Right of Use assets) nor intangible assets during the year. Therefore no comments are called for in respect of whether the revaluation is based on the valuation by a registered valuer and if any adjustment is required for more than 10% or more in the net carrying value of each class of the assets.

   e. As per the information and explanations given to us, no proceedings have been initiated or are pending against the Company as at March 31, 2025 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988, as amended) and rules made thereunder.

ii.

   a. The physical verification of inventory has been conducted at reasonable intervals by the management and in our opinion, the coverage and procedure of such verification by the management is appropriate. No discrepancies of 10% or more in the aggregate for any class of inventory were noticed on such verification

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

iii. The Company has not made any investments in firms and Limited Liabilities Partnerships, nor has it granted any unsecured loans to any parties, during the year.

   a. The Company has not provided any loans stood guarantee, nor provided security to any other entity during the year. However, the company has given advances in the nature of loans to employees.

      A) The Company has made investments in a wholly owned subsidiary ("WOS") company during the year. The balance of investments in the subsidiary company at the year end is as under:

(Rs in lakhs)

| To Whom | The aggregate amount during the year | Balance outstanding at the balance sheet date |
|---|---|---|
| Investments in equity shares of WOS | 10 | 10 |

The above investments in the WOS Company are based on equity shares, issued to and subscribed by the Company at the time of incorporation of the subsidiary, as a promoter shareholder. The subscription amount as above is payable as at the year ended March 31, 2025.

      B) The aggregate amount during the year, and balance outstanding at the balance sheet date with respect to Advances in the nature of loans given to employees are as under:

(Rs in lakhs)

| Particulars | The aggregate amount granted during the year | Balance Outstanding as at March 31, 2025 |
|---|---|---|
| Advances in the nature of Loans - Employee Advances | 127.29 | 38.15 |

The company has not granted any loans nor stood any guarantee or provided security to parties other than subsidiaries, joint ventures and associates during the year.

   b. According to the information and explanation given to us, the investment made are not prejudicial to the company's interest. In respect of the advances in the nature of loans given to employees, in our opinion, the terms and conditions are not prejudicial to the company's interest.

   c. As stated above, the company has not given any loans during the year. In respect of advances in the nature of loans given to employees, where the schedule of repayment /receipts are stipulated, the repayment/ receipts are regular.

   d. In our opinion and according to the information and explanations given to us, no amount is overdue for repayment. Therefore, clause 3(iii)(d) is not applicable to the company.

e. As per the information and explanations given to us, and based on our audit of the records, the Company has not granted any loans during the year . No cases were observed where any advance in the nature of loan granted to employees has fallen due during the year, or which has been renewed or extended or fresh loans granted by the company to settle the over dues of existing advances to such parties . Therefore, clause 3(iii)(e) of the Order is not applicable.

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.

iv. According to the information and explanation given to us the company has complied with requirements of section 185 and 186 in respect of investments during the year under audit.

v. As per the information and explanations given to us, the Company has not accepted any deposit or amounts which are deemed to be deposits. Hence, clause 3(v) of the Order is not applicable.

vi. In our opinion and according to the information an explanation given to us, the Company has maintained cost records specified by the Central Government under sub-section (1) of section 148 of the Companies Act, 2013. However, we have not carried out a detailed examination of the above records.

vii. In respect of statutory dues:

a. In our opinion, the Company has generally been regular in depositing undisputed statutory dues, including Goods and Services tax, Provident Fund, Employees' State Insurance, Income Tax, duty of customs, cess and other material statutory dues applicable to it with the appropriate authorities. The company is not liable to sales tax, service tax, duty of excise , value added tax and cess. There are no arrears of outstanding statutory dues as at March 31, 2025 for a period of more than six months from the date they became payable except the following which is outstanding since February/ March 2020.

Rs. In Lakhs

| Name of the statute | Name of the Dues | Outstanding statutory due amount (Undisputed) | Period to which the amount relates | Due Date | Date of Payment | Remarks if any |
|---|---|---|---|---|---|---|
| Employee's State Insurance Act, 1948 | Employee State Insurance dues. | 0.30 | February, 2020 & March, 2020 | May 15, 2020 | - | Due to technical problems at ESI Department has not been paid. |

b. In our opinion and as per the information and explanations given to us, statutory dues referred to in clause

(a) Which have not been deposited on account of any dispute, are as under :

Rs. In Lakhs

| Name of the Statute | Nature of due | Amount (Net of Payment) | Amount paid | Period for which the amount related | Forum where the dispute is pending |
|---|---|---|---|---|---|
| Income Tax Act, 1961 | Income Tax | *35.05 | 29.04 | A.Y 2009-10 | Income Tax Appellate Tribunal (ITAT) Hyderabad |
| | | 472.17 | 83.33 | A.Y 2017-18 | CIT (Appeals) |
| | | 2.15 | Nil | A.Y 2019-20 | CIT (Appeals) |
| Goods and service Tax Act, 2017 | Goods and Service Tax | 110.37 | 0.34 | A.Y 2019-20 | Appeal before GST Commissioner |

*The honourable ITAT has decided the appeal in company's favour by dropping the disputed demand of Rs.35.05 Lakhs as per its order I.T.A No. 1775/HYD/2014 dated October 5, 2016. However, appellate order effect is yet to be given by the income tax department.

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. The Company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender.

b. The Company has not been declared wilful defaulter by any bank or financial institution or any other lender.

c. In our opinion, the term loans were applied for the purpose for which these were obtained.

d. Based on the examination of the financial statements of the Company, funds raised on short term basis have, prima facie, not been utilised for long-term purposes by the Company.

e. According to the information and explanation given to us, the company has not taken any funds from the entity or person on account of or to meet the obligations of its subsidiary. The company does not have any associates or joint ventures.

f. According to the information and explanation given to us, the company has not raised loans during the year on the pledge of securities held in the subsidiary or joint ventures or associate companies.

# ANNEXURE "A"
## TO THE INDEPENDENT AUDITOR'S REPORT

x. a. In our opinion and according to the information and explanations given to us, no moneys were raised by way of initial public offer or further public offer during the year. Therefore, clause 3(x)(a) of the order is not applicable.

b. As per the information and explanations given to us, the company has made private placement of shares during the year by conversion of share warrants into equity on fulfilment of terms and conditions by the subscribers of the share warrants and complied with the requirements of section 42 of the Companies Act, 2013, as applicable. The funds raised have been utilised for the purpose for which these funds were raised.

c. The Company has not issued any shares on any preferential allotment basis nor issued any Convertible debentures (fully, partially or optionally convertible) during the year under section 62.

xi. a. No fraud by the Company or any 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 Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year upto the date of this report.

c. As per the information and explanations given to us, since there were no whistle blower complaints received by the Company during the year, reporting under clause 3(xii) of the order is not applicable to the Company.

xii. The Company is not a Nidhi Company. Therefore, clauses 3(xii)(a), 3(xii)(b) and 3(xii)(c) of the Order are not applicable.

xiii. In our opinion, the related party transaction are in compliance with Section 177 and 188 of the Companies Act, 2013, where applicable, and the details of such transaction have been disclosed in the financial statements as required by the applicable accounting standards.

xiv. (a) In our opinion, the Company has an internal audit system commensurate with the size and the nature of its business. However, it requires to be strengthened further.

(b) We have considered the internal audit reports for the year under audit, issued to the Company during the year and till date. However, we have not reassessed or modified our audit procedures in determining the nature, timing and extent of our audit based on these internal audit reports.

xv. In our opinion, the Company has not entered into any non-cash transactions with its directors or persons connected with them. Hence provisions of section 192 of the Companies Act, 2013 are not applicable to the Company.

xvi. (a) In our opinion, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Hence, clauses 3(xvi)(a), 3(xvi)(b) and 3((xvi)(c) of the Order are not applicable.

(b) In our opinion, the Company has not conducted any Non-Banking Financial or Housing Finance activities during the year. Therefore, the question of conducting the above activities without a valid Certificate of Registration does not arise.

(c) The Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Therefore, the condition of fulfilling the criteria for CIC is not applicable. The Company is neither an exempted nor an unregistered CIC and therefore the continuing the criteria of a CIC, by the Company are not applicable.

(d) As per the information and explanations given to us, since the Company is not a Core Investment Company, the Group does not have any CIC investment company within the Group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016) and accordingly clause 3(xvi)(d) of the Order is not applicable.

xvii. The Company has not incurred cash losses during the financial year and the also during the immediately preceding financial year.

xviii. There has been no resignation of the statutory auditors of the Company during the year. Therefore, the question of taking into consideration any of issues, objections or concerns raised by the outgoing auditors does not arise. Accordingly, clause 3(xviii) of the Order is not applicable.

xix. On the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements 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. (a) As per the information and explanations given to us, since the Company does not have any other than ongoing projects, no unspent amount is required to be transferred to a Fund specified in Schedule VII to the Companies Act within a period of six months of the expiry of the financial year in compliance with second proviso to sub-section (5) of section 135 of the said Act.

(b) In our opinion, there is no amount remaining unspent under sub-section (5) of section 135 of the Companies Act, pursuant to any ongoing project, which is required to be transferred to special account in compliance with the provision of sub-section (6) of section 135 of the said Act.

xxi. There are no qualification or adverse remarks given by the auditor in the companies (Auditor's report) order CARO reports of the subsidiary company. As such provision of clause 3(xxi) of the order is not applicable.

**For R Kabra & Co LLP**
Chartered Accountants
(Firm Registration No. 104502W/W100721)

Sd/-
**Deepa Rathi**
(Partner)
**Membership No.:** 104808
**UDIN:** 25104808BMJHCA9890
Place: Mumbai
Date: May 09, 2025

# ANNEXURE "B"

**TO THE INDEPENDENT AUDITOR'S REPORT ON THE STANDALONE FINANCIAL STATEMENTS OF HARIOM PIPE INDUSTRIES LIMITED**

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

**Report on the Internal Financial Controls Over Financial Reporting under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")**

We have audited the internal financial controls over financial reporting of HARIOM PIPE INDUSTRIES LIMITED ("the Company") as of March 31, 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 control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") 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.

## AUDITOR'S RESPONSIBILITY

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting with reference to these standalone financial statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting 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 system over financial reporting with reference to these standalone Financial Statements and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting with reference to these Standalone Financial Statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

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

## MEANING OF INTERNAL FINANCIAL CONTROLS OVER FINANCIAL REPORTING

A Company's internal financial control over financial reporting with reference to these 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 control over financial reporting with reference to these 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 OVER FINANCIAL REPORTING WITH REFERENCE TO THESE STANDALONE FINANCIAL STATEMENTS.

Because of the inherent limitations of internal financial controls over financial reporting with reference to these standalone 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 over financial reporting with reference to these standalone financial statements to future periods are subject to the risk that the internal financial control over financial reporting with reference to these 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 the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting with reference to these standalone financial statements and such internal financial controls over financial reporting were operating effectively as at March 31, 2025, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the ICAI.

**For R Kabra & Co LLP**
Chartered Accountants
(Firm Registration No. 104502W/W100721)

Sd/-
**Deepa Rathi**
(Partner)
**Membership No.:** 104808
**UDIN:** 25104808BMJHCA9890
Place: Mumbai
Date: May 09, 2025

HARIOM
PIPES | SCAFFOLDING | COILS

# STANDALONE BALANCE SHEET

As at March 31, 2025

(Rs. in Lakhs)

| Particulars | Note No. | As at March 31, 2025 | As at March 31, 2024 |
|---|---|---|---|
| **ASSETS** | | | |
| **Non-current assets** | | | |
| (a) Property, plant and equipment | 2(a) | 42,271.91 | 36,505.41 |
| (b) Capital work-in-progress | 2(b) | 1,164.60 | 1,314.31 |
| (c) Right of use assets | 2(c) | 102.01 | 112.65 |
| (d) Intangible Assets | 2(d) | 8.79 | 4.21 |
| (e) Financial Assets | | | |
| (i) Investments | 3 | 10.00 | - |
| (ii) Other financial assets | 4 | 435.48 | 1,303.78 |
| (f) Other non-current assets | 5 | 437.73 | 625.12 |
| **Total Non Current Assets** | | **44,430.51** | **39,865.48** |
| Current assets | | | |
| (a) Inventories | 6 | 42,670.37 | 29,653.98 |
| (b) Financial assets | | | |
| (i) Trade receivables | 7 | 20,249.10 | 12,207.31 |
| (ii) Cash and cash equivalents | 8(a) | 2,601.28 | 177.97 |
| (iii) Bank balances other than (ii) above | 8(b) | 2,477.35 | 3,001.00 |
| (iv) Other financial assets | 9 | 74.95 | 230.34 |
| (c) Other current assets | 10 | 7,193.62 | 2,888.15 |
| **Total Current Assets** | | 75,266.68 | 48,158.75 |
| **Total Assets** | | **119,697.19** | **88,024.24** |
| **EQUITY AND LIABILITIES** | | | |
| Equity | | | |
| (a) Equity share capital | 11 | 3,096.73 | 2,886.51 |
| (b) Other equity | 12 | 54,170.69 | 43,525.24 |
| **Total Equity** | | **57,267.42** | **46,411.75** |
| **LIABILITIES** | | | |
| Non-current liabilities | | | |
| (a) Financial liabilities | | | |
| (i) Borrowings | 13 | 9,329.56 | 11,970.82 |
| (ia) Lease liabilities | 2(c) | 111.20 | 117.03 |
| (b) Provisions | 14 | 71.67 | 44.33 |
| (c) Deferred tax liabilities (Net) | 15 | 1,022.16 | 823.64 |
| **Total Non Current Liabilities** | | **10,534.59** | **12,955.82** |
| | | | |
| Current liabilities | | | |
| (a) Financial Liabilities | | | |
| (i) Borrowings | 16 | 30,702.63 | 25,117.72 |
| (ia) Lease liabilities | 2(c) | 5.82 | 4.71 |
| (ii) Trade payables | 17 | | |
| (A) total outstanding dues of micro enterprises and small enterprises; and | | 74.50 | 97.47 |
| (B) total outstanding dues of creditors other than micro enterprises and small enterprises. | | 18,564.27 | 1,793.33 |
| (iii) Other financials liabilities | 18 | 1,105.51 | 1,059.53 |
| (b) Other current liabilities | 19 | 676.81 | 283.10 |
| (c) Provisions | 20 | 6.26 | 5.00 |
| (d) Current tax liabilities (Net) | 21 | 759.37 | 295.79 |
| **Total Current Liabilities** | | **51,895.18** | **28,656.66** |
| **Total Equity and Liabilities** | | **119,697.19** | **88,024.24** |
| Material accounting policies and notes to accounts | 1 to 53 | | |

As per our report of even date annexed hereto.

**FOR R KABRA & CO. LLP**
Chartered Accountants
Firm Registration No: 104502W/W100721

Sd/-
**Deepa Rathi**
(Partner)
Membership No: 104808
UDIN : 25104808BMJHCA9890

Place : Hyderabad
Date : May 09, 2025

On behalf of the Board
**HARIOM PIPE INDUSTRIES LIMITED**

Sd/-
**Rupesh Kumar Gupta**
(Managing Director)
DIN 00540787

Sd/-
**Sailesh Gupta**
(Whole Time Director)
DIN 00540862

Sd/-
**Amitabha Bhattacharya**
(Chief Financial Officer)

Sd/-
**Rekha Singh**
(Company Secretary)
Membership No: A33986

Place: Hyderabad
Date : May 09, 2025

# STATEMENT OF STANDALONE PROFIT AND LOSS

for the year ended March 31, 2025

(Rs. in Lakhs)

| | Particulars | Note No. | For the year ended March 31, 2025 | For the year ended March 31, 2024 |
|---|---|---|---|---|
| I | Revenue from operations | 22 | 135,704.88 | 115,318.77 |
| II | Other income | 23 | 289.47 | 519.71 |
| **III** | **Total Income (I+II)** | | **135,994.35** | **115,838.47** |
| **IV** | **EXPENSES** | | | |
| | Cost of materials consumed | 24 | 110,683.93 | 94,641.61 |
| | Purchase Stock in Trade | | 977.62 | 1,583.99 |
| | Changes in inventories of finished goods, stock-in-trade and work-in-progress | 25 | (6,900.08) | (7,594.51) |
| | Employee benefits expense | 26 | 5,039.95 | 4,467.89 |
| | Finance costs | 27 | 4,491.24 | 3,256.32 |
| | Depreciation and amortization expenses | 2 | 5,030.61 | 3,386.58 |
| | Power and fuel | | 6,477.24 | 6,902.96 |
| | Other expenses | 28 | 1,883.62 | 1,457.39 |
| | **Total expenses (IV)** | | **127,684.13** | **108,102.23** |
| V | Profit before tax (III-IV) | | **8,310.22** | **7,736.25** |
| VI | Tax expense: | 29 | | |
| | (1) Current tax | | 1,938.73 | 1,605.81 |
| | (2) Deferred tax | | 198.83 | 397.97 |
| | (3) Tax related to earlier tax period | | 0.06 | 52.52 |
| | **Total Tax Expense (VI)** | | **2,137.62** | **2,056.30** |
| VII | Profit for the period from continuing operations (V-VI) | | 6,172.60 | 5,679.95 |
| VIII | Profit/(loss) from discontinued operations | | - | - |
| IX | Tax expenses of discontinued operations | | - | - |
| **X** | **Profit from discontinued operations (after tax) (VIII-IX)** | | **-** | **-** |
| **XI** | **Profit for the period (VII+X)** | | **6,172.60** | **5,679.95** |
| **XII** | **Other Comprehensive Income** | | | |
| | A. (i) Items that will not be reclassified to profit or loss | | | |
| | Remeasurements of post employment benefit obligation | | 1.25 | (5.44) |
| | Income tax relating to items that will not be reclassified to profit or loss | | (0.32) | 1.37 |
| | B. (i) Items that will be reclassified to profit or loss | | - | - |
| | (ii) Income tax relating to items that will be reclassified to profit or loss | | - | - |
| **XIII** | **Total Comprehensive Income for the Year (XI+XII)** | | **6,171.66** | **5,684.02** |
| **XIV** | **Earnings per equity share (Face Value of Rs. 10 Each) (for continuing operation):** | 30 | | |
| | (1) Basic | | 20.25 | 20.34 |
| | (2) Diluted | | 19.93 | 18.34 |

As per our report of even date annexed hereto.

**FOR R KABRA & CO. LLP**
Chartered Accountants
Firm Registration No: 104502W/W100721

Sd/-
**Deepa Rathi**
(Partner)
Membership No: 104808
UDIN : 25104808BMJHCA9890

Place : Hyderabad
Date : May 09, 2025

On behalf of the Board
**HARIOM PIPE INDUSTRIES LIMITED**

Sd/-
**Rupesh Kumar Gupta**
(Managing Director)
DIN 00540787

Sd/-
**Sailesh Gupta**
(Whole Time Director)
DIN 00540862

Sd/-
**Amitabha Bhattacharya**
(Chief Financial Officer)

Sd/-
**Rekha Singh**
(Company Secretary)
Membership No: A33986

Place: Hyderabad
Date : May 09, 2025

# STATEMENT OF STANDALONE CHANGES IN EQUITY

for the year ended March 31, 2025

## A. EQUITY SHARE CAPITAL

### As at March 31, 2025

(Rs. in Lakhs)

| Opening balance as at April 1, 2024 | | Changes in Equity Share Capital due to prior period errors | | Restated balance as at April 1, 2024 | | Changes in equity share capital during the current period | | **Balance as at March 31, 2025** | |
|---|---|---|---|---|---|---|---|---|---|
| No. of Shares | Amount | No. of Shares | Amount | No. of Shares | Amount | No. of Shares | Amount | **No. of Shares** | **Amount** |
| 28,865,126 | 2,886.51 | - | - | 28,865,126 | 2,886.51 | 2,102,163 | 210.22 | 30,967,289 | 3,096.73 |

### As at March 31, 2024

(Rs. in Lakhs)

| Opening balance as at April 1, 2023 | | Changes in Equity Share Capital due to prior period errors | | Restated balance as at April 1, 2023 | | Changes in equity share capital during the current period | | Balance as at March 31, 2024 | |
|---|---|---|---|---|---|---|---|---|---|
| No. of Shares | Amount | No. of Shares | Amount | No. of Shares | Amount | No. of Shares | Amount | No. of Shares | Amount |
| 27,615,629 | 2,761.56 | - | - | 27,615,629 | 2,761.56 | 1,249,497 | 124.95 | 28,865,126 | 2,886.51 |

## B. OTHER EQUITY

### (1) For the year ended March 31, 2025

(Rs. in Lakhs)

| Particulars | **Share Application Money pending Allotment** | **Equity component of compound financial instruments** | **Capital Redemption Reserves** | **Reserves and surplus** | | | **Money received against Share Warrants** | **Total** |
|---|---|---|---|---|---|---|---|---|
| | | | | **Capital Reserve** | **Securities premium** | **Retained Earnings** | | |
| Balance as at April 1, 2024 | 0.00 | 84.19 | 36.62 | - | 24,273.15 | 17,312.37 | 1,818.91 | 43,525.24 |
| Changes in accounting policy/ prior period errors | - | - | - | - | - | - | - | - |
| **Restated balance at the beginning of the current reporting period** | **0.00** | **84.19** | **36.62** | | **24,273.15** | **17,312.37** | **1,818.91** | **43,525.24** |
| Additions during the year: | | | | | | | | |
| (a) Total Comprehensive Income for the year | - | - | - | - | - | 6,171.66 | - | 6,171.66 |
| (b) Dividend | - | - | - | - | - | (185.75) | - | -185.75 |
| (c) Premium on issue of equity shares | - | - | - | - | - | - | - | - |
| (d) Premium on Conversion of Warrants to equity shares | - | - | - | - | 7,042.25 | - | - | 7,042.25 |
| (e) Share issue expenses | - | - | - | - | (569.59) | - | - | -569.59 |
| (f) Share Application Money pending Allotment (Equities and Warrants) | - | - | - | - | - | - | - | - |
| (g) Money Reveived Against Share Warrants | - | - | - | - | - | - | 5,439.35 | 5,439.35 |
| (h) Share Warrants converted into equity Shares | - | - | - | - | - | - | (7,252.46) | -7,252.46 |
| (i) Forfeiture of Share Warrant Money on Non-Exercise of Conversion Option | - | - | - | 5.79 | - | - | (5.79) | - |
| **Balance as at March 31, 2025** | **0.00** | **84.19** | **36.62** | **5.79** | **30,745.80** | **23,298.28** | **-** | **54,170.69** |

## (2) For the year ended March 31, 2024

(Rs. in Lakhs)

| Particulars | Share Application Money pending Allotment | Equity component of compound financial instruments | Capital Redemption Reserves | Reserves and surplus | | | Money received against Share Warrants | Total |
|---|---|---|---|---|---|---|---|---|
| | | | | Capital Reserve | Securities premium | Retained Earnings | | |
| Balance as at April 1, 2023 | 15.09 | 84.19 | 36.62 | | 20,103.09 | 11,628.36 | 2,887.76 | 34,755.10 |
| Changes in accounting policy/ prior period errors | - | - | - | | - | - | | - |
| **Restated balance at the beginning of the current reporting period** | **15.09** | **84.19** | **36.62** | | **20,103.09** | **11,628.36** | **2,887.76** | **34,755.10** |
| Additions during the year: | | | | | | | | |
| (a) Total Comprehensive Income for the year | - | - | - | - | - | 5,684.02 | - | 5,684.02 |
| (b) Premium on issue of shares | - | - | - | - | 9.21 | - | - | 9.21 |
| (c) Share issue expenses | - | - | - | - | 4,176.60 | - | - | 4,176.60 |
| (d) CRR Created on redemption of Preference Share Capital | - | - | - | - | (15.75) | - | - | -15.75 |
| (e) Equity Component transferred to Retained Earnings | (15.09) | - | - | - | - | - | - | -15.09 |
| (f) Share Application Money pending Allotment (Equities and Warrants) | - | - | - | - | - | - | 3,232.43 | 3,232.43 |
| (g) Money Reveived Against Share Warrants | - | - | - | - | - | - | (4,301.28) | -4,301.28 |
| | **(15.09)** | **-** | **-** | **-** | **4,170.06** | **5,684.02** | **(1,068.85)** | **8,770.14** |
| **Balance as at March 31, 2025** | **0.00** | **84.19** | **36.62** | **-** | **24,273.15** | **17,312.37** | **1,818.91** | **43,525.24** |

As per our report of even date annexed hereto.

**FOR R KABRA & CO. LLP**
Chartered Accountants
Firm Registration No: 104502W/W100721

Sd/-
**Deepa Rathi**
(Partner)
Membership No: 104808
UDIN : 25104808BMJHCA9890

Place : Hyderabad
Date : May 09, 2025

On behalf of the Board
**HARIOM PIPE INDUSTRIES LIMITED**

Sd/-
**Rupesh Kumar Gupta**
(Managing Director)
DIN 00540787

Sd/-
**Sailesh Gupta**
(Whole Time Director)
DIN 00540862

Sd/-
**Amitabha Bhattacharya**
(Chief Financial Officer)

Sd/-
**Rekha Singh**
(Company Secretary)
Membership No: A33986

Place: Hyderabad
Date : May 09, 2025

HARIOM
PIPES I SCAFFOLDING I COILS

# STATEMENT OF STANDALONE CASH FLOWS

for the year ended March 31, 2025

(Rs. in Lakhs)

| Particulars | For the year ended March 31, 2025 | For the year ended March 31, 2024 |
|---|---|---|
| **A. CASH FLOW FROM OPERATING ACTIVITIES** | | |
| Net Profit/(Loss) before tax for the year | 8,310.22 | 7,736.25 |
| Adjustments for: | | |
| Interest income | (243.69) | (383.18) |
| Profit on sale of Property, Plant and Equipment | (24.89) | (7.19) |
| Depreciation and amortization expenses | 5,030.61 | 3,386.58 |
| Finance Charges other than interest on CFI | 4,481.95 | 3,247.68 |
| Interest on CFI | 9.29 | 8.64 |
| **Operating profit before working capital changes** | **17,563.50** | **13,988.78** |
| **Movement in working capital:** | | |
| (Increase)/Decrease Trade & other receivables | (12,413.65) | (3,732.60) |
| (Increase)/Decrease Inventories | (13,016.39) | (8,436.67) |
| Increase/(Decrease) Trade payables & other liabilities | 17,205.00 | 480.47 |
| Cash Generated From Movement in working capital | **(8,225.04)** | **(11,688.80)** |
| Less: Income taxes paid | (1,475.20) | (1,804.43) |
| **Net cash flow From Operating Activities (A)** | **7,863.26** | **495.54** |
| **B CASH FLOW FROM INVESTING ACTIVITIES** | | |
| Purchase of Property, Plant & Equipment (Including Capital Advances) | (10,585.08) | (23,129.59) |
| Sale of Property, Plant & Equipment | 80.21 | 19.50 |
| (Increase)/ decrease in Capital-work-in progress | 149.71 | 9,004.41 |
| Purchase of Intangible Assets | (7.96) | (3.19) |
| (Increase) / decrease in deposits | 1,659.63 | (4,197.36) |
| Interest received | 131.84 | 147.21 |
| **Net cash flow used in Investing Activities - (B)** | **(8,571.64)** | **(18,159.02)** |
| **C CASH FLOW FROM FINANCING ACTIVITIES** | | |
| Proceeds from Equity Shares (Refer Note 11.5) | - | 0.03 |
| Proceeds from issue of Share Warrants (Refer Note 12.2) | 5,439.35 | 3,225.96 |
| Securities premium on issue of shares (Refer Note 12.3.2) | - | 0.84 |
| Issue Expenses amortised with securities premium | (569.59) | (15.75) |
| Dividend Paid | (185.75) | - |
| Long term borrowings - Term loans from banks and others | 21.50 | 1,753.26 |
| Repayment of long term borrowings - Term loans from banks and others | (2,869.69) | (1,654.01) |
| Proceed/(Repayment) in Other Borrowings | (33.83) | 24.81 |
| Proceed/(Repayment) in short term borrowings - working capital loans | 5,795.75 | 7,322.80 |
| Finance Charges other than interest on CFI | (4,466.03) | (3,220.76) |
| **Net cash flow from Financing Activities (C)** | **3,131.69** | **7,437.18** |
| Net increase/ (decrease) in Cash & cash equivalents (A+B+C) | 2,423.31 | (10,226.30) |
| Opening Balances of Cash and cash equivalents | 177.97 | 10,404.27 |
| **Closing Balances of Cash and cash equivalents** | **2,601.28** | **177.97** |

Notes:

1 Statement of Cash Flows has been prepared under the indirect method as set out in the IND AS "Statement of Cash Flows" as prescribed in the Companies (Indian Accounting Standards), Rules 2015

2 Components of cash and cash equivalents

(Rs. in Lakhs)

| Particulars | For the year ended March 31, 2025 | For the year ended March 31, 2024 |
|---|---|---|
| Cash on Hand | 10.96 | 23.64 |
| Balance with Banks: | | |
| On Current Accounts | 2,590.32 | 154.34 |
| **Total cash and cash equivalents (refer note 8(a))** | **2,601.28** | **177.97** |

3 Previous year figures have been regrouped/reclassified wherever considered necessary

As per our report of even date annexed hereto.

**FOR R KABRA & CO. LLP**
Chartered Accountants
Firm Registration No: 104502W/W100721

Sd/-
**Deepa Rathi**
(Partner)
Membership No: 104808
UDIN : 25104808BMJHCA9890

Place : Hyderabad
Date : May 09, 2025

On behalf of the Board
**HARIOM PIPE INDUSTRIES LIMITED**

Sd/-
**Rupesh Kumar Gupta**
(Managing Director)
DIN 00540787

Sd/-
**Sailesh Gupta**
(Whole Time Director)
DIN 00540862

Sd/-
**Amitabha Bhattacharya**
(Chief Financial Officer)

Sd/-
**Rekha Singh**
(Company Secretary)
Membership No: A33986

Place: Hyderabad
Date : May 09, 2025

# NOTES TO STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2025

## COMPANY BACKGROUND:

Hariom Pipe Industries Limited, established in 2007, is a public limited company incorporated in India. The Company is a prominent manufacturer of high-quality steel products in India, including mild steel (MS) pipes, scaffolding, Galvanized Pipes/Coil and Cold Roll Pipes/Coil. Its integrated operations of the company from producing raw materials like sponge iron and billets to final products i.e. pipes, scaffolding, HR strips ensure stringent quality control and cost efficiency.

The state-of-the-art facilities and robust distribution network of the company across south India allow it to meet the diverse needs of construction and infrastructure sectors. Its customer centric approach with the priority to the customer satisfaction the dedication to innovation and excellence and continuously expanding the product range, enhancing production capabilities to support India's infrastructure development as a corporate citizen provides the company ample growth opportunities to be a leading manufacturing in its peer group.

The Company has four manufacturing facilities located at:

a) Works 3-45/1, Sy.No.62 & 63, Sheriguda Paddayapally (G.P.) Balanagar Mahbubnagar, Telangana (PIN: 509202)

b) Survey number 98, D Hirehal Village, Ananthapur, Andhra Pradesh. (PIN: 515872)

c) Plot No. B-15 to B-28, SIPCOT INDL, Growth Centre, Perundurai Erode, Tamil Nadu. (PIN: 638052)

d) Sy.No.39, Sheriguda Paddayapally (G.P.) Balanagar Mahbubnagar, Telangana (PIN: 509202)

The share of the Company are listed on Bombay Stock Exchange (BSE) (BSE scrip code-543517) and National Stock Exchange (NSE) (NSE symbol- HARIOMPIPE) since April 13, 2022.

## 1. MATERIAL ACCOUNTING POLICIES

### (a) Statement of compliance:

These standalone financial statements have been prepared in accordance with the provisions of the Companies Act, 2013 and the Indian Accounting Standards ("Ind AS") notified under the Companies (Indian Accounting Standards) Rules, 2015, as amended, issued by Ministry of Corporate Affairs under section 133 of the Companies Act 2013 ("the Act"). In addition, the Guidance Notes/announcements issued by the Institute of Chartered Accountants of India (ICAI) from time to time are also applied except where compliance with other statutory promulgations require a different treatment. These standalone financials statements have been approved for issue by the Board of Directors at their meeting held on May 09, 2025.

### (b) Basis of preparation:

The Company maintains accounts on accrual basis following the historical cost convention, except for certain financial instruments that are measured at fair value in accordance with the requirement of Ind AS. The carrying value of all the items of property, plant and equipment and investment property as on date of transition is considered as the deemed cost. Fair value measurements under Ind AS are categorized as below based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurement in its entirety:

Level 1 - inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the company can access at measurement date;

Level 2 - inputs are inputs, other than quoted prices included in level 1, that are observable for the asset or liability, either directly or indirectly; and

Level 3 - inputs are unobservable inputs for the valuation of assets/liabilities

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the Company takes into account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date. Fair value for measurement and/or disclosure purposes in these financial statements is determined on such a basis, except for leasing transactions that are within the scope of Ind AS 116, and measurements that have some similarities to fair value but are not fair value, such as net realizable value in Ind AS 2 or value in use in Ind AS 36.

### (c) Presentation of Financial Statements

The standalone Balance Sheet, the standalone Statement of Profit and Loss and the standalone Statement of Changes in Equity are prepared and presented in the formats prescribed under Schedule III Division (ii) to the Act. The Statement of cash flows is prepared and presented as per the requirements of Ind AS 7 "Statement of Cash flows". The disclosure requirements with respect to items in the standalone Balance Sheet, standalone Statement of Profit and Loss and standalone Statement of Change in Equity as prescribed in the Schedule III Division (ii) to the Act, are presented by way of notes forming part of the financial statements along with the other notes required to be disclosed under the notified IND AS.

### (d) Use of estimates and critical accounting judgments:

In preparation of these standalone financial statements, the Company makes judgments in the application of accounting policies, estimates and assumptions which affects the carrying values of assets and liabilities that are not readily available/apparent from other sources. The estimates and the associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and the underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised, and future periods affected.

# NOTES TO STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2025

The following are the critical judgments, apart from those involving estimations that the directors have made in the process of applying the Company's accounting policies and that have the most significant effect on the amounts recognised in the standalone financial statements.

### Deferred income tax assets and liabilities:

Significant management judgment is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and the level of future taxable profits.

The amount of total deferred tax assets/ (Liabilities) could change if estimates of projected future taxable income or if tax regulations undergo a change.

### Income Taxes:

Deferred tax assets are recognized to the extent that it is regarded as probable that deductible temporary differences can be realized. The Company estimates deferred tax assets and liabilities based on current tax laws and rates and in certain cases, business plans, including management's expectations regarding the manner and timing of recovery of the related assets. Changes in these estimates may affect the amount of deferred tax liabilities or the valuation of deferred tax assets and thereby the tax charges in the Statement of Profit or Loss.

Provision for tax liabilities require judgments on the interpretation of tax legislation, developments in case law and the potential outcomes of tax audits and appeals which may be subject to significant uncertainty.

Therefore, the actual results may vary from expectations resulting in adjustments to provisions, the valuation of deferred tax assets, cash tax settlements and therefore the tax charge in the Statement of Profit or Loss."

### Useful lives of Property, plant and equipment ('PPE'):

The Company reviews the estimated useful lives and residual value of PPE at the end of each reporting period. The factors such as changes in the expected level of usage, technological developments and product life-cycle, could significantly impact the economic useful lives and the residual values of these assets. Consequently, the future depreciation charge could be revised and thereby could have an impact on the profit of the future years.

### Defined benefit plans:

The cost of the defined benefit plans and the present value of the defined benefit obligation ('DBO') are based on actuarial valuation using the projected unit credit method. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate; future salary increases and mortality rates. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

### Fair value measurement of Compound Financial Instruments:

The Company recognizes separately the components of a financial instrument that (a) creates a financial liability of the entity and (b) grants an option to the holder of the instrument to convert it into an equity instrument of the entity. From the perspective of the Company, such an instrument comprises two components: a financial liability (a contractual arrangement to deliver cash or another financial asset) and an equity instrument (a call option granting the holder the right, for a specified period of time, to convert it into a fixed number of ordinary shares of the entity).

## (e) Current and non-current classification and operating cycle:

All the assets and liabilities have been classified as current or noncurrent as per the Company's normal operating cycle and other criteria set out in the Schedule III to the Companies Act, 2013.

### Assets:

An asset is classified as current when it satisfies any of the following criteria:

it is expected to be realised in, or is intended for sale or consumption in, the Company's normal operating cycle;

it is held primarily for the purpose of being traded;

it is expected to be realised within twelve months after the reporting date; or

it is cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least twelve months after the reporting date.

### Liabilities:

A liability is classified as current when it satisfies any of the following criteria:

it is expected to be settled in the Company's normal operating cycle;

it is held primarily for the purpose of being traded;

it is due to be settled within twelve months after the reporting date; or

the Company does not have an unconditional right to defer settlement of the liability for at least twelve months after the reporting date. Terms of a liability that could, at the option of the counterparty, result in its settlement by the issue of equity instruments do not affect its classification.

All other assets/ liabilities are classified as non-current.

## (f) Functional and presentation currency:

The financial statements are presented in Indian rupee (INR) (rounded off to Rs. In lakhs), which is functional and presentation currency.

# NOTES TO STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2025

## (g) Revenue recognition:

The revenue is recognized once the entity satisfied that the performance obligation & control are transferred to the customers.

Revenue towards satisfaction of a performance obligation is measured at the amount of transaction price (Net of variable consideration) allocated to that performance obligation. The transaction price of goods sold and services rendered is net of Variable consideration on account of.

### (i) Sale of goods:

The Company derives revenue from Sale of Goods and revenue is recognized upon transfer of control of promised goods to customers in an amount that reflects the consideration the Company expects to receive in exchange for those goods in accordance with IND AS 115 "Revenue from Contracts with Customers". To recognize revenues, the Company applies the following five step approach: (1) identify the contract with a customer, (2) identify the performance obligations in the contract, (3) determine the transaction price, (4) allocate the transaction price to the performance obligations in the contract, and (5) recognize revenues when a performance obligation is satisfied.

Any change in scope or price is considered as a contract modification. The Company accounts for modifications to existing contracts by assessing whether the services added are distinct and whether the pricing is at the standalone selling price.

The Company accounts for variable considerations like, volume discounts, rebates and pricing incentives to customers as reduction of revenue on a systematic and rational basis over the period of the contract. The Company estimates an amount of such variable consideration using expected value method or the single most likely amount in a range of possible consideration depending on which method better predicts the amount of consideration to which we may be entitled.

### (ii) Other income

A. Interest income is accrued on a time basis by reference to the principal outstanding and the effective interest rate.

B Other items of income are accounted as and when the right to receive such income arises and it is probable that the economic benefits will flow to the company and the amount of income can be measured reliably

## (h) Foreign currency translation:

(i) The standalone financial statements are presented in Indian rupee (INR), which is functional and presentation currency.

(ii) Transactions and balances:

Foreign currency transactions are translated into the functional currency using the exchange rates at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies at year end exchange rates are generally recognised in standalone Statement of Profit and Loss.

Foreign exchange differences regarded as an adjustment to borrowing costs are presented in the standalone Statement of Profit and Loss, within finance costs. All other foreign exchange gains and losses are presented in the standalone Statement of Profit and Loss on a net basis within other gains/ (losses).

## (i) Segment reporting

An operating segment is a component of the Company that engages in business activities from which it may earn revenues and incur expenses, including revenues and expenses that relate to transactions with any of the Company's other components, and for which discrete financial information is available. Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker ('CODM').

The Company's Board has identified the CODM who is responsible for financial decision making and assessing performance. The Company has a single operating segment as the operating results of the Company are reviewed on an overall basis by the CODM.

## (j) Exceptional items:

An item of income or expense which by its size, type or incidence requires disclosure in order to improve an understanding of the performance of the company is treated as an exceptional item and the same is disclosed in the notes to accounts.

## (k) Property, plant and equipment and capital work-in- progress:

Freehold land is carried at historical cost. All other items of property, plant and equipment are stated at historical cost less depreciation and impairment, if any. Historical cost includes expenditure that is directly attributable to the acquisition of the items.

Cost is inclusive of inward freight, net of tax/duty credits availed, if any, and incidental expenses related to acquisition or construction. All upgradation / enhancements are charged off as revenue expenditure unless they bring similar significant additional benefits. An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected to arise from the continued use of asset.

# NOTES TO STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2025

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognised when replaced. All other repairs and maintenance are charged to Statement of Profit or Loss during the reporting period in which they are incurred.

Land acquired on lease for period exceeding 90 years is recognized as leasehold land at the cost, at the time of lease commencement. Any initial direct cost related to acquiring leasehold land (including expenses incurred to bring the land into use) are capitalized and included in the cost of asset. The policy is based on the understanding that leasehold land is generally considered to have an extended economic life and does not experience a significant decline in value over the lease terms. Leasehold land will not be subject to depreciation

Projects under which tangible property, plant and equipment are not yet ready for their intended use are carried at cost, comprising of direct cost, related incidental expenses and attributable interest in case of qualifying assets.

Any excess of net sale proceeds of items produced over the cost of testing, if any, is deducted from the directly attributable costs considered as part of cost of an item of property, plant, and equipment.

Machinery spares which can be used only in connection with an item of property, plant and equipment and whose use is expected to be irregular are capitalized and depreciated over the useful life of the principal item of the relevant assets.

#### Capital work-in-progress:

Projects under which tangible Property, Plant & Equipment are not yet ready for their intended use are carried at cost, comprising direct cost, net of tax/duty credits availed, if any, related incidental expenses and attributable interest, in case of qualifying assets.

#### Depreciation methods, estimated useful lives and residual value:

Depreciation is systematically allocated over the useful life of the asset as specified in Schedule II of the Act on Written Down Method. Depreciation on property, plant and equipment added/disposed of during the year is provided on pro-rata basis with reference to the date of addition/disposal. Freehold land is not depreciated.

### (l) Intangible assets

Intangible assets are recognised when it is probable that the future economic benefits that are attributable to the asset will flow to the enterprise and the cost of the asset can be measured reliably. Intangible assets are stated at original cost net of tax/duty credits availed, if any, less accumulated amortisation and cumulative impairment. Administrative and other general overhead expenses that are specifically attributable to acquisition of intangible assets are allocated and capitalised as a part of the cost of the intangible assets.

#### Research and development expenditure on new products:

Expenditure on research is expensed under respective heads of account in the period in which it is incurred.

Development expenditure on new products is capitalised as intangible asset, if all of the following can be demonstrated:

A. the technical feasibility of completing the intangible asset so that it will be available for use or sale;

B. the company has intention to complete the intangible asset and use or sell it;

C. the company has ability to use or sell the intangible asset;

D. the manner in which the probable future economic benefits will be generated including the existence of a market for output of the intangible asset or intangible asset itself or if it is to be used internally, the usefulness of intangible assets;

E. the availability of adequate technical, financial and other resources to complete the development and to use or sell the intangible asset; and

F. the company has ability to reliably measure the expenditure attributable to the intangible asset during its development.

Development expenditure that does not meet the above criteria is expensed in the period in which it is incurred. Intangible assets not ready for the intended use on the date of the Balance Sheet are disclosed as "intangible assets under development". Intangible assets are amortized on straight line basis over the estimated useful life. The method of amortization and useful life are reviewed at the end of each accounting year with the effect of any changes in the estimate being accounted for on a prospective basis. Amortization on impaired assets is provided by adjusting the amortization charge in the remaining periods so as to allocate the asset's revised carrying amount over its remaining useful life.

### (m) Impairment of assets:

At each balance sheet date, the Company reviews the carrying values of its property, plant and equipment and intangible assets to determine whether there is any indication that the carrying value of those assets may not be recoverable through continuing use. If any such indication exists, the recoverable amount of the asset is reviewed in order to determine the extent of impairment loss (if any). Where the assets do not generate cash flows that are independent from other assets, the Company estimates the recoverable amount of the cash generating unit to which the asset belongs.

# NOTES TO STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2025

Recoverable amount is the highest of fair value less costs to sell and value in use. 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 which the estimates of future cash flows have not been adjusted. An impairment loss is recognised in the statement of profit and loss as and when the carrying value of an asset exceeds its recoverable amount.

Where an impairment loss subsequently reverses, the carrying value of the asset (or cash generating unit) is increased to the revised estimate of its recoverable amount so that the increased carrying value does not exceed the carrying value that would have been determined had no impairment loss been recognised for the asset (or cash generating unit) in prior years.

## (n) Employee benefits:

### (i) Short-term obligations:

Liabilities for wages and salaries, including non-monetary benefits that are expected to be settled wholly within 12 months after the end of the period in which the employees render the related service are recognised in respect of employees' services up to the end of the reporting period and are measured at the amounts expected to be paid when the liabilities are settled. The liabilities are presented as current employee benefit obligations in the Balance Sheet.

### (ii) Other long-term employee benefit obligations:

The liabilities for earned leave and sick leave are not expected to be settled wholly within 12 months after the end of the period in which the employees render the related service. They are therefore 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 the projected unit credit method. The benefits are discounted using the market yields at the end of the reporting period that have terms approximating to the terms of the related obligation. Remeasurements as a result of experience adjustments and changes in actuarial assumptions are recognised in profit or loss.

The obligations are presented as current liabilities in the balance sheet if the entity does not have an unconditional right to defer settlement for at least twelve months after the reporting period, regardless of when the actual settlement is expected to occur.

### (iii) Post-employment obligations:

Defined contribution plans: The Company's contribution to provident fund are considered as defined contribution plans and are charged as an expense to the Statement of Profit and Loss based on the amount of contribution required to be made and when services are rendered by the employees.

Defined benefit plans: For defined benefit plans in the form of gratuity fund, the cost of providing benefits is determined using the Projected Unit Credit method, with actuarial valuations being carried out at each balance sheet date. Actuarial gains and losses are recognised in the Other Comprehensive Income in the period in which they occur. Past service cost is recognised immediately to the extent that the benefits are already vested and otherwise is amortised on a straight-line basis over the average period until the benefits become vested. The retirement benefit obligation recognised in the Balance Sheet represents the present value of the defined benefit obligation as adjusted for unrecognised past service cost, as reduced by fair value of plan assets (being the funded portion).

The Company operates a defined benefit gratuity plan, which requires contributions to be made to a separately administered fund managed by an insurance company.

## (o) Lease

The Company assesses whether a contract 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 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

At the date of commencement of the lease, the Company recognizes a right-of-use asset 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 low value leases. For these short-term and low value leases, the Company recognizes 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 recognized 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

Right-of-use assets are depreciated on a straight-line basis over the lease term. Right of use assets are evaluated for recoverability whenever events or changes in circumstances indicate that their carrying amounts may not be recoverable. For the purpose of impairment testing, the recoverable amount (i.e., the higher of the fair value less cost to sell and the value-in-

# NOTES TO STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2025

use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets

The lease liability is initially measured at amortized cost 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 in the country of domicile of these leases. Lease liabilities are remeasured with a corresponding adjustment to the related right of use asset if the Company changes its assessment if whether it will exercise an extension or a termination option

Lease liability and ROU asset have been separately presented in the Balance Sheet and lease payments have been classified as financing cash flows

## (p) Financial instruments – initial recognition, subsequent measurement and impairment:

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

### A. Investments and other financial assets

**(i) Classification:**

The Company classifies its financial assets in the following measurement categories:

- those to be measured subsequently at fair value (either through other comprehensive income, or through profit or loss), and
- those measured at amortised cost.
- those measured at cost.

The classification depends on the company's business model for managing the financial assets and the contractual terms of the cash flows.

For assets measured at fair value, gains and losses will either be recorded in the statement of profit or loss or other comprehensive income.

The investment in subsidiary is measured at cost less impairment, if any

The classification criteria of the Company for debt instruments are provided as under:

**Debt instruments:**

Depending upon the business model of the Company, debt instruments can be classified under following categories:

- Debt instruments measured at amortised cost
- Debt instruments measured at fair value through other comprehensive income
- Debt instruments measured at fair value through profit or loss

The Company reclassifies debt instruments when and only when its business model for managing those assets changes.

**(ii) Measurement:**

At initial recognition, the Company measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss, transaction costs that are directly attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at fair value through profit or loss are expensed in the standalone statement of profit or loss.

**Debt instruments:**

Subsequent measurement of debt instruments depends on the Company's business model for managing the asset and the cash flow characteristics of the asset. There are three measurement categories into which the Company classifies its debt instruments:

**Amortised cost:** Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortised cost. A gain or loss on a debt investment that is subsequently measured at amortised cost and is not part of a hedging relationship is recognised in the standalone statement of profit or loss when the asset is derecognised or impaired. Interest income from these financial assets is included in finance income using the effective interest rate method.

**Fair value through other comprehensive income:** Assets that are held for collection of contractual cash flows and for selling the financial assets, where the assets' cash flows represent solely payments of principal and interest, are measured at fair value through other comprehensive income. Movements in the carrying amount are taken through OCI, except for the recognition of impairment gains or losses, interest revenue and foreign exchange gains and losses which are recognised in profit and loss. When the financial asset is derecognised, the cumulative gain or loss previously recognised in OCI is reclassified from equity to profit or loss and recognised in other gains/ (losses). Interest income from these financial assets is included in other income using the effective interest rate method.

**Fair value through profit or loss:** Assets that do not meet the criteria for amortised cost or FVOCI are measured at fair value through profit or loss. A gain or loss on a debt investment that is subsequently measured at fair value through profit or loss and is not part of a hedging relationship is recognised and presented net in the standalone statement of profit and loss within other gains/(losses) in the period in which it arises. Interest income from these financial assets is included in other income.

# NOTES TO STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2025

**(iii) Impairment of financial assets:**

The Company assesses on a forward-looking basis the expected credit losses associated with its assets carried at amortised cost and FVOCI debt instruments. The impairment methodology applied depends on whether there has been a significant increase in credit risk. Note 36 details how the Company determines whether there has been a significant increase in credit risk.

For trade receivables only, the Company applies the simplified approach permitted by Ind AS 109 Financial Instruments, which requires expected lifetime losses to be recognised from initial recognition of the receivables.

Expected credit losses are measured through a loss allowance at an amount equal to the following:

(a) the 12-months expected credit losses (expected credit losses that result from default events on financial instrument that are possible within 12 months after reporting date); or

(b) Full lifetime expected credit losses (expected credit losses that result from those default events on the financial instrument).

The Company follows 'simplified approach' for recognition of impairment loss allowance on trade receivable. Under the simplified approach, the Company does not track changes in credit risk. Rather, it recognizes impairment loss allowance based on lifetime ECLs at each reporting date, right from initial recognition.

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

Individual receivables which are known to be uncollectible are written off by reducing the carrying amount of trade receivable and the amount of the loss is recognised in the Statement of Profit and Loss within other expenses.

Subsequent recoveries of amounts previously written off are credited to other income.

**(iv) Derecognition of financial assets:**

A financial asset is derecognised only when:

- the Company has transferred the rights to receive cash flows from the financial asset or
- retains the contractual rights to receive the cash flows of the financial asset but assumes a contractual obligation to pay the cash flows to one or more recipients.

Where the Company has transferred an asset, the Company evaluates whether it has transferred substantially all risks and rewards of ownership of the financial asset. In such cases, the financial asset is derecognised. Where the Company has not transferred substantially all risks and rewards of ownership of the financial asset, the financial asset is not derecognised.

Where the Company has neither transferred a financial asset nor retains substantially all risks and rewards of ownership of the financial asset, the financial asset is derecognised if the Company has not retained control of the financial asset. Where the Company retains control of the financial asset, the asset is continued to be recognised to the extent of continuing involvement in the financial asset.

## B. Financial Liabilities:

**(a) Classification:**

The Company classifies its financial liabilities in the following measurement categories:

- Financial liabilities measured at fair value through profit or loss
- Financial liabilities measured at amortized cost

**(b) Measurement:**

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

**Financial liabilities measured at fair value through profit or loss:**

Financial liabilities at fair value through profit or loss include financial liabilities held for trading. At initial recognition, such financial liabilities are recognised at fair value.

Financial liabilities at fair value through profit or loss are, at each reporting date, measured at fair value with all the changes recognized in the Statement of Profit and Loss.

**Financial liabilities measured at Amortized Cost:**

At initial recognition, all financial liabilities other than fair valued through profit and loss are recognised initially at fair value less transaction costs that are attributable to the issue of financial liability. Transaction costs of financial liability carried at fair value through profit or loss is expensed in the statement of profit or loss.

After initial recognition, financial liabilities are subsequently measured at amortised cost using the effective interest method. Any difference between the proceeds (net of transaction costs) and the redemption amount is recognised in the statement of profit or loss over the period of the financial liabilities using the effective interest method. Fees paid on the establishment of loan facilities are recognised as transaction costs of the

# NOTES TO STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2025

loan to the extent that it is probable that some or all of the facility will be drawn down.

**(c) De-recognition of financial liability:**

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. The difference between the carrying amount of a financial liability that has been extinguished or transferred to another party and the consideration paid, including any non-cash assets transferred or liabilities assumed, is recognised in the statement of profit or loss as other income or finance costs.

**(d) Compound financial instruments:**

Compound financial instruments issued by the company which can be converted into fixed number of equity shares at the option of the holders irrespective of changes in the fair value of the instrument are accounted by separately recognising the liability and the equity components. The liability component is initially recognised at the fair value of a comparable liability that does not have an equity conversion option. The equity component is initially recognised at the difference between the fair value of the compound financial instrument as a whole and the fair value of the liability component. The directly attributable transaction costs are allocated to the liability and the equity components in proportion to their initial carrying amounts.

Subsequent to initial recognition, the liability component of the compound financial instrument is measured at amortised cost using the effective interest method. The equity component of a compound financial instrument is not remeasured subsequently.

### (q) Offsetting financial instruments:

Financial assets and liabilities are offset, and the net amount is reported in the Balance Sheet where there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the Company or the counterparty.

### (r) Inventories:

Raw materials, consumable stores, stores and spares, and finished goods inventories are valued at the lower of cost (using weighted average method) and the net realisable value after providing for obsolescence and other losses, where considered necessary. Cost includes cost of purchase, all charges in bringing the goods to the point of sale, including indirect levies, net of recoveries, if any, transit insurance and receiving charges. Finished goods include appropriate proportion of overheads and, where applicable. Cost of inventories also includes all other costs incurred in bringing the inventories to their present location and condition.

Raw materials and stores are considered to be realisable at cost if the finished products in which they will be used, are expected to be sold at or above cost.

Assessment of net realisable value is made in each subsequent period and when the circumstances that previously caused inventories to be written-down below cost no longer exist or when there is clear evidence of an increase in net realisable value because of changed economic circumstances, the write-down, if any, in the past period is reversed to the extent of the original amount written-down so that the resultant carrying amount is the lower of the cost and the revised net realisable value.

### (s) Cash and cash equivalents:

Cash and bank balances include fixed deposits, margin money deposits, earmarked balances with banks and other bank balances which have restrictions on repatriation. Short-term and liquid investments being subject to more than insignificant risk of change in value, are not included as part of cash and cash equivalents.

### (t) Securities premium account:

Securities premium includes the difference between the face value of the shares and the consideration received in respect of shares issued.

The issue expenses of securities which qualify as equity instruments are written off against securities premium account, if and when such expenses are incurred, and as per the decision of the management.

### (u) Borrowing costs:

General and specific borrowing costs (includes interest expense calculated using the effective interest method, other costs and expenses in relation to the borrowing) that are directly attributable to the acquisition, construction or production of a qualifying asset are capitalised during the period of time that is required to complete and prepare the asset for its intended use or sale. Qualifying assets are assets that necessarily take a substantial period of time to get ready for their intended use or sale.

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.

All other borrowing costs are recognised in profit or loss in the period in which these are incurred.

### (v) Cash Flow Statement:

For the purpose of presentation in the Statement of Cash Flows, cash and cash equivalents includes cash on hand, 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.

Cash flows are reported using the indirect method, whereby net profit before tax is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing and financing activities of the Company are segregated based on the available information.

Short term borrowings, repayments and advances having maturity of three months or less, are shown as net in cash flow statement.

### (w) Income tax:

The income tax expense for the period is the tax payable on the current period's taxable income based on the applicable income tax rate for each year adjusted by changes in deferred tax assets and liabilities attributable to temporary differences and to unused tax losses.

The current income tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the end of the reporting period. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

Deferred income tax is provided in full, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. Deferred income tax is determined using tax rates (and laws) that have been enacted or substantially enacted by the end of the reporting period and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled.

Deferred tax assets are recognised for all deductible temporary differences and unused tax losses only if it is probable that future taxable amounts will be available to utilize those temporary differences and losses. Minimum Alternate Tax (MAT) is not recognized as a deferred tax asset as the company is not liable for MAT tax

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority. Current tax assets and tax liabilities are offset where the entity has a legally enforceable right to offset and intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously.

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

Current and deferred tax is recognised in Statement of Profit and Loss, except to the extent that it relates to items recognised in Other Comprehensive Income. In such case, the tax is also recognised in Other Comprehensive Income.

### (x) Provisions:

Provisions are recognised when the Company has a present legal or constructive obligation as a result of past events, it is probable that an outflow of resources will be required to settle the obligation and the amount can be reliably estimated. Provisions are not recognised for future operating losses.

Provisions are measured at the present value of management's best estimate of the expenditure required to settle the present obligation at the end of the reporting period.

In case of onerous contracts, the company recognizes the impairment losses if any, occurred on assets used in fulfilling the contract.

### (y) 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 liabilities, contingent assets and commitments are reviewed at each Balance Sheet date.

### (z) Earnings per share:

Basic earnings per share is computed by dividing the profit / (loss) after tax by the weighted average number of equity shares outstanding during the year. Diluted earnings per share is computed by dividing the profit / (loss) after tax as adjusted for dividend, interest and other charges to expense or income relating to the dilutive potential equity shares, by the weighted average number of equity shares considered for deriving basic earnings per share and the weighted average number of equity shares which could have been issued on the conversion of all dilutive potential equity shares. Potential equity shares are deemed to be dilutive only if their conversion to equity shares would decrease the net profit per share from continuing ordinary operations. Potential dilutive equity shares are deemed to be converted as at the beginning of the period, unless they have been adjusted prospectively, if appropriate.

# NOTES TO STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2025

**(za) Borrowings:**

Borrowings are initially recognised at fair value, net of transaction costs incurred. Borrowings are subsequently measured at amortised cost. Any difference between the proceeds (net of transaction costs) and the redemption amount is recognised in Statement of Profit and Loss over the period of the borrowings. Fees paid on the establishment of loan facilities are recognised as transaction costs of the loan to the extent that it is probable that some or all of the facility will be drawn down. In this case, the fee is deferred until the draw down occurs. To the extent there is no evidence that it is probable that some or all of the facility will be drawn down, the fee is capitalised as a prepayment for liquidity services and amortised over the period of the facility to which it relates.

Borrowings are removed from the Balance Sheet when the obligation specified in the contract is discharged, cancelled or expired. The difference between the carrying amount of a financial liability that has been extinguished or transferred to another party and the consideration paid, including any non- cash assets transferred or liabilities assumed, is recognised in Statement of Profit and Loss as other gains/(losses).

Borrowings are classified as current liabilities unless the Company has an unconditional right to defer settlement of the liability for at least 12 months after the reporting period. Where there is a breach of a material provision of a long-term loan arrangement on or before the end of the reporting period with the effect that the liability becomes payable on demand on the reporting date, the company does not classify the liability as current, if the lender agreed, after the reporting period and before the approval of the financial statements for issue, not to demand payment as a consequence of the breach.

**(zb) Impact of new IND AS or amendments issued:**

There are no new IND AS or amendments thereto notified by the Ministry of Corporate Affairs (MCA) under section 133 of the Act, having any effect on the accounts as at March 31, 2015 and/or in future.

## NOTE NO. 2(A):
### Property, plant and equipment (PPE)
### As at March 31, 2025

(Rs. in Lakhs)

| Property, plant and equipment | Gross carrying amount | | | | Accumulated Depreciation | | | | Net carrying amount | |
|---|---|---|---|---|---|---|---|---|---|---|
| | As at April 1, 2024 | Additions | Disposals / Adjustment | As at March 31, 2025 | As at April 1, 2024 | Additions | Disposals / Adjustment | As at March 31, 2025 | As at March 31, 2025 | As at March 31, 2024 |
| (a) Land | 828.87 | 10.16 | - | 839.02 | - | - | - | - | 839.02 | 828.87 |
| (b) Leasehold Land | 690.20 | - | - | 690.20 | - | - | - | - | 690.20 | 690.20 |
| (c) Buildings | 7,822.25 | 599.08 | - | 8,421.33 | 1,278.32 | 652.90 | - | 1,931.22 | 6,490.11 | 6,543.93 |
| (d) Plant and Equipment: | | | | | | | | | | |
| Plant & machinery | 23,750.36 | 8,256.13 | - | 32,006.49 | 2,730.23 | 3,064.70 | - | 5,794.93 | 26,211.55 | 21,020.12 |
| Pollution equipment's | 1,060.48 | 11.94 | - | 1,072.42 | 165.87 | 124.57 | - | 290.44 | 781.99 | 894.61 |
| Tools components , spares and others | 4,955.34 | 433.02 | 77.70 | 5,310.66 | 1,982.15 | 391.83 | 41.47 | 2,332.51 | 2,978.15 | 2,973.19 |
| Rolls | 988.86 | 229.31 | 98.11 | 1,120.06 | 449.98 | 174.44 | 79.02 | 545.39 | 574.67 | 538.88 |
| Solar panels | 1,056.75 | 803.85 | - | 1,860.61 | 59.46 | 77.85 | - | 137.31 | 1,723.29 | 997.29 |
| (e) Furniture and Fixtures | 90.33 | 14.90 | - | 105.23 | 40.03 | 23.17 | - | 63.20 | 42.03 | 50.30 |
| (f) Vehicles | 609.16 | 81.05 | - | 690.21 | 280.99 | 111.64 | - | 392.63 | 297.58 | 328.18 |
| (g) Office equipment's | 71.59 | 22.27 | - | 93.86 | 39.82 | 17.97 | - | 57.79 | 36.07 | 31.77 |
| (h) Electrical equipment's | 3,090.81 | 352.86 | - | 3,443.68 | 1,507.93 | 362.75 | - | 1,870.69 | 1,572.99 | 1,582.88 |
| (i) Air conditioners | 18.49 | 15.31 | - | 33.80 | 7.12 | 5.58 | - | 12.70 | 21.10 | 11.37 |
| (j) Computers | 38.52 | 8.53 | - | 47.05 | 24.69 | 9.20 | - | 33.90 | 13.15 | 13.82 |
| **Total** | **45,072.00** | **10,838.41** | **175.81** | **55,734.61** | **8,566.59** | **5,016.60** | **120.49** | **13,462.70** | **42,271.91** | **36,505.41** |

### As at March 31, 2024

(Rs. in Lakhs)

| Property, plant and equipment | Gross carrying amount | | | | Accumulated Depreciation | | | | Net carrying amount | |
|---|---|---|---|---|---|---|---|---|---|---|
| | As at April 1, 2023 | Additions | Disposals / Adjustment | As at March 31, 2024 | As at April 1, 2023 | Additions | Disposals / Adjustment | As at March 31, 2024 | As at March 31, 2024 | As at March 31, 2023 |
| (a) Land | 204.68 | 624.18 | - | 828.87 | - | - | - | - | 828.87 | 204.68 |
| (b) Leasehold Land | 690.20 | - | - | 690.20 | - | - | - | - | 690.20 | 690.20 |
| (c) Buildings | 2,661.69 | 5,160.56 | - | 7,822.25 | 751.04 | 527.28 | - | 1,278.32 | 6,543.93 | 1,910.65 |
| (d) Plant and Equipment: | | | | | | | | | | |
| Plant & machinery | 6,538.16 | 17,212.20 | - | 23,750.36 | 1,142.73 | 1,587.50 | - | 2,730.23 | 21,020.12 | 5,395.43 |
| Pollution equipment's | 432.28 | 628.20 | - | 1,060.48 | 62.71 | 103.16 | - | 165.87 | 894.61 | 369.57 |
| Tools components , spares and others | 3,890.87 | 1,064.47 | - | 4,955.34 | 1,618.63 | 363.52 | - | 1,982.15 | 2,973.19 | 2,272.24 |
| Rolls | 780.06 | 208.79 | - | 988.86 | 284.76 | 165.21 | - | 449.98 | 538.88 | 495.30 |
| Solar panels | 10.89 | 1,045.86 | - | 1,056.75 | 1.48 | 57.99 | - | 59.46 | 997.29 | 9.41 |
| (e) Furniture and Fixtures | 51.59 | 38.74 | - | 90.33 | 20.30 | 19.73 | - | 40.03 | 50.30 | 31.29 |
| (f) Vehicles | 463.30 | 186.92 | 41.06 | 609.16 | 190.23 | 119.50 | 28.74 | 280.99 | 328.18 | 273.07 |
| (g) Office equipment's | 45.54 | 26.05 | - | 71.59 | 25.61 | 14.21 | - | 39.82 | 31.77 | 19.93 |
| (h) Electrical equipment's | 2,739.89 | 350.92 | - | 3,090.81 | 1,100.17 | 407.76 | - | 1,507.93 | 1,582.88 | 1,639.72 |
| (i) Air conditioners | 9.89 | 8.59 | - | 18.49 | 5.31 | 1.80 | - | 7.12 | 11.37 | 4.58 |
| (j) Computers | 27.21 | 11.31 | - | 38.52 | 18.48 | 6.21 | - | 24.69 | 13.82 | 8.73 |
| **Total** | **18,546.25** | **26,566.81** | **41.06** | **45,072.00** | **5,221.46** | **3,373.87** | **28.74** | **8,566.59** | **36,505.41** | **13,324.79** |

2(a)(i): All the Property, plant and equipment are secured as primary securities against secured loans and as collateral securities for working capital finance with the respective financers (Refer Note 13 and 16)

# NOTES TO STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2025

## 2(B): CAPITAL WORK-IN-PROGRESS

### As at March 31, 2025

(Rs. in Lakhs)

| Particulars | As at April 1, 2024 | Additions | Disposal/ Adjustments | As at March 31, 2025 |
|---|---|---|---|---|
| Buildings | 106.38 | 244.78 | 31.47 | 319.70 |
| Electrical equipments | 47.16 | - | 44.47 | 2.69 |
| Plant & machinery | 762.54 | 439.71 | 731.14 | 471.11 |
| Pollution equipments | - | 10.17 | - | 10.17 |
| Tools components , spares and others | 398.23 | 16.56 | 53.87 | 360.93 |
| **Total** | **1,314.31** | **711.23** | **860.94** | **1,164.60** |

### As at March 31, 2024

(Rs. in Lakhs)

| Particulars | As at April 1, 2023 | Additions | Disposal/ Adjustments | As at March 31, 2024 |
|---|---|---|---|---|
| Buildings | 1,731.28 | 322.22 | 1,947.12 | 106.38 |
| Electrical equipments | 1,160.61 | 141.28 | 1,254.74 | 47.16 |
| Plant & machinery | 6,265.44 | 910.65 | 6,413.55 | 762.54 |
| Pollution equipments | 608.20 | - | 608.20 | - |
| Tools components , spares and others | 553.19 | 530.59 | 685.55 | 398.23 |
| **Total** | **10,318.72** | **1,904.74** | **10,909.16** | **1,314.31** |

2(b)(i): Capital work-in-progress includes borrowing cost capitalised during the year Rs. 0 Lakhs, (Previous year Rs. 184.97 Lakhs).

2(b)(ii): All the Capital work-in-progress are secured as primary securities against secured loans and as collateral securities for working capital finance with the respective financers (Refer Note 13 and 16)

## 2(B)(II): CWIP AGING SCHEDULE

### As at March 31, 2025

(Rs. in Lakhs)

| Capital Work in Progress | Less than 1 year | 1-2 years | 2-3 years | More than 3 years | Total |
|---|---|---|---|---|---|
| Projects in progress | 711.23 | 453.37 | - | - | 1,164.60 |
| Projects temporarily suspended | - | - | - | - | - |

### As at March 31, 2024

(Rs. in Lakhs)

| Capital Work in Progress | Less than 1 year | 1-2 years | 2-3 years | More than 3 years | Total |
|---|---|---|---|---|---|
| Projects in progress | 1,314.31 | - | - | - | 1,314.31 |
| Projects temporarily suspended | - | - | - | - | - |

2(b)(iii): There are no CWIP whose completition is overdue or has exceeded its cost compared to its original plan

# NOTES TO STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2025

## 2(C) RIGHT OF USE ASSETS AND LEASE LIABILITIES

### As at March 31, 2025

(Rs. in Lakhs)

| Particulars | Gross Block | | | Accumulated Depreciation | | | Net Block | Net Block |
|---|---|---|---|---|---|---|---|---|
| | As at April 1, 2024 | Additions | As at March 31, 2025 | As at April 1, 2024 | Additions | As at March 31, 2025 | As at March 31, 2025 | As at March 31, 2024 |
| Building | 127.73 | - | 127.73 | 15.08 | 10.64 | 25.72 | 102.01 | 112.65 |
| **Total** | **127.73** | **-** | **127.73** | **15.08** | **10.64** | **25.72** | **102.01** | **112.65** |

### As at March 31, 2024

(Rs. in Lakhs)

| Particulars | Gross Block | | | Accumulated Depreciation | | | Net Block | Net Block |
|---|---|---|---|---|---|---|---|---|
| | As at April 1, 2023 | Additions | As at March 31, 2024 | As at April 1, 2023 | Additions | As at March 31, 2024 | As at March 31, 2024 | As at March 31, 2023 |
| Building | 127.73 | - | 127.73 | 4.44 | 10.64 | 15.08 | 112.65 | 123.30 |
| **Total** | **127.73** | **-** | **127.73** | **4.44** | **10.64** | **15.08** | **112.65** | **123.30** |

(i) ROU assets are amortised from the commencement date on a straight-line basis over the lease term. The aggregate depreciation expense on ROU assets is included under depreciation and amortisation expense in the statement of Profit and Loss.

(ii) Above ROU assets have been pledged as security for term loans. (Refer Note 13 and 16)

(iii) The Break-up of current and non-current lease liabilities is as under:

(Rs. in Lakhs)

| Particulars | As at March 31, 2025 | As at March 31, 2024 |
|---|---|---|
| Current lease liability | 5.82 | 4.71 |
| Non-current lease liability | 111.20 | 117.03 |
| **Total** | **117.03** | **121.74** |

(iv) The Movement in lease liabilities during the year is as follows:

(Rs. in Lakhs)

| Particulars | As at March 31, 2025 | As at March 31, 2024 |
|---|---|---|
| Opening Balance at the April, 01 | 121.74 | 126.05 |
| Additions | - | - |
| Finance cost accrued during the year | 10.89 | 11.29 |
| Payment of lease liabilities | (15.60) | (15.60) |
| **Closing Balance as at March, 31** | **117.03** | **121.74** |

(v) The Details regarding the contractual maturities of lease liabilities on an undiscounted basis is as follows :

(Rs. in Lakhs)

| Particulars | As at March 31, 2025 | As at March 31, 2024 |
|---|---|---|
| Less than one year | 16.25 | 15.60 |
| One to five years | 89.95 | 87.32 |
| More than five years | 73.30 | 92.18 |
| **Total** | **179.50** | **195.10** |

(vi) The Company does not face a significant liquidity risk with regard to its lease liabilities as the current assets are sufficient to meet the obligations related to lease liabilities as and when they fall due.

(vii) The Company has accounted for short term lease as per paragraph 6 of Ind AS 116. The expense relating to short term lease is accounted for as Rent expenses in the statement of profit & loss amounting to Rs.54.24 Lakhs for the year ended March 31, 2025 and Rs.50.24 Lakhs for the year ended March 31, 2024

# NOTES TO STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2025

## 2(D): INTANGIBLE ASSETS

### As at March 31, 2025

(Rs. in Lakhs)

| Particulars | Gross Block | | | Accumulated Depreciation | | | Net Block | Net Block |
|---|---|---|---|---|---|---|---|---|
| | As at April 1, 2024 | Additions | As at March 31, 2025 | As at April 1, 2024 | Additions | As at March 31, 2025 | As at March 31, 2025 | As at March 31, 2024 |
| Softwares | 9.98 | 7.96 | 17.93 | 5.77 | 3.37 | 9.15 | 8.79 | 4.21 |
| **Total** | **9.98** | **7.96** | **17.93** | **5.77** | **3.37** | **9.15** | **8.79** | **4.21** |

### As at March 31, 2024

(Rs. in Lakhs)

| Particulars | Gross Block | | | Accumulated Depreciation | | | Net Block | Net Block |
|---|---|---|---|---|---|---|---|---|
| | As at April 1, 2023 | Additions | As at March 31, 2024 | As at April 1, 2023 | Additions | As at March 31, 2024 | As at March 31, 2024 | As at March 31, 2023 |
| Softwares | 8.38 | 1.60 | 9.98 | 3.71 | 2.06 | 5.77 | 4.21 | 4.67 |
| **Total** | **8.38** | **1.60** | **9.98** | **3.71** | **2.06** | **5.77** | **4.21** | **4.67** |

### 2(e) Additional Notes:

i. Property, plant and equipment (including capital work-in-progress) and intangible assets were tested for impairment during the year and there has not been any impairment

ii. The Company has not revalued its Property, Plant and Equipment or intangible assets during the year

## 3 INVESTMENTS

(Rs. in Lakhs)

| | As at March 31, 2025 | As at March 31, 2024 |
|---|---|---|
| Investment in equity instruments | | |
| Investments in wholly owned subsidiary (At Cost, Unquoted) | | |
| Hariom Power And Energy Private Limited | | |
| (99,999 equity shares of face value of Rs 10 each) | 10.00 | |
| Paid up amount | | |
| **Total** | **10.00** | **-** |
| The subscription amount is payble as the subscribers of the MOA of the subsidiary by the Company. | | |
| (a) Aggregate amount of quoted investments | - | - |
| (b) Aggregate amount of market value of quoted investments | - | - |
| (c) Aggregate amount of unquoted investments | 10.00 | - |
| (d) Aggregate provision for dimunution in value of investments | - | - |

## 4 OTHER FINANCIAL ASSETS

(Rs. in Lakhs)

| | As at March 31, 2025 | As at March 31, 2024 |
|---|---|---|
| (Unsecured, considered good) | | |
| At Amortised Cost | | |
| Security deposits | 13.83 | 13.38 |
| Fixed Deposits with banks for more than 12 months maturity | 421.65 | 1,290.40 |
| **Total** | **435.48** | **1,303.78** |
| **Note : Security deposits are primarily in relation towards rent deposits and deposits with supplier** | | |

# NOTES TO STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2025

(Rs. in Lakhs)

| | | As at March 31, 2025 | As at March 31, 2024 |
|---|---|---|---|
| 4.1 | Out of the above, fixed deposits kept under lien against bank guarantee issued by the bank in favour of: | | |
| | Maharashtra State Electricity Distribution Limited | 30.00 | - |
| | Fixed deposits kept as collateral against loan with Canara Bank | 56.53 | 1,122.28 |
| | Fixed deposits kept as collateral against loan with HDFC Bank | 333.12 | 168.12 |
| | Fixed deposits kept with other banks | 2.00 | - |
| | | **421.65** | **1,290.40** |

## 5 OTHER NON-CURRENT ASSETS

(Rs. in Lakhs)

| | | As at March 31, 2025 | As at March 31, 2024 |
|---|---|---|---|
| | a) Capital Advances | 338.21 | 591.55 |
| | b) Advances to Employees | 6.31 | 13.38 |
| | c) Hariom Employees Gratuity Trust | 31.91 | 18.89 |
| | d) Deposit with Govt. Authorities | 61.31 | 1.31 |
| | **Total** | **437.73** | **625.12** |
| 5.1 | Advances due from officer of the company | 5.00 | 8.07 |

## 6 INVENTORIES

(Rs. in Lakhs)

| | As at March 31, 2025 | As at March 31, 2024 |
|---|---|---|
| Raw materials | 14,537.70 | 8,281.79 |
| Finished goods | 22,923.13 | 16,127.68 |
| Stores, spares and consumables | 4,874.38 | 5,013.98 |
| Scrap & Wastage | 335.16 | 230.53 |
| **Total** | **42,670.37** | **29,653.98** |

**6.1** All the above inventories are secured as a primary security against working capital finance and as collateral securities against property, plant and equipment (except vehicle loans from other banks/financial institutions ) to Canara bank and HDFC Bank

**6.2** For mode of valuation of inventories, please refer note 1(r) of the Material accounting policies

(Rs. in Lakhs)

| **6.3 Details of stock-in-transit :** | As at March 31, 2025 | As at March 31, 2024 |
|---|---|---|
| Raw materials | 6,238.52 | 1,989.95 |
| **Total** | **6,238.52** | **1,989.95** |

## 7 TRADE RECEIVABLES

(Rs. in Lakhs)

| | As at March 31, 2025 | As at March 31, 2024 |
|---|---|---|
| a) Considered Good-Secured | - | - |
| b) Considered Good-Unsecured | 20,249.10 | 12,207.31 |
| c) Significant increase in Credit Risk | - | - |
| b) Credit Impaired | - | - |
| **Total** | **20,249.10** | **12,207.31** |
| Less: Allowance for Credit loss | - | - |
| **Total** | **20,249.10** | **12,207.31** |

# NOTES TO STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2025

## 7.1 Ageing of trade receivable are as follows:

### As at March 31, 2025

(Rs. in Lakhs)

| Particulars | Less than 6 months | 6 months and 1 year | 1 year to 2 year | 2 years to 3 years | More than 3 years | Total |
|---|---|---|---|---|---|---|
| (i) Undisputed Trade receivables – considered good | 20,249.10 | - | - | - | - | 20,249.10 |
| (ii) Undisputed Trade Receivables – which have significant increase in credit risk | - | - | - | - | - | - |
| (iii) Undisputed Trade Receivables – credit impaired | - | - | - | - | - | - |
| (iv) Disputed Trade Receivables– considered good | - | - | - | - | - | - |
| (v) Disputed Trade Receivables – which have significant increase in credit risk | - | - | - | - | - | - |
| (vi) Disputed Trade Receivables – credit impaired | - | - | - | - | - | - |

### As at March 31, 2024

(Rs. in Lakhs)

| Particulars | Less than 6 months | 6 months and 1 year | 1 year to 2 year | 2 years to 3 years | More than 3 years | Total |
|---|---|---|---|---|---|---|
| (i) Undisputed Trade receivables – considered good | 12,207.31 | - | - | - | - | 12,207.31 |
| (ii) Undisputed Trade Receivables – which have significant increase in credit risk | | - | - | - | - | - |
| (iii) Undisputed Trade Receivables – credit impaired | | - | - | - | - | - |
| (iv) Disputed Trade Receivables– considered good | | - | - | - | - | - |
| (v) Disputed Trade Receivables – which have significant increase in credit risk | | - | - | - | - | - |
| (vi) Disputed Trade Receivables – credit impaired | | - | - | - | - | - |

7.2 Trade receivable include the amounts due from a firm in which the directors are partners - -

7.3 All the above trade receivables are secured as a primary security against working capital finance and as collateral securities against property, plant and equipment (except vehicle loans from other banks / financial institutions) to Canara bank and HDFC Bank.

7.4 There are no outstanding receivables due from directors or other officers of the Company

## 8(A) CASH AND CASH EQUIVALENTS

(Rs. in Lakhs)

| | As at March 31, 2025 | As at March 31, 2024 |
|---|---|---|
| Cash on Hand | 10.96 | 23.64 |
| Balance with banks | | |
| On Current accounts | 2,590.32 | 154.34 |
| **Total** | **2,601.28** | **177.97** |

8(a)(i) Cash and bank balances are in INR, except with Kasikorn Bank (Thailand), which is held in Thai Baht and presented in INR.

# NOTES TO STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2025

## 8(B) BANK BALANCES OTHER THAN CASH AND CASH EQUIVALENTS

(Rs. in Lakhs)

| | As at March 31, 2025 | As at March 31, 2024 |
|---|---|---|
| In fixed deposits with maturity of more than 3 months but less than 12 months | 2,477.35 | 3,001.00 |
| **Total** | **2,477.35** | **3,001.00** |

8(b)(i) The above deposits is under lien as cash collateral security with Canara and HDFC Bank.

## 9 OTHER FINANCIAL ASSETS

(Rs. in Lakhs)

| | As at March 31, 2025 | As at March 31, 2024 |
|---|---|---|
| (Unsecured, considered good) | | |
| Interest Accrued on Fixed Deposit | 74.95 | 230.34 |
| **Total** | **74.95** | **230.34** |

## 10 OTHER CURRENT ASSETS

(Rs. in Lakhs)

| | As at March 31, 2025 | As at March 31, 2024 |
|---|---|---|
| (Unsecured, considered good) | | |
| (a) Advances other than capital advances | | |
| (i) Security deposits with electricity board | 728.29 | 725.19 |
| (ii) Security deposits against Rent (Refer note 10.2) | 3,014.38 | - |
| (iii) Advance to suppliers | 733.50 | 118.90 |
| (iv) Advances to Employees (Refer note 10.3) | 31.84 | 37.64 |
| (v) Others: | | |
| Prepaid expenses | 88.70 | 103.72 |
| Balances with government authorities | | |
| (i) Goods and services tax (GST) credit receivable | 2,480.81 | 1,786.58 |
| (ii) Sales-tax receivable | 0.85 | 0.85 |
| (iii) Excise Duty | 0.07 | 0.07 |
| (iv) Income tax receivable | 115.20 | 115.20 |
| **Total** | **7,193.62** | **2,888.15** |

**10.1** No advances are due from directors of the company, firms in which a director is a partner or private companies in which director is a director or a member either severally or jointly with any other person

**10.2** The Board of Directors of the Company in its meeting held on May 27, 2024 approved purchase of factory buildings, plant and machinery and other operating assets, of Ultra Pipes, a partnership firm and a related party, for a consideration of Rs. 4,016.00 Lakhs. The Company and Ultra Pipes executed an Asset Transfer Agreement ("ATA") dated June 12, 2024, on a part payment of Rs. 3,000 Lakhs, subject to approvals of the statutory, regulatory, legal and other authorities. However, due to certain legal issues pertaining to the transfer of leasehold land on which the factory building had been constructed, the stamp authorities did not register the above agreement & thus due to business expediency and synergy, the acquisition was modified by execution of cancellation deed (dated March 07, 2025) & a fresh long term 99 years lease agreement was consented to be executed on the revised terms as approved by the board of directors and audit committee since close of the year

The balance of security deposits above includes the amount of security deposits kept/maintained against the proposed lease arrangements.

The same being a related party transaction, the disclosure is also made as a related party transaction in accordance with the IND AS 24, "Related party disclosures". Please refer Note 32

| | | |
|---|---|---|
| **10.3** Advances due from officers of the company | 3.07 | 2.90 |

# NOTES TO STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2025

## 11 EQUITY SHARE CAPITAL

(Rs. in Lakhs)

| Note no. | Particulars | As at March 31, 2025 | | As at March 31, 2024 | |
|---|---|---|---|---|---|
| | | No. of Shares | Amount | No. of Shares | Amount |
| 11.1 | **Authorised Equity Share capital** | | | | |
| | Equity Shares of Rs.10/- each with voting rights | 36,683,800 | 3,668.38 | 36,683,800 | 3,668.38 |
| 11.2 | **Issued Subscribed & Paid Up Capital** | | | | |
| | Equity Shares of Rs.10/- each with voting rights | 30,967,289 | 3,096.73 | 28,865,126 | 2,886.51 |

### 11.3 Reconciliation of no. of equity shares at the beginning and at the end of the year

| Particulars | As at March 31, 2025 | | As at March 31, 2024 | |
|---|---|---|---|---|
| | No. of Shares | Amount | No. of Shares | Amount |
| At the beginning of the year | 28,865,126 | 2,886.51 | 27,615,629 | 2,761.56 |
| (a) Fresh issue of shares | | - | 2,750 | 0.27 |
| (b) Shares Warrant Converted to Equity Shares | 2,102,163 | 210.22 | 1,246,747 | 124.67 |
| At the year end March 31, | 30,967,289 | 3,096.73 | 28,865,126 | 2,886.51 |

### 11.4Note: Allotment and Completion of Preferential Issue

During the financial year ended March 31, 2025, the Company allotted 21,02,163 equity shares (out of 33,55,625 convertible warrants) upon conversion of warrants, pursuant to the preferential issue. Against these conversions, the Company received the balance 75% of the consideration amounting to Rs. 5,439.35 lakhs.

As of the final due date for conversion, i.e., September 30, 2024, a total of 6,715 warrants remained unexercised. The upfront amount of Rs. 5.79 lakhs received against these unexercised warrants was forfeited, as the balance consideration of Rs. 17.37 lakhs was not received within the stipulated timeframe.

Accordingly, the entire preferential issue process—including allotment of equity shares, receipt of full consideration, conversion of warrants, and forfeiture of unexercised warrants—has been duly completed and appropriately accounted for as of the reporting date.

### 11.3 Reconciliation of no. of equity shares at the beginning and at the end of the year

| Particulars | As at March 31, 2025 | | As at March 31, 2024 | |
|---|---|---|---|---|
| | % of shares | No. of shares | % of shares | No. of shares |
| Rupesh Kumar Gupta | 14.45% | 4,473,867 | 14.53% | 4,193,847 |
| Sailesh Gupta | 10.39% | 3,216,222 | 10.17% | 2,936,222 |
| Malabar India Fund Limited | 9.17% | 2,840,000 | 5.62% | 1,622,500 |
| Rupesh Kumar./Shailesh Gupta./Rakesh Kumar Gupta | 7.53% | 2,333,338 | 8.08% | 2,333,338 |
| Rakesh Kumar Gupta | 6.43% | 1,990,098 | 5.68% | 1,640,000 |
| Ansh Commerce Private Limited | 6.40% | 1,981,665 | 6.87% | 1,981,665 |

### 11.6 Shareholding by Promotors :

**Equity Shares:**

**As at March 31, 2025**

| Shares held by promoters at the period end | | | % Change during the year |
|---|---|---|---|
| Promoter Name | No. of Shares | (*) %of total shares | |
| Rupesh Kumar Gupta | 4,473,867 | 14.45% | -0.08% |
| Sailesh Gupta | 3,216,222 | 10.39% | 0.22% |

* The change in promoters' shareholding is due to allotment of equity shares on conversion of preferential warrants. Although the number of shares held by promoters increased, their percentage holding remained largely unchanged due to a proportionate increase in total share capital. There has been no sale or transfer of shares by the promoters during the year.

# NOTES TO STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2025

**As at March 31, 2024**

| Shares held by promoters at the end of the year | | | |
|---|---|---|---|
| Promoter Name | No. of Shares | (*) %of total shares | % Change during the year |
| Rupesh Kumar Gupta | 4,193,847 | 14.53% | -0.66% |
| Sailesh Gupta | 2,936,222 | 10.17% | -0.46% |

* The change in the promoters shareholding in percentage terms is due to issue of equity shares to other members during the year.

**11.7** The above shareholding represents both legal and beneficial ownerships of shares, as per records of the company, including its register of shareholders / members and other declarations received from shareholders regarding beneficial interest

**11.8** Terms/rights attached to equity shares:

Each holder of equity share is entitled to (i) voting rights, (ii) dividends if any declared by the board subject to approval of the shareholders (except in case of interim dividends), and (iii) proportionate share in the distribution of surplus assets of the company after payment of all preferential payments, on the liquidation.

| | Particulars | As at March 31, 2025 | As at March 31, 2024 |
|---|---|---|---|
| 11.9 | The aggregate number of equity shares allotted as fully paid up by way of bonus shares in immediately preceding five years, as at the year end | - | - |
| 11.10 | The aggregate number of equity shares issued pursuant to contract, without payment being received in cash in immediately preceding five years ended | - | - |
| 11.11 | The aggregate number of equity shares brought back in immediately preceding five years ended | - | - |

### 11.12 Capital Management

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

## 12 OTHER EQUITY

(Rs. in Lakhs)

| Particulars | Share Application Money pending Allotment | Equity component of compound financial instruments | Capital Redemption Reserves | Reserves and surplus | | | Money received against Share Warrants | Total |
|---|---|---|---|---|---|---|---|---|
| | | | | Capital Reserve | Securities premium | Retained Earnings | | |
| Balance as at April 1, 2024 | 0.00 | 84.19 | 36.62 | - | 24,273.15 | 17,312.37 | 1,818.91 | 43,525.24 |
| Additions during the year: | | | | | | | | |
| (a) Total Comprehensive Income for the year | - | - | - | - | - | 6,171.66 | - | 6,171.66 |
| (b) Dividend | - | - | - | - | - | (185.75) | | (185.75) |
| (c) Premium on issue of equity shares | - | - | - | - | - | - | - | - |
| (d) Premium on Conversion of Warrants to equity shares | | | - | - | 7,042.25 | - | - | 7,042.25 |
| (e) Share issue expenses | - | - | - | - | (569.59) | - | - | (569.59) |
| (f) Share Application Money pending Allotment (Equities and Warrants) | - | - | - | - | - | - | - | - |
| (g) Money Reveived Against Share Warrants (refer note 12.2) | - | - | - | - | - | - | 5,439.35 | 5,439.35 |
| (h) Share Warrants converted into equity Shares (refer note 12.2) | - | - | - | - | - | - | (7,252.46) | (7,252.46) |
| (i) Forfeiture of Share Warrant Money on Non-Exercise of Conversion Option (refer note 12.2) | - | - | - | 5.79 | - | - | (5.79) | - |
| | - | - | - | 5.79 | 6,472.65 | 5,985.91 | (1,818.91) | 10,645.45 |

# NOTES TO STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2025

(Rs. in Lakhs)

| Particulars | Share Application Money pending Allotment | Equity component of compound financial instruments | Capital Redemption Reserves | Reserves and surplus | | | Money received against Share Warrants | Total |
|---|---|---|---|---|---|---|---|---|
| | | | | Capital Reserve | Securities premium | Retained Earnings | | |
| Balance as at March 31, 2025 | **0.00** | **84.19** | **36.62** | **5.79** | **30,745.80** | **23,298.28** | **-** | **54,170.69** |
| Balance as at April 1, 2023 | 15.09 | 84.19 | 36.62 | - | 20,103.09 | 11,628.36 | 2,887.76 | 34,755.10 |
| Additions during the year: | | | | | | | | - |
| (a) Total Comprehensive Income for the year | - | - | - | - | - | 5,684.02 | - | 5,684.02 |
| (b) Premium on issue of equity shares | - | - | - | - | 9.21 | - | - | 9.21 |
| (c) Premium on Conversion of Warrants to equity shares | | | - | - | 4,176.60 | - | - | 4,176.60 |
| (d) Share issue expenses | - | - | - | - | (15.75) | - | - | (15.75) |
| (e) Share Application Money pending Allotment (Equities and Warrants) | (15.09) | - | - | - | - | - | - | (15.09) |
| (f) Money Reveived Against Share Warrants (refer note 12.2) | | - | - | - | - | - | 3,232.43 | 3,232.43 |
| (g) Share Warrants converted into equity Shares (refer note 12.2) | | - | - | - | - | - | (4,301.28) | (4,301.28) |
| | **(15.09)** | **-** | **-** | **-** | **4,170.06** | **5,684.02** | **(1,068.85)** | **8,770.14** |
| **Balance as at March 31, 2024** | **0.00** | **84.19** | **36.62** | **-** | **24,273.15** | **17,312.37** | **1,818.91** | **43,525.24** |

## 12.1 Term and conditions of compound financial instruments - Preference Shares

0 % Series A Redeemable Non Cumulative Preference Shares

33,16,200 .0% Series A Redeemable Non Cumulative Preference Shares of Rs. 10 each

Terms and conditions

i) The 0% Series A Redeemable Preference Shares of Rs. 10/- be redeemed at par, without any premium, and shall be redeemed by the Company at any time within 20 years from the date of issue.

ii) The 0% Series A Redeemable Preference Shares of Rs. 10/- shareholders are vested with right of put option for redemption of share at any time, before the company calls for redemption.

iii) These preference shareholders have voting rights only in respect of certain matters as per the provisions of Section 47(2) of the Act.

iv) The RNCPS are non-participating shares in the surplus funds;

v) The RNCPS carry a preferential right vis-a-vis Equity Shares of the Company with respect to repayment in case of winding up or repayment of capital.

## 12.2 Issue of Shares on conversion of Share warrants:

The Company had issued a total of 33,55,625 Share Warrants, each convertible into one Equity Share of face value Rs. 10, at a premium of Rs. 335 per share, upon fulfillment of the terms and conditions of the allotment. As per the terms of issue, 25% of the consideration was received upfront as application money, with the balance 75% payable within 18 months from the date of allotment. Pursuant to receipt of the balance consideration, the Company allotted 12,46,747 equity shares during the financial year ended March 31, 2024, and 21,02,163 equity shares during the financial year ended March 31, 2025, at a premium of Rs. 345 per equity share. However, 6,715 Share Warrants were not exercised within the stipulated period. Accordingly, the upfront amount of 25% received on such warrants has been forfeited in line with the terms of the issue.

## 12.3 Nature and purpose of creation and utilisation of reserves

12.3.1 **Capital Reserve:** Capital reserve is created out of capital profits which are not earned through the normal course of business operations. These include profits from forfeiture of shares, gain on sale of fixed assets, government grants treated as promoter contribution, or other capital nature transactions. The reserve is not available for distribution as dividend but may be utilised for specific purposes such as issue of fully paid bonus shares, in accordance with applicable laws.

# NOTES TO STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2025

12.3.2 **Securities Premium:** Securities premium is created on excess amount received over and above the face value on issue of the shares and securities. The securities premium can be utilised in accordance with the provisions of Section 52 of the Companies Act 2013. These include issue of bonus shares and writing of expenses incurred such as commission etc. on issue of shares/securities.

12.3.3 **Capital Redemption Reserve(CRR):** The Companies Act, 2013 requires that when a Company purchases its own shares out of free reserves or securities premium account, a sum equal to the nominal value of the shares so purchased shall be transferred to a capital redemption reserve. The reserve is utilised in accordance with the provisions of Section 69 of the Companies Act, 2013.

12.3.4 **Retained Earnings:** Retained earnings are the profits (including Other Comprehensive income) that the company has earned till date, less any transfer to general reserve, dividends or other distribution or the distributions paid to the shareholders.

## 13 BORROWINGS - NON CURRENT

(Rs. in Lakhs)

| | As at March 31, 2025 | As at March 31, 2024 |
|---|---|---|
| **Secured:** | | |
| **(a) Term Loans :** | | |
| (i) From Banks - | | |
| (a) From Canara Bank (Other than Vehicle loans) (Refer Note No. 13.1.1) | 6,135.94 | 7,938.68 |
| (b) From HDFC Bank | | |
| Other than Vehicle loans) (Refer Note No. 13.1.2) | 2,940.06 | 3,723.08 |
| Vehicle Loans (Refer Note No. 13.1.3) | 120.42 | 156.08 |
| | **9,196.41** | **11,817.84** |
| (ii) From Others - (Refer Note No. 13.1.4) | | |
| **Unsecured:** | | |
| **(b) Loans from related parties (Refer note:- 13.2)** | | |
| - From Directors | - | 29.12 |
| **(c) Compound financial instruments - Preference shares (Refer note:- 13.3 & 13.4)"** | 133.15 | 123.86 |
| **Total** | **9,329.56** | **11,970.82** |

### 13.1 Note (i) Term and conditions for repayment of loan

(Rs. in Lakhs)

| | As at March 31, 2025 | | As at March 31, 2024 | |
|---|---|---|---|---|
| | Non Current | Current | Non Current | Current |
| 13.1.1 Term Loan is Secured by Primary Charge on Equitable Mortgage of all Land & Building, existing Plant & Machinery and Other Fixed Assets, Present & future except for the Fixed assets located at Plot No. B-15 to B-28, SIPCOT Industrial Growth Centre, Perundurai, ERODE(Distt.), Tamilnadu-638052. Further the said term loan is secured by pari pasu charge with HDFC bank on the entire present and future current assets of the company and also guaranteed by two Directors of the Company and their family members.<br>The loan is taken from Canara Bank and is repayable in 58 monthly instalments starting from Jun'2019 till Jun' 2024. Applicable Rate of Interest for the FY 2024-25 is 9.60% (Applicable Rate of Interest for FY 2023-24 was 9.60%) | - | - | - | 158.42 |
| Term Loan is Secured by Primary Charge on Equitable Mortgage of all Land & Building, existing Plant & Machinery and Other Fixed Assets, Present & future except for the Fixed assets located at Plot No. B-15 to B-28, SIPCOT Industrial Growth Centre, Perundurai, ERODE(Distt.), Tamilnadu-638052. Further the said term loan is secured by pari pasu charge with HDFC bank on the entire present and future current assets of the company and also guaranteed by two Directors of the Company and their family members.<br>The loan is taken from Canara Bank and is repayable in 48 monthly instalments starting from Jan'2024 till Dec' 2027. Applicable Rate of Interest for the FY 2024-25 is 9.35% (Applicable Rate of Interest for FY 2024-25 is 9.35%) | 493.94 | 281.91 | 728.88 | 328.66 |

# NOTES TO STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2025

(Rs. in Lakhs)

| | As at March 31, 2025 | | As at March 31, 2024 | |
|---|---|---|---|---|
| | Non Current | Current | Non Current | Current |
| Term Loan is Secured by Primary Charge on Equitable Mortgage of all Land & Building, existing Plant & Machinery and Other Fixed Assets, Present & future except for the Fixed assets located at Plot No. B-15 to B-28, SIPCOT Industrial Growth Centre, Perundurai, ERODE(Distt.), Tamilnadu-638052. Further the said term loan is secured by pari pasu charge with HDFC bank on the entire present and future current assets of the company and also guaranteed by two Directors of the Company and their family members.<br>The loan is taken from Canara Bank and is repayable in 84 monthly instalments . Applicable Rate of Interest for the FY 2024-25 is 11.03% (Applicable Rate of Interest for FY 2023-24 is 9.75%) | 5,642.00 | 1,325.28 | 6,967.84 | 1,086.20 |
| Term Loan is Secured by Primary Charge on Equitable Mortgage of all Land & Building, existing Plant & Machinery and Other Fixed Assets, Present & future except for the Fixed assets located at Plot No. B-15 to B-28, SIPCOT Industrial Growth Centre, Perundurai, ERODE(Distt.), Tamilnadu-638052. Further the said term loan is secured by pari pasu charge with HDFC bank on the entire present and future current assets of the company and also guaranteed by two Directors of the Company and their family members.<br>The loan is taken from Canara Bank and is repayable in 48 monthly instalments starting from Apr'2021 till Mar' 2025. Applicable Rate of Interest for the FY 2024-25 is 13.41% (Applicable Rate of Interest for FY 2023-24 is 13.41%%) | - | - | - | 240.41 |
| Term Loan is Secured by Primary Charge on Equitable Mortgage of all Land & Building, existing Plant & Machinery and Other Fixed Assets, Present & future except for the Fixed assets located at Plot No. B-15 to B-28, SIPCOT Industrial Growth Centre, Perundurai, ERODE(Distt.), Tamilnadu-638052. Further the said term loan is secured by pari pasu charge with HDFC bank on the entire present and future current assets of the company and also guaranteed by two Directors of the Company and their family members.<br>The loan is taken from Canara Bank and is repayable in 48 monthly instalments starting from Apr'2022 till Mar' 2026. Applicable Rate of Interest for the FY 2024-25 is 9.28% (Applicable Rate of Interest for FY 2023-24 is 9.28%) | 0.00 | 241.96 | 241.96 | 241.90 |
| **Total (a)** | **6,135.94** | **1,849.15** | **7,938.68** | **2,055.58** |
| Term Loan is Secured by Primary Charge on Equitable Mortgage of Factory Land and Building, Plant & Machinery and Other Fixed Assets, Present and Future located at - Plot No. B-15 to B-28, SIPCOT Industrial Growth Centre, Perundurai, ERODE(Distt.), Tamilnadu-638052.Further the said term loan is secured by pari pasu charge with canara bank on the entire present and future current assets of the company and also guaranteed by two Directors of the Company and their family members.<br>Loan is taken from HDFC Bank and is repayable in 72 monthly instalments . Applicable Rate of Interest for the FY 2024-25 is 8.52%. (Applicable Rate of Interest for FY 2023-24 is 8.82%) | 2,940.06 | 809.80 | 3,723.08 | 816.37 |
| **Total (b)** | **2,940.06** | **809.80** | **3,723.08** | **816.37** |
| 13.1.2 Secured by Primary Charge on Vehicle Purchased out of Loan. Loan taken from HDFC Bank is repayable in 48 monthly instalments till May' 2026. Applicable Rate of Interest is 7.35% | 0.59 | 3.38 | 3.96 | 3.14 |
| Secured by Primary Charge on Vehicle Purchased out of Loan. Loan taken from HDFC Bank is repayable in 48 monthly instalments till June' 2026. Applicable Rate of Interest is 7.60% | 1.15 | 4.39 | 5.54 | 4.07 |
| Secured by Primary Charge on Vehicle Purchased out of Loan. Loan taken from HDFC Bank is repayable in 48 monthly instalments till September' 2026. Applicable Rate of Interest is 8.15% | 2.17 | 4.08 | 6.25 | 3.76 |
| Secured by Primary Charge on Vehicle Purchased out of Loan. Loan taken from HDFC Bank is repayable in 60 monthly instalments till February' 2028. Applicable Rate of Interest is 8.50% | 15.40 | 7.10 | 22.50 | 6.52 |

# NOTES TO STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2025

(Rs. in Lakhs)

| | As at March 31, 2025 | | As at March 31, 2024 | |
|---|---|---|---|---|
| | Non Current | Current | Non Current | Current |
| Secured by Primary Charge on Vehicle Purchased out of Loan. Loan taken from HDFC Bank is repayable in 60 monthly instalments till April' 2028. Applicable Rate of Interest is 8.40% | 32.38 | 13.65 | 46.03 | 12.55 |
| Secured by Primary Charge on Vehicle Purchased out of Loan. Loan taken from HDFC Bank is repayable in 60 monthly instalments till June' 2028. Applicable Rate of Interest is 8.60% | 28.56 | 11.03 | 39.59 | 10.12 |
| Secured by Primary Charge on Vehicle Purchased out of Loan. Loan taken from HDFC Bank is repayable in 60 monthly instalments till July' 2028. Applicable Rate of Interest is 8.60% | 13.08 | 4.85 | 17.94 | 4.46 |
| Secured by Primary Charge on Vehicle Purchased out of Loan. Loan taken from HDFC Bank is repayable in 60 monthly instalments till July' 2028. Applicable Rate of Interest is 8.70% | 10.42 | 3.86 | 14.28 | 3.54 |
| Secured by Primary Charge on Vehicle Purchased out of Loan. Loan taken from HDFC Bank is repayable in 60 monthly instalments till Nov' 2029. Applicable Rate of Interest is 8.60% | 16.66 | 3.68 | - | - |
| **Total (d)** | **120.42** | **56.01** | **156.08** | **48.16** |
| **Total Secued Burrowings (a+b+c+d)** | **9,196.41** | **2,714.96** | **11,817.84** | **2,920.12** |
| **Note (ii) Term and conditions for repayment of loan other than bank as follows:-** | | | | |
| 13.1.4 Vehicle Purchased out of Loan. Loan taken from Kotak Mahindra Prime Ltd. is repayable in 36 monthly instalments till Feb'2025. Applicable Rate of Interest is 7.15% | - | - | - | 5.68 |
| **Total Unsecured Burrowings (e)** | **-** | **-** | **-** | **5.68** |
| **13.2** The Company has received unsecured loans from Directors, classified under long-term borrowings, to support business operations. | - | - | 29.12 | - |

**13.3** The Company had issued 0% Redeemable Non-Cumulative Preference Shares (NCPS) during FY 2015–16, which are classified as compound financial instruments in accordance with Ind AS 32. These shares were originally redeemable at the discretion of the Company at varying premium rates depending on the period of redemption.

During FY 2021–22, the terms of redemption were modified with shareholder consent to remove the redemption premium and extend the maturity period to 20 years from the date of issue. The modification was duly approved and filed with the Ministry of Corporate Affairs.

There has been no redemption or change in terms during the current financial year. The outstanding NCPS continue to be classified as compound financial instruments and measured accordingly in the financial statements.

**13.4** For terms and conditions for Compound financial instruments, Refer note no. 12.1

## 14 PROVISIONS

(Rs. in Lakhs)

| | As at March 31, 2025 | As at March 31, 2024 |
|---|---|---|
| - for Employee Gratuity | 71.67 | 44.33 |
| **Total** | **71.67** | **44.33** |

## 15 DEFERRED TAX LIABILITIES (NET)

(Rs. in Lakhs)

| | As at March 31, 2025 | As at March 31, 2024 |
|---|---|---|
| Balance in the beginning (Net) | | |
| Add: Deferred tax recognised in Profit and Loss account | 823.64 | 424.30 |
| **Balance at the year end (Net)** | 198.52 | 399.34 |
| **15.1** For Components of deferred tax (assets) and liabilities please refer note no.29 | **1,022.16** | **823.64** |

# NOTES TO STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2025

## 16 BORROWINGS - CURRENT

(Rs. in Lakhs)

| | As at March 31, 2025 | As at March 31, 2024 |
|---|---|---|
| **Secured:** | | |
| **(a) Loans repayable on demand** | | |
| From banks: - | | |
| (i) Cash Credit facilities | 27,762.67 | 22,191.92 |
| (ii) Bills discounted | 225.00 | - |
| | **27,987.67** | **22,191.92** |
| **(b) Current maturities of long term borrowings towards:** | | |
| (i) Secured - Banks | 2,714.96 | 2,920.12 |
| (ii) Unsecured | | |
| - Other than Banks | - | 5.68 |
| **Total Current Maturities for Long term Burrowing (Secured + Unsecured)** | **2,714.96** | **2,925.80** |
| **Total** | **30,702.63** | **25,117.72** |

**16.1** The above loans are secured by way of hypothecation of inventories and receivables and by secondary charge on other property, plant and equipment's. These are also guaranteed by the personal guarantees of the two directors and their relatives

**16.2** The quarterly returns/ statements read with subsequent revisions filed by the Company with the banks are in agreement with the books of accounts.

## 17 Trade payable

### As at March 31, 2025

(Rs. in Lakhs)

| Undisputed: | Less than 1 year | 1-2 years | 2-3 years | More than 3 years | Total |
|---|---|---|---|---|---|
| MSE | 74.50 | - | - | - | 74.50 |
| Others | 18,564.27 | - | - | - | 18,564.27 |
| Disputed dues - MSE | - | - | - | - | - |
| Disputed dues - Others | - | - | - | - | - |
| Unbilled Dues | - | - | - | - | - |

### As at March 31, 2024

(Rs. in Lakhs)

| Undisputed: | Less than 1 year | 1-2 years | 2-3 years | More than 3 years | Total |
|---|---|---|---|---|---|
| MSE | 97.47 | - | - | - | 97.47 |
| Others | 1,793.33 | - | - | - | 1,793.33 |
| Disputed dues - MSE | - | - | - | - | - |
| Disputed dues - Others | - | - | - | - | - |
| Unbilled Dues | - | - | - | - | - |

17.1 The amount due to Micro and small enterprises as defined in 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. The disclosures relating to Micro and Small Enterprises are as below:

# NOTES TO STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2025

(Rs. in Lakhs)

| 17.2 | Particulars | As at March 31, 2025 | As at March 31, 2024 |
|---|---|---|---|
| | (i) The principal amount remaining unpaid to supplier as at the end of the year | 74.50 | 97.47 |
| | (ii) The interest due thereon remaining unpaid to supplier as at the end of the year | - | - |
| | (iii) The amount of interest-due and payable for the period of delay in making payment (which have been paid beyond the appointed day during the year) but without adding the interest specified under this Act | - | - |
| | (iv) The amount of interest accrued during the year and remaining unpaid at the end of the year | - | - |
| | (v) The amount of interest remaining due and payable to suppliers disallowable as deductible expenditure under Income Tax Act, 1961 | - | - |
| | **Total** | **74.50** | **97.47** |
| **17.3** | Trade payable include the amounts due to a firm in which the directors are partners | - | - |

## 18 OTHER FINANCIAL LIABILITIES

(Rs. in Lakhs)

| | As at March 31, 2025 | As at March 31, 2024 |
|---|---|---|
| Payable to Capital Goods Suppliers | | |
| Dues to micro and small enterprises | 119.32 | 76.10 |
| Dues to other than micro enterprises and small enterprises | 708.95 | 607.22 |
| Other Liabilities for Outstanding Expenses | 267.12 | 376.21 |
| Payable to Wholly Owned Subsidiary towards Share Subscription | 10.00 | - |
| Unclaimed dividends | 0.12 | - |
| **Total** | **1,105.51** | **1,059.53** |

**18.1** The amount due to Micro and small enterprises as defined in 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. The disclosures relating to Micro and Small Enterprises are as below:

(Rs. in Lakhs)

| 18.2 | Particulars | As at March 31, 2025 | As at March 31, 2024 |
|---|---|---|---|
| | (i) The principal amount remaining unpaid to supplier as at the end of the year | 119.32 | 76.10 |
| | (ii) The interest due thereon remaining unpaid to supplier as at the end of the year | - | - |
| | (iii) The amount of interest-due and payable for the period of delay in making payment (which have been paid beyond the appointed day during the year) but without adding the interest specified under this Act | - | - |
| | (iv) The amount of interest accrued during the year and remaining unpaid at the end of the year | - | - |
| | (v) The amount of interest remaining due and payable to suppliers disallowable as deductible expenditure under Income Tax Act, 1961 | - | - |
| | **Total** | **119.32** | **76.10** |

## 19 OTHER CURRENT LIABILITIES

(Rs. in Lakhs)

| | As at March 31, 2025 | As at March 31, 2024 |
|---|---|---|
| (a) Statutory dues payable | 168.32 | 173.95 |
| (b) Advance from customers | 508.49 | 109.15 |
| **Total** | **676.81** | **283.10** |

**19.1** Statutory dues primarily relate to GST, tax deducted at source, Tax collected at source, ESI, Provident fund and Professional tax

# NOTES TO STANDALONE FINANCIAL STATEMENTS
for the year ended March 31, 2025

## 20 PROVISIONS

(Rs. in Lakhs)

| | As at March 31, 2025 | As at March 31, 2024 |
|---|---|---|
| - for Employee gratuity | 6.26 | 5.00 |
| **Total** | **6.26** | **5.00** |

## 21 CURRENT TAX LIABILITIES (NET)

(Rs. in Lakhs)

| | As at March 31, 2025 | As at March 31, 2024 |
|---|---|---|
| **Provision for tax (net of taxes paid)** | **759.37** | **295.79** |

## 22 REVENUE FROM OPERATIONS

(Rs. in Lakhs)

| | For the year ended March 31, 2025 | For the year ended March 31, 2024 |
|---|---|---|
| (a) Sale of Steel and Steel products (Refer note 22.1 below) | | |
| MS Tubes | 49,850.86 | 42,627.75 |
| Scaffolding | 1,945.36 | 2,539.55 |
| GP/CR Pipe & Coil | 80,426.84 | 60,989.25 |
| Other Steel Products | 3,481.83 | 9,162.22 |
| **Total** | **135,704.88** | **115,318.77** |
| 22.1 (i) **Sales of Products** | | |
| Gross Sales | 167,789.33 | 144,496.05 |
| **Total** | **167,789.33** | **144,496.05** |
| Less: Taxes & Duties | 24,705.62 | 20,686.75 |
| Less: Internal Stock Transfer | 7,378.83 | 8,490.54 |
| **Revenue from operations** | **135,704.88** | **115,318.77** |

## 23 OTHER INCOME

(Rs. in Lakhs)

| | For the year ended March 31, 2025 | For the year ended March 31, 2024 |
|---|---|---|
| (a) Interest income (at amortised cost) | 243.69 | 383.18 |
| (b) Gain on foreign currency transactions (net) | 20.89 | 129.34 |
| (c) Gain on Sale of PPE | 24.89 | 7.19 |
| **Total** | **289.47** | **519.71** |

## 24 COST OF MATERIAL CONSUMED

(Rs. in Lakhs)

| | For the year ended March 31, 2025 | For the year ended March 31, 2024 |
|---|---|---|
| (a) Raw materials consumed: | | |
| Opening stock | 8,281.79 | 6,776.08 |
| Add: Purchases during the year | 119,139.83 | 103,377.55 |
| | **127,421.62** | **110,153.63** |
| Less: Internal Stock Transfer | 7,378.83 | 8,490.54 |
| Less: Closing Stock | 14,537.70 | 8,281.79 |
| | **21,916.53** | **16,772.33** |
| **Raw materials consumed (a)** | **105,505.09** | **93,381.30** |

# NOTES TO STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2025

(Rs. in Lakhs)

| | For the year ended March 31, 2025 | For the year ended March 31, 2024 |
|---|---|---|
| (b) Stores & Spares consumed: | | |
| Opening stock | 5,013.98 | 5,677.53 |
| Add: Purchases during the year | 5,039.23 | 596.76 |
| | **10,053.21** | **6,274.29** |
| Less: Closing Stock | 4,874.38 | 5,013.98 |
| Stores and spares consumed (b) | 5,178.83 | 1,260.31 |
| **Total cost of materials consumed (a)+(b)** | **110,683.93** | **94,641.61** |

## 25 CHANGES IN INVENTORIES OF FINISHED GOODS, STOCK-IN-TRADE AND WORK-IN-PROGRESS

(Rs. in Lakhs)

| | For the year ended March 31, 2025 | For the year ended March 31, 2024 |
|---|---|---|
| Finished goods: | | |
| Opening stock | 16,358.21 | 8,763.70 |
| Less: Closing Stock | 23,258.29 | 16,358.21 |
| **(Increase)/decrease in inventories** | **(6,900.08)** | **(7,594.51)** |

## 26 EMPLOYEE BENEFITS EXPENSE

(Rs. in Lakhs)

| | For the year ended March 31, 2025 | For the year ended March 31, 2024 |
|---|---|---|
| (a) Salaries and wages | | |
| - Salaries and Wages | 4,405.24 | 3,549.31 |
| - Remuneration to Directors | 324.00 | 646.22 |
| | **4,729.24** | **4,195.53** |
| (b) Contribution To Provident And Other Funds | 238.33 | 202.72 |
| (c) Staff welfare expenses | 72.37 | 69.64 |
| **Total** | **5,039.95** | **4,467.89** |

**Note:** In alignment with the Company's interests, the management has voluntarily forgone the commission for the year; hence, no provision has been made.

## 27 FINANCE COSTS

(Rs. in Lakhs)

| | For the year ended March 31, 2025 | For the year ended March 31, 2024 |
|---|---|---|
| **(a) Interest expense :** | | |
| (i) Term Loans | 1,274.43 | 1,249.02 |
| (ii) Vehicle Loans | 16.23 | 16.80 |
| (iii) Cash Credit Facilities | 2,254.40 | 1,795.83 |
| (iv) LC Commission / Bill Discounted Charges | 758.06 | 142.29 |
| (v) Lease Liabilities | 10.89 | 11.29 |
| (vi) Finance Cost on Compound Financial Instruments | 9.29 | 8.64 |
| | **4,323.29** | **3,223.87** |
| **(b) Other financial costs** | 167.95 | 32.44 |
| **Total** | **4,491.24** | **3,256.32** |

# NOTES TO STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2025

## 28 OTHER EXPENSES

(Rs. in Lakhs)

| | For the year ended March 31, 2025 | For the year ended March 31, 2024 |
|---|---|---|
| (a) Communication Expenses | 10.79 | 9.70 |
| (b) Director Sitting Fees | 9.50 | 7.20 |
| (c) Commission Expenses | 20.72 | 6.91 |
| (d) Office Maintenance | 19.78 | 18.25 |
| (e) Printing & Stationary | 25.57 | 13.02 |
| (f) Security Services | 81.07 | 86.21 |
| (g) Advertisement and sales promotion | 238.62 | 284.01 |
| (h) Rent | 54.24 | 50.24 |
| (i) Travelling and conveyance | 232.70 | 211.38 |
| (j) Payment to auditors (refer note 28.1 below) | 19.90 | 19.60 |
| (k) Payment to tax auditor | 0.60 | 0.60 |
| (l) Payment to cost auditor | 0.55 | 0.70 |
| (m) Legal and professional charges | 161.55 | 80.68 |
| (n) Job Work Charges | 6.71 | - |
| (o) Production Factory Maintaince | 484.78 | 324.05 |
| (p) Repairs and Maintaince | | |
| (i) Building | 5.12 | 3.43 |
| (ii) Plant and machinery | 190.52 | 108.89 |
| (iii) Vehicles | 18.41 | 12.37 |
| (iv) Others | 12.43 | 18.93 |
| (q) Rates and taxes | 8.53 | 1.33 |
| (r) Filing and registration fee | 60.21 | 61.28 |
| (s) Corporate social responsibility (refer note 28.2 below) | 121.00 | 87.21 |
| (t) Insurance | 75.00 | 24.01 |
| (u) Miscellaneous Expenses | 25.32 | 27.39 |
| **Total** | **1,883.62** | **1,457.39** |

### 28.1 Payment to auditors

(Rs. in Lakhs)

| Particulars | For the year ended March 31, 2025 | For the year ended March 31, 2024 |
|---|---|---|
| For Statutory audit | 15.00 | 12.00 |
| For Taxation Matter | 3.00 | 4.00 |
| For Certification fee | 1.90 | 3.60 |
| | **19.90** | **19.60** |

# NOTES TO STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2025

**28.2** As per section 135 of the Companies Act, 2013 and rules made thereunder, the Company is required to spend at least 2% of average net profit of its past three years towards Corporate Social Responsibility (CSR). Details of CSR Expenditure are as under:

(Rs. in Lakhs)

| Particulars | For the year ended March 31, 2025 | For the year ended March 31, 2024 |
|---|---|---|
| (a) Amount required to be spent by the Company for the year | 121.82 | 84.38 |
| (b) Amount spent during the year: | | |
| (i) on purposes other than construction / acquisition of any asset) | 121.00 | 87.21 |
| (ii) for the purpose of acquisition / construction of assets | - | - |
| | **121.00** | **87.21** |
| (c) Shortfall at the year end (of CSR expenditure incurred) | 0.83 | - |
| (d) Total of previous year/period short fall | - | - |
| (e) Out of the above, expenses recognised in Statement of Profit and Loss | - | - |
| (i) Expenses actually incurred i.e. paid (cash) | 121.00 | 87.21 |
| (ii) Expenses incurred but not paid, i.e. provided for (Provision) | - | - |
| | **121.00** | **87.21** |
| The shortfall of Rs. 0.83 lakhs has been set off against the excess CSR expenditure of Rs. 2.83 lakhs carried forward from the financial year 2023–24, in accordance with Rule 7(3) of the Companies (CSR Policy) Rules, 2014. After the set-off, a balance excess of Rs. 2.00 lakhs remains available for future CSR obligations. | | |
| (f) Nature of CSR activities | | |
| (i) Education | 13.19 | 6.64 |
| (ii) Animal Welfare | 14.53 | 8.54 |
| (iii) Children Welfare | 63.11 | 5.00 |
| (iv) Ensuring Environmental sustainability | - | 0.34 |
| (v) Health Care | 30.17 | 15.68 |
| (vii) Restoration of buildings and sites of historical importance | - | 51.00 |
| | **121.00** | **87.21** |

## 29 DISCLOSURE PURSUANT TO IND AS 12 "INCOME TAXES"

(Rs. in Lakhs)

| | For the year ended March 31, 2025 | For the year ended March 31, 2024 |
|---|---|---|
| Current tax | 1,938.73 | 1,605.81 |
| Deferred tax | 198.83 | 397.97 |
| Tax for earlier periods | 0.06 | 52.52 |
| **Total** | **2,137.62** | **2,056.30** |

### (a) Income tax expenses - current and deferred tax

(Rs. in Lakhs)

| 1. Profit or Loss | For the year ended March 31, 2025 | For the year ended March 31, 2024 |
|---|---|---|
| **(i) Current Income tax :** | | |
| Current income tax expense | 1,938.73 | 1,605.81 |
| Tax expense of earlier years | 0.06 | 52.52 |
| **Total (i)** | **1,938.79** | **1,658.33** |
| **(ii) Deferred Tax:** | | |
| Tax expense on origination and reversal of temporary differences | 198.83 | 397.97 |
| **Total (ii)** | **198.83** | **397.97** |
| **Income tax expense reported in Profit or Loss [(i)+(ii)]** | **2,137.62** | **2,056.30** |

# NOTES TO STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2025

(Rs. in Lakhs)

| 2. Other comprehensive income (OCI) Section: | For the year ended March 31, 2025 | For the year ended March 31, 2024 |
|---|---|---|
| **(i) Items not to be reclassified to Profit or Loss in subsequent periods:** | | |
| Current tax expense/(income): | | |
| On measurement of defined benefit plans | (0.32) | 1.37 |
| **Income tax expense reported in the OCI section** | **(0.32)** | **1.37** |

## (b) Reconciliation of tax expense and the accounting profit:

(Rs. in Lakhs)

| Particulars | For the year ended March 31, 2025 | For the year ended March 31, 2024 |
|---|---|---|
| **(1) Profit before tax as per the Statement of Profit and loss** | 8,310.22 | 7,736.25 |
| **(2) Corporate tax rate as applicable** | 25.17% | 25.17% |
| **(3) Tax on Accounting profit (3) = (1) * (2)** | 2,091.52 | 1,947.06 |
| (i) Tax on expenses not tax deductible: | | |
| (A) CSR expenses | 30.45 | 21.95 |
| (B) Other disallowances | 8.74 | 5.57 |
| (C) Effect of Depreciation | (200.99) | (398.33) |
| (ii) Tax effect on various other items | 207.85 | 427.53 |
| | **2,137.57** | **2,003.78** |
| (iii) Effect of current tax related to earlier years | 0.06 | 52.52 |
| **(4) Tax expense recognised during the year (5)=(3)+(4)** | **2,137.62** | **2,056.30** |
| **(5) Effective tax rate (6)=(5)/(1)** | **25.72%** | **26.58%** |

## (c) Components of deferred tax (assets) and liabilities recognised in the Balance Sheet and Statement of Profit and Loss

(Rs. in Lakhs)

| Particulars | Balance Sheet | |
|---|---|---|
| | For the year ended March 31, 2025 | For the year ended March 31, 2024 |
| 1. Items disallowed u/s 43B of Income Tax Act, 1961 | 17.29 | 27.31 |
| 2. Difference in book depreciation and income tax depreciation | 1,008.65 | 798.62 |
| 3. Others | (3.78) | (2.29) |
| **Net deferred tax (assets)/liabilities** | **1,022.16** | **823.64** |

(Rs. in Lakhs)

| Particulars | Statement of Profit or Loss | |
|---|---|---|
| | For the year ended March 31, 2025 | For the year ended March 31, 2024 |
| 1. Items disallowed u/s 43B of Income Tax Act, 1961 | (9.70) | (3.25) |
| 2. Difference in book depreciation and income tax depreciation | 210.03 | 402.81 |
| 3. Others | (1.49) | (1.58) |
| **Deferred tax expense/(income)** | **198.83** | **397.98** |

## (d) Reconciliation of deferred tax (assets)/liabilities

(Rs. in Lakhs)

| Particulars | For the year ended March 31, 2025 | For the year ended March 31, 2024 |
|---|---|---|
| Balance as at beginning | 823.64 | 424.30 |
| Tax (income)/expense during the period recognised in: | | |
| (i) Statement of Profit and Loss in Profit or Loss section | 198.83 | 397.98 |
| (ii) Statement of Profit and Loss under OCI section | (0.32) | 1.36 |
| **Balance as at the year ended** | **1,022.16** | **823.64** |

# NOTES TO STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2025

## 30 EARNING PER SHARE

(Rs. in Lakhs)

| | For the year ended March 31, 2025 | For the year ended March 31, 2024 |
|---|---|---|
| (a) Profit for the year attributable to the owners of the Company used in calculating basic and diluted earnings per share | 6,172.60 | 5,679.95 |
| (b) Weighted average number of equity shares used as the denominator in calculating basic earnings per share: | 30,475,505 | 27,921,505 |
| (c) Adjustments for calculation of diluted earnings per share (Issue of Warrants)(Number) | 491,784 | 3,048,361 |
| (d) Weighted average number of equity shares and potential equity shares used as the denominator in calculating diluted earnings per share | 30,967,289 | 30,969,866 |
| Basic earnings per share (a/b) | 20.25 | 20.34 |
| Diluted earnings per share (a/d) | 19.93 | 18.34 |

## 31 DISCLOSURE PURSUANT TO IND AS 19 “EMPLOYEE BENEFITS”

### (a) Defined contribution plans:

The Company makes Provident Fund contributions which are defined contribution plans, for qualifying employees. Under the schemes,the Company is required to contribute a specified percentage of the payroll costs to fund the benefits. The company recognised Rs.145.87 Lakhs (Year ended March 31, 2024 Rs.125.71 Lakhs) for Provident Fund contributions in the statement of profit and loss. The contributions payable to these plans by the company are at rates specified in the rules of the schemes. The obligation of the company is limited to the amount contributed and it has no further contractual nor any constructive obligation.

### (b) Defined benefit plans: :

#### Employee benefit Obligation :

The Company has an obligation towards gratuity, a defined benefit retirement plan covering eligible employees. The plan provides for a lump sum payment to vested employees at retirement, death while in employment or on termination of employment of an amount equivalent to 15 to 30 days salary payable for each completed year of service. Vesting occurs upon completion of five years of service. The Company makes annual contributions to gratuity funds established as trusts or insurance companies. The Company accounts for the liability for gratuity benefits payable in the future based on a year end actuarial valuation.

**Movement of defined benefit obligation:** The amounts recognised in the balance sheet and the movements in the net defined benefit obligation over the year are as follows:

(Rs. in Lakhs)

| Changes in the Present Value of Obligation | For the year ended March 31, 2025 | For the year ended March 31, 2024 |
|---|---|---|
| **PV Obligation as at the start:** | **49.33** | **34.98** |
| Acquisition adjustment - | | |
| Interest Cost | 3.50 | 2.59 |
| Past Service Cost | - | - |
| Current Service Cost | 23.18 | 17.22 |
| Curtailment Cost / (Credit) | - | - |
| Settlement Cost / (Credit) | - | - |
| Benefits paid/Due to be Paid | - | - |
| Actuarial (gain)/ loss on obligation. | 1.93 | (5.46) |
| **PV of Obligation as at the end:** | 77.93 | 49.33 |
| **Bifurcation of Accrued Liability** | | |
| Current Liability (Short term) | 6.26 | 5.00 |
| Non-Current Liability (Long term) | 71.67 | 44.33 |
| **Total Accrued Liability** | **77.93** | **49.33** |
| **Changes in the Fair Value of Plan Assets** | refer para 140(a)(ii) and 141 of Ind AS19 | |

# NOTES TO STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2025

(Rs. in Lakhs)

| Changes in the Present Value of Obligation | For the year ended March 31, 2025 | For the year ended March 31, 2024 |
|---|---|---|
| FV of Plan Assets at the start: | **18.89** | **17.92** |
| Acquisition Adjustments | 14.27 | (0.11) |
| Exp. Return on Plan Assets | 1.23 | 1.32 |
| Contributions (net) | - | - |
| Benefits Paid | (3.16) | (0.23) |
| Actuarial Gain /( loss) on Assets | 0.67 | (0.02) |
| **FV of Plan Assets at the end:** | **31.91** | **18.89** |
| **Change in the Effect of Asset Ceiling** | refer para 140(a)(iii) and 141 of Ind AS19 | |
| Effect of Asset Ceiling at the beginning | | |
| Interest Expense or Cost (to the extent not recognised in net interest expense) | | |
| Re-measurement (or Actuarial) (gain)/loss arising because of change in effect of asset ceiling | | |
| Effect of Asset Ceiling at the end | | |
| **Expenses Recognised in the Income Statement** | refer para 57(c) of Ind AS19 | |
| Current Service Cost | 23.18 | 17.22 |
| Past Service Cost | | |
| Expected Return on Plan Assets | (1.23) | (1.32) |
| Interest cost | 3.50 | 2.59 |
| **Expenses Recognised in the Income Statement** | **25.45** | **18.49** |
| **Other Comprehensive Income** | refer para 57(c) of Ind AS19 | |
| Actuarial (gain)/ loss on obligations - change in financial assumptions | - | - |
| Actuarial (gain)/ loss on obligations - change in demographic assumptions | - | - |
| Actuarial (gain)/ loss on obligations - experience variance (i.e. Actual experience vs. assumptions) | 1.93 | (5.46) |
| **Total Actuarial (gain)/ loss on obligations** | **1.93** | **(5.46)** |
| Actuarial Gain /( loss) on Plan Assets | 0.67 | (0.02) |
| **Total OCI** | **1.25** | **(5.44)** |
| Return on plan assets, excluding amount recognised in net interest expense | | |
| Re-measurement (or Actuarial) (gain)/loss arising because of change in effect of asset ceiling | | |
| Components of defined benefit costs recognised in other comprehensive income | | |
| **Major categories of Plan Assets (as percentage of Total Plan Assets)** | | |
| Government of India securities | Nil | Nil |
| State Government securities | Nil | Nil |
| High quality corporate bonds | Nil | Nil |
| Equity shares of listed companies | Nil | Nil |
| Property | Nil | Nil |
| Special Deposit Scheme | Nil | Nil |
| Funds managed by Insurer | 100% | 100% |
| Bank balance | Nil | Nil |
| Other Investments--LIC | Nil | Nil |
| **Total** | | |
| Financial Assumptions | | |
| Discount rate (per annum) | 6.78% | 7.10% |
| Salary growth rate (per annum) | 4.00% | 4.00% |

# NOTES TO STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2025

## 32 RELATED PARTY TRANSACTIONS AND DISCLOSURES:

### 32.1 Related parties where control exists or where significant influence exists and with whom transactions have taken place during the year:

#### A) List of Related Parties :

| Name | Relationship | Designation |
|---|---|---|
| Rupesh Kumar Gupta | Key Managerial Person | Managing Director |
| Sailesh Gupta | Key Managerial Person | Whole Time Director |
| Sunita Gupta | Key Managerial Person | Non-Executive Director |
| Rajender Reddy Gankidi | Key Managerial Person | Independent Director |
| Soumen Bose (Independent Director upto January 02, 2024, Non-Executive Director w.e.f January 03, 2024) | Key Managerial Person | Non-Executive Director |
| Sneha Sankla | Key Managerial Person | Independent Director |
| Pramod Kumar Kapoor | Key Managerial Person | Independent Director |
| Amitabha Bhattacharya | Key Managerial Person | Chief Financial Officer |
| Chirag Partani (upto October 10, 2023) | Key Managerial Person | Company Secretary & Compliance Officer |
| Rekha Singh (With Effect From October 10, 2023) | Key Managerial Person | Company Secretary & Compliance Officer |
| Rakesh Kumar Gupta | Director's Relative | Executive |
| Parul Gupta | Director's Relative | Executive |
| Isha Gupta | Director's Relative | Executive |
| Ansh Golas | Director's Relative | Executive |
| **B) Subsidiary:** | | |
| Hariom Power and Energy Private Limited | | |
| **B) Enterprises owned or significantly influenced by key managerial personnel:** | | |
| Reo Solutions Pvt. Ltd. | | |
| Ansh Commerce Pvt. Ltd. | | |
| Lakshit Trade Link | | |
| Ultra Pipes | | |

#### C) The following transactions were carried out with related parties in ordinary course of business

(Rs. in Lakhs)

| Particulars | For the year ended March 31, 2025 | For the year ended March 31, 2024 |
|---|---|---|
| **(a) Employee benefits expense** | | |
| **(i) Short term employee benefits** | | |
| Salaries | | |
| Rupesh Kumar Gupta | 180.00 | 341.11 |
| Sailesh Gupta | 144.00 | 305.11 |
| Soumen Bose (Non-Executive Director w.e.f January 03, 2024) | 24.69 | 7.96 |
| Parul Gupta | 36.00 | 36.00 |
| Isha Gupta | 36.00 | 36.00 |
| Rakesh Kumar Gupta | 48.00 | 48.00 |
| Ansh Golas | 35.78 | 23.78 |
| Amitabha Bhattacharya | 42.98 | 42.98 |
| Chirag Partani | - | 9.64 |
| Rekha Singh | 14.18 | 6.52 |
| **Total** | **561.64** | **857.10** |

# NOTES TO STANDALONE FINANCIAL STATEMENTS
for the year ended March 31, 2025

(Rs. in Lakhs)

| Particulars | For the year ended March 31, 2025 | For the year ended March 31, 2024 |
|---|---|---|
| **(ii) Keymen insurance premium paid for** | | |
| Rupesh Kumar Gupta | 20.00 | 20.00 |
| Sailesh Gupta | 20.00 | 20.00 |
| **Total** | **40.00** | **40.00** |
| **(b) Director's sitting fees:** | | |
| Sunita Gupta | 1.50 | 0.55 |
| Pramod Kumar Kapoor | 2.65 | 1.60 |
| Rajender Reddy Gankidi | 2.70 | 2.15 |
| Soumen Bose | - | 1.60 |
| Sneha Sankla | 2.65 | 1.30 |
| **Total** | **9.50** | **7.20** |
| **(c) Rent Paid :** | | |
| Rupesh Kumar Gupta | 15.60 | 15.60 |
| Sailesh Gupta | 6.00 | 6.00 |
| **Total** | **21.60** | **21.60** |
| **(d) Sales of Goods** | | |
| Ultra Pipes | 4,191.70 | 3,193.82 |
| **(e) Purchase of Goods** | | |
| Ultra Pipes | 5,464.29 | 7,982.91 |
| **Total** | **5,464.29** | **7,982.91** |
| **(f) Money Received on Issue of Share Warrants** | | |
| Rupesh Kumar Gupta | 679.22 | - |
| Sailesh Gupta | 679.22 | - |
| Rakesh Kumar Gupta | 905.63 | - |
| **Total** | **2,264.06** | **-** |
| **(g) Issue of Equity Shares (incl. Premium) on Conversion of Share Warrants** | | |
| Rupesh Kumar Gupta | 905.63 | - |
| Sailesh Gupta | 905.63 | - |
| Rakesh Kumar Gupta | 1,207.50 | - |
| **Total** | **3,018.75** | **-** |
| **(h) Advance Recovery From Employees** | | |
| Ansh Golas | 4.20 | 4.20 |
| Amitabha Bhattacharya | 3.44 | 3.44 |
| Chirag Partani | - | 3.08 |
| **Total** | **7.64** | **10.72** |
| **(i) Unsecured Loans Taken** | | |
| Rupesh Kumar Gupta | - | 29.12 |
| **Total** | **-** | **29.12** |
| **(j) Investment in Subsidiary** | | |
| Hariom Power and Energy Private Limited | 10.00 | - |
| **Total** | **10.00** | **-** |
| **(k) Unsecured Loans repaid** | | |
| Rupesh Kumar Gupta | 29.12 | - |
| **Total** | **29.12** | **-** |
| **(l) Security deposit against Rent** | | |
| Ultra Pipes | 3,014.38 | - |
| **Total** | **3,014.38** | **-** |

# NOTES TO STANDALONE FINANCIAL STATEMENTS
for the year ended March 31, 2025

(Rs. in Lakhs)

| Particulars | For the year ended March 31, 2025 | For the year ended March 31, 2024 |
|---|---|---|
| **(m) Balances Outstanding at the end of the year** | | |
| **i. Outstanding Unsecured Loan (Long term Burrowings):** | | |
| Rupesh Kumar Gupta | - | 29.12 |
| **Total** | **-** | **29.12** |
| **ii. Expenses payable:** | | |
| Rupesh Kumar Gupta (Rent and Remuneration Payable) | 11.47 | 71.83 |
| Sailesh Gupta (Rent and Remuneration Payable) | 8.63 | 66.24 |
| Parul Gupta (Remuneration Payble) | 2.34 | 2.34 |
| Isha Gupta (Remuneration Payable) | 2.34 | 2.34 |
| Rakesh Kumar Gupta (Remuneration Payable) | 3.02 | 3.02 |
| **Total** | **27.80** | **145.76** |
| **iii. Advance to Employees**** | | |
| Ansh Golas | 5.32 | 9.11 |
| Amitabha Bhattacharya | 8.07 | 10.97 |
| **Total** | **13.38** | **20.08** |
| **iv. Payable to Wholly Owned Subsidiary towards Share Subscription** | | |
| Hariom Power and Energy Private Limited | 10.00 | - |
| **Total** | **10.00** | **-** |
| **v. Securtity deposit against Rent** | | |
| Ultra Pipes | 3,014.38 | - |
| **Total** | **3,014.38** | **-** |

** Note: Balances are after giving effect of Effective Interest Rate (EIR) as per provisions of IND AS 109

**32.2** The transactions with the related parties are made on an arms length transaction. Outstanding balances at the year end are unsecured and settlement occurs in cash.

**32.3** The Company has not recorded any impairment of receivables relating to amount owed by related parties nor made any provision for bad debts. This assessment is undertaken at the year end through examining the financial position of the related parties and the market in which the related parties operate.

## 33 CONTINGENT LIABILITIES AND COMMITMENTS

(Rs. in Lakhs)

| | Particulars | As at March 31, 2025 | As at March 31, 2024 |
|---|---|---|---|
| **33.1** | **Contingent liabilities not provided for in respect of:** | | |
| a. | Claims against the company not acknowledged as debts: | | |
| | Disputed tax demands* | 703.08 | 612.42 |
| | Civil Cases | 61.12 | - |
| b. | Bank Guarantees | 300.00 | - |
| | | **1,064.20** | **612.42** |
| **33.2** | **Capital & Other Commitments** | 12.62 | 118.31 |

**33.3** * ITAT has decided the appeal in company's favour by allowing the company's claim against the disputed demand of Rs.35.05 Lakhs(previous year Rs.35.05 Lakhs) included in the above amount as per its order dated October 5, 2016, pending appellate order effect as at the year end.

| 33.4 | As at March 31, 2025 | As at March 31, 2024 |
|---|---|---|
| Uncalled liability on Shares of subsidiary | 10.00 | - |

**33.5** The Company does not expect any reimbursements in respect of the above contingent liabilities.

**33.6** It is not practicable to estimate the timing of cash outflows, if any, in respect of matters at 32.1(a) above pending resolution of the legal proceedings. Further, the liability mentioned in 32.1(a) above excludes interest and penalty in cases where the company has determined that the possibility of such levy is remote.

# NOTES TO STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2025

## 34 SEGMENT REPORTING

Based on the management approach as defined in IND AS 108 – Operating Segments, the Chief Operating Decision Maker ("CODM") evaluates the company's performance and allocates resources based on an analysis of various indicators of business segment/s in which the company operates. The Company is primarily engaged in the business of Manufacturing & selling of Steel Products, which the management and CODM recognise as the sole business segment. Hence disclosure of segment-wise information is not required and accordingly not provided.

The other applicable information applicable where there is only one segment as required in accordance with IND AS 108 – Operating Segments, are as under:

**(a)** The company does not have the information in respect of the revenues from external customers for each product and service, or each group of similar products and services, and the cost to develop such system will be highly excessive. Accordingly such information is not disclosed as allowed by para 32 of IND AS 108.

**(b) Revenues**

(Rs. in Lakhs)

| Particulars | For the year ended March 31, 2025 | For the year ended March 31, 2024 |
|---|---|---|
| Domestic | 135,704.88 | 115,318.77 |
| Export | - | - |
| **Total** | **135,704.88** | **115,318.77** |

**(c)** The company boasts a diverse customer base with no single major customer or external group representing more than 10% of its revenue.

**(d)** The entire revenue is generated from customers located within India. There are no foreign revenues during the reporting periods.

**(e)** The carrying amount of segment assets located outside India as at March 31, 2025 consists of foreign bank account balances amounting to Rs. 3.85 lakhs (March 31, 2024: Nil). All other segment assets are located within India. This disclosure is made in accordance with Paragraph 33(b) of Ind AS 108.

## NOTE NO. 35: FINANCIAL INSTRUMENTS CLASSIFICATION BY CATEGORY

### (a) The carrying value and fair value of financial instruments at the end is as under:

**As at March 31, 2025**

(Rs. in Lakhs)

| 35.1 Particulars | (Refer Note No. To The Financial Statements) | At Cost | At Amortised Cost | At Fair Value Through Profit Or Loss | At Fair Value Through Other Compressive Income (OCI) | Total Carrying Value 31 March 2025 | Total Fair Value |
|---|---|---|---|---|---|---|---|
| **(1) Assets** | | | | | | | |
| **Non-Current Financial Assets** | | | | | | | |
| (I) Other Financial Assets | 4 | 435.48 | 435.48 | - | - | 435.48 | 435.48 |
| **Current Financial Assets** | | | | | | | |
| (I) Trade Receivables | 7 | 20,249.10 | 20,249.10 | - | - | 20,249.10 | 20,249.10 |
| (II) Cash And Cash Equivalents | 8(a) | 2,601.28 | 2,601.28 | - | - | 2,601.28 | 2,601.28 |
| (III) Bank Balances Other Than (Ii) Above | 8(b) | 2,477.35 | 2,477.35 | - | - | 2,477.35 | 2,477.35 |
| (IV) Other Financial Assets | 9 | 74.95 | 74.95 | - | - | 74.95 | 74.95 |
| **Total Financial Assets** | | **25,838.17** | **25,838.17** | **-** | **-** | **25,838.17** | **25,838.17** |
| **(2) Liabilities** | | | | | | | |
| **Non-Current Financial Liabilities** | | | | | | | |
| (I) Borrowings other than lease obligations | 13 | 9,329.56 | 9,329.56 | - | - | 9,329.56 | 9,329.56 |
| **Current Financial Liabilities** | | | | | | | |
| (I) Borrowings other than lease obligations | 16 | 30,702.63 | 30,702.63 | - | - | 30,702.63 | 30,702.63 |
| (II) Trade Payables | 16 | 18,638.77 | 18,638.77 | - | - | 18,638.77 | 18,638.77 |
| (III) Other Financial Liabilities | 18 | 1,105.51 | 1,105.51 | - | - | 1,105.51 | 1,105.51 |
| **Total Financial Liabilities** | | **59,776.47** | **59,776.47** | **-** | **-** | **59,776.47** | **59,776.47** |

# NOTES TO STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2025

## As at March 31, 2024

(Rs. in Lakhs)

| Particulars | (Refer Note No. To The Financial Statements) | At Cost | At Amortised Cost | At Fair Value Through Profit Or Loss | At Fair Value Through Other Compressive Income (OCI) | Total Carrying Value 31 March 2024 | Total Fair Value |
|---|---|---|---|---|---|---|---|
| **(1) Assets** | | | | | | | |
| **Non-Current Financial Assets** | | | | | | | |
| (I) Other Financial Assets | 4 | 1,303.78 | 1,303.78 | - | - | 1,303.78 | 1,303.78 |
| **Current Financial Assets** | | | | | | | |
| (I) Trade Receivables | 7 | 12,207.31 | 12,207.31 | - | - | 12,207.31 | 12,207.31 |
| (II) Cash And Cash Equivalents | 8(a) | 177.97 | 177.97 | - | - | 177.97 | 177.97 |
| (III) Bank Balances Other Than (Ii) Above | 8(b) | 3,001.00 | 3,001.00 | - | - | 3,001.00 | 3,001.00 |
| (IV) Other Financial Assets | 9 | 230.34 | 230.34 | - | - | 230.34 | 230.34 |
| **Total Financial Assets** | | **16,920.40** | **16,920.40** | **-** | **-** | **16,920.40** | **16,920.40** |
| **(2) Liabilities** | | | | | | | |
| **Non-Current Financial Liabilities** | | | | | | | |
| (I) Borrowings other than lease obligations | 13 | 11,970.82 | 11,970.82 | - | - | 11,970.82 | 11,970.82 |
| **Current Financial Liabilities** | | | | | | | |
| (I) Borrowings other than lease obligations | 16 | 25,117.72 | 25,117.72 | - | - | 25,117.72 | 25,117.72 |
| (II) Trade Payables | 16 | 1,890.80 | 1,890.80 | - | - | 1,890.80 | 1,890.80 |
| (III) Other Financial Liabilities | 18 | 1,059.53 | 1,059.53 | - | - | 1,059.53 | 1,059.53 |
| **Total Financial Liabilities** | | **40,038.87** | **40,038.87** | **-** | **-** | **40,038.87** | **40,038.87** |

The carrying amounts of trade receivables, trade payables, capital creditors and cash and cash equivalents and other bank balances are considered to be the same as their fair values, due to their short-term nature.

The fair values of non-current borrowings are based on discounted cash flows using a current borrowing rate. They are classified as level 3 fair values in the fair value hierarchy due to the use of unobservable inputs, including own credit risk.

For financial assets and liabilities that are measured at fair value, the carrying amounts are equal to the fair values.

### 35.2 Fair Value Measurement

#### (i) Fair Value hierarchy

Level 1 - Quoted Prices (Unadjusted) in active markets for identical assets or liabilities

Level 2 - Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from price)

Level 3 - Inputs for the assets or liabilities that are not based on observable market data (unobservable inputs)

## NOTE 36 FINANCIAL RISK MANAGEMENT

The Company's activities expose it to a variety of financial risks namely

- Market risk,
- Credit risk and
- Liquidity risk."

The Board of Directors has established a Risk Management Committee to oversee the company's Risk Management Framework. This committee is responsible for developing and monitoring the company's risk management policy. These policy aim to ensure timely identification and evaluation of risks, establish acceptable risk thresholds, map controls against these risks, monitor risks and their limits, enhance risk awareness and transparency. Regular reviews of risk management policy and systems are conducted to reflect changes in market conditions and company activities, providing reliable information to management and the board for evaluating the adequacy of the risk management framework in relation to the risks faced by the company.

# NOTES TO STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2025

## i. Credit risk

Credit risk is the risk of financial loss to the company if a customer or counterparty to a financial instrument fails to meet its contractual obligations. The company is exposed to the credit risk from its trade receivables, financial assets and other current assets. The maximum exposure to credit risk is equal to the carrying value of the financial assets. The objective of managing counterparty credit risk is to prevent losses in financial assets.

The history of trade receivables shows no provision for bad and doubtful debts. Therefore, the Company does not expect any material risk on account of nonperformance by any of the Company's counterparties. The assessment is carried out considering the segment of customer, impact seen in the demand outlook of these segments and the financial strength of the customers.

### Reconciliation of loss allowance provision – Trade receivables

| | | | |
|---|---|---|---|
| Opening balance | - | - | - |
| Changes in loss allowance | - | - | - |
| **Closing balance** | **-** | **-** | **-** |

## ii. Liquidity risk

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

Prudent liquidity risk management implies maintaining sufficient cash and the availability of funding through an adequate amount of committed credit facilities to meet obligations when due. Due to the dynamic nature of the underlying businesses, Company treasury maintains flexibility in funding by maintaining availability under committed credit lines.

Management monitors rolling forecasts of the Company's liquidity position (comprising the undrawn borrowing facilities) and cash and cash equivalents on the basis of expected future cash flows. This is generally carried out at unit level and monitored through corporate office of the Company in accordance with practice and limits set by the Company. These limits vary by location to take into account requirement, future cash flow and the liquidity in which the entity operates. In addition, the Company's liquidity management strategy involves projecting cash flows and considering the level of liquid assets necessary to meet these, monitoring balance sheet liquidity ratios against internal and external regulatory requirements and maintaining debt financing plans.

### (a) Maturities of financial liabilities

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

(Rs. in Lakhs)

| PARTICULARS | Carrying Amounts March 31, 2025 | Contractual cash flows | | | |
|---|---|---|---|---|---|
| | | Less than 1 year | 1–5 years | More than 5 years | Total |
| **Non-derivative financial liabilities** | | | | | |
| Borrowings (Current and Non Current) | 40,032.19 | 30,702.63 | 8,864.56 | 465.00 | 40,032.19 |
| Trade payables | 18,638.77 | 18,638.77 | - | - | 18,638.77 |
| Other current financial liabilities | 1,105.51 | 1,105.51 | - | - | 1,105.51 |
| **Total non-derivative liabilities** | **59,776.47** | **50,446.91** | **8,864.56** | **465.00** | **59,776.47** |

(Rs. in Lakhs)

| PARTICULARS | Carrying Amounts March 31, 2025 | Contractual cash flows | | | |
|---|---|---|---|---|---|
| | | Less than 1 year | 1–5 years | More than 5 years | Total |
| **Non-derivative financial liabilities** | | | | | |
| Borrowings (Current and Non Current) | 37,088.54 | 25,117.72 | 9,598.01 | 2,372.82 | 37,088.54 |
| Trade payables | 1,890.80 | 1,890.80 | - | - | 1,890.80 |
| Other current financial liabilities | 1,059.53 | 1,059.53 | - | - | 1,059.53 |
| **Total non-derivative liabilities** | **40,038.87** | **28,068.05** | **9,598.01** | **2,372.82** | **40,038.87** |

# NOTES TO STANDALONE FINANCIAL STATEMENTS
for the year ended March 31, 2025

### iii. Market risk

Market risk is the risk of any loss in future earnings, in realisable fair values or in future cash flows that may result from a change in the price of a financial instrument. The value of a financial instrument may change as result of changes in interest rates, foreign currency exchange rates, liquidity and other market changes. Future specific market movements can not be normally predicted with reasonable accuracy.

### iv. Foreign currency risk

The functional currency of the company is Indian Rupees (INR), but it engages in transactions denominated in foreign currencies, thereby exposing it to exchange rate fluctuations. These fluctuations impact the company's costs of imports, particularly concerning raw materials. Adverse movements in the exchange rate between the Rupee and foreign currencies increase the company's overall debt position in Rupee terms without the company incurring additional debt.

There has been no significant impact in Company's financial postition with change in exchange rates.

### v. Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company is exposed to interest rate risk because funds are borrowed at both fixed and floating interest rates. Interest rate risk is measured by using the cash flow sensitivity for changes in variable interest rate. The borrowings of the Company are principally denominated in rupees with a mix of fixed and floating rates of interest.

Currently the Company's borrowings are within acceptable risk levels, as determined by the management, hence the Company has not taken any swaps to hedge the interest rate risk.

The following table provides a break-up of the Company's fixed and floating rate borrowings:

(Figures in Lakhs)

| Particulars | 31-Mar-25 | 31-Mar-24 |
|---|---|---|
| Fixed rate borrowings | 176.43 | 209.93 |
| Floating rate borrowings | 39,722.62 | 36,725.64 |
| **Total borrowings** | **39,899.04** | **36,935.56** |
| **% of Floating rate burrowing to total loans** | **99.6%** | **99.4%** |

#### Cash flow sensitivity analysis for variable-rate instruments

The sensitivity analyses below have been determined based on the exposure to interest rates for floating rate liabilities assuming the amount of the liability outstanding at the year-end was outstanding for the whole year.

| PARTICULARS | Profit or loss | | Equity, net of tax | |
|---|---|---|---|---|
| | 50 bp increase | 50 bp decrease | 50 bp increase | 50 bp decrease |
| As at March 31, 2025 | | | | |
| Variable-rate instruments | 8.88% | 8.88% | | |
| Cash flow sensitivity | -198.61 | 198.61 | | |
| As at March 31, 2024 | | | | |
| Variable-rate instruments | 8.68% | 8.68% | | |
| Cash flow sensitivity | -183.63 | 183.63 | | |

#### Fair value sensitivity analysis for fixed-rate instruments

There is no foreign currency exposure

## NOTE NO 37 - DISCLOSURE PURSUANT TO IND AS 1 "PRESENTATION OF FINANCIAL STATEMENTS":

### (a) Current assets expected to be recovered within twelve months and after twelve months from the reporting date:

(Rs. in Lakhs)

| Sr. No. | Particulars | Note | As at March 31, 2025 | | | As at March 31, 2024 | | |
|---|---|---|---|---|---|---|---|---|
| | | | Within twelve months | After twelve months | Total | Within twelve months | After twelve months | Total |
| 1 | Inventories | 6 | 42,670.37 | - | 42,670.37 | 29,653.98 | - | 29,653.98 |
| 2 | Trade receivables | 7 | 20,249.10 | - | 20,249.10 | 12,207.31 | - | 12,207.31 |
| 3 | Other financial assets | 9 | 74.95 | - | 74.95 | 230.34 | - | 230.34 |
| 4 | Other current assets | 10 | 7,193.62 | - | 7,193.62 | 2,888.15 | - | 2,888.15 |

# NOTES TO STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2025

### (b) Current liabilities expected to be settled within twelve months and after twelve months from the reporting date:

(Rs. in Lakhs)

| Sr. No. | Particulars | Note | As at March 31, 2025 | | | As at March 31, 2024 | | |
|---|---|---|---|---|---|---|---|---|
| | | | Within twelve months | After twelve months | Total | Within twelve months | After twelve months | Total |
| 1 | Trade payables: | 17 | | | | | | |
| | Due to micro enterprises and small enterprises | | 74.50 | - | 74.50 | 97.47 | - | 97.47 |
| | Due to others | | 18,564.27 | - | 18,564.27 | 1,793.33 | - | 1,793.33 |
| 3 | Other financial liabilities | 18 | 1,105.51 | - | 1,105.51 | 1,059.53 | - | 1,059.53 |
| 4 | Other current liabilities | 19 | 676.81 | - | 676.81 | 283.10 | - | 283.10 |
| 5 | Provisions | 20 | 6.26 | - | 6.26 | 5.00 | | 5.00 |

## 38 VALUE OF FINANCIAL ASSETS AND INVENTORIES HYPOTHECATED AS COLLATERAL FOR LIABILITIES AND/OR COMMITMENTS AND/OR CONTINGENT LIABILITIES:

(Rs. in Lakhs)

| Particulars | As at March 31, 2025 | As at March 31, 2024 |
|---|---|---|
| Current: | | |
| Inventories and trade receivables | 62,919.46 | 41,861.29 |
| Cash and cash equivalents | 2,601.28 | 177.97 |
| Other current and financial assets | 7,268.57 | 3,118.49 |
| **Total inventories and current financial assets hypothecated as collateral** | **72,789.32** | **45,157.75** |
| Non-current: | | |
| Fixed Deposits | 421.65 | 1,290.40 |
| **Total non-current financial assets hypothecated as collateral** | **421.65** | **1,290.40** |

39 The Code on Social Security, 2020 ('Code') relating to employee benefits during employment and post-employment received Indian Parliament approval and Presidential assent in September 2020. The Code has been published in the Gazette of India and subsequently on November 13, 2020 draft rules were published and invited for stakeholders' suggestions. However, the date on which the Code will come into effect has not yet been notified. The Company will assess the impact of the Code when it comes into effect and will record any related impact in the period the Code becomes effective.

### Additional Regulatory Information:

## 40 TITLE DEEDS OF IMMOVABLE PROPERTY NOT HELD IN NAME OF THE COMPANY:

The title deeds of all the immovable properties (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee), as disclosed in Note 2(a) on Property, plant and equipment to the financial statements, are held in the name of the Company

41 There are no proceedings initiated or are pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder.

## 42 WILFUL DEFAULTER:

i. The Company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender

ii. The Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority

43 The Company has no transactions with companies struck off under section 248 of the Companies Act, 2013 or section 560 of the Companies Act, 1956.

44 The Registration of charge in respect of secured loans filed to ROC beyond the statutory period is NIL

45 The Company has complied with the number of layers precribed under clause (87) of Section 2 of the Act, read with Companies (Restriction on number of Layers) Rules 2017.

# NOTES TO STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2025

## 46 RATIOS ANALYSIS AND ITS ELEMENT

### i) Current Ratio

(Rs. in Lakhs)

| Particulars | As at March 31, 2025 | As at March 31, 2024 |
|---|---|---|
| Current Assets | 75,266.68 | 48,158.75 |
| Current Liabilities | 51,895.18 | 28,656.66 |
| **Ratio** | **1.45** | **1.68** |
| **% Change from previous period/year** | **-13.70%** | **-** |

### ii) Debt-Equity Ratio

(Rs. in Lakhs)

| Particulars | As at March 31, 2025 | As at March 31, 2024 |
|---|---|---|
| **(a) Total Debts** | | |
| Borrowings - Non - Current Financial Liability (Secured - Term loan) | 9,196.41 | 11,817.84 |
| Borrowings -Non - Current Financial Liability (Unsecured) | 133.15 | 152.98 |
| Borrowings - Current Financial Liability (Current maturities of Terms loan) | 2,714.96 | 2,925.80 |
| Borrowings - Current Financial Liability (Other Loan) | 27,987.67 | 22,191.92 |
| **Total Borrowings** | **40,032.19** | **37,088.54** |
| **(b) Total Equity** | **57,267.42** | **46,411.75** |
| **Debt-Equity Ratio = (a/b)** | **0.70** | **0.80** |
| **% Change from previous period/year** | **-12.52%** | |

### iii) Debt Service Coverage Ratio

(Rs. in Lakhs)

| Particulars | As at March 31, 2025 | As at March 31, 2024 |
|---|---|---|
| **(a) Earnings available for debt services** | | |
| Profit After Tax | 6,172.60 | 5,679.95 |
| Finance costs | 4,491.24 | 3,256.32 |
| Depreciation and amortisation expenses | 5,030.61 | 3,386.58 |
| **Total earnings available for debt services** | **15,694.46** | **12,322.84** |
| **(b) Interest and principal repayments** | | |
| Finance Costs | 4,491.24 | 3,256.32 |
| Repayment of Long term Debt for the current year | 2,869.69 | 1,654.01 |
| **Total interest and principal repayments** | **7,360.94** | **4,910.33** |
| **Debt Service Coverage Ratio = (a/b)** | **2.13** | **2.51** |
| **% Change from previous period/year** | **-15.04%** | **-** |

### iv) Inventory turnover ratio

(Rs. in Lakhs)

| Particulars | As at March 31, 2025 | As at March 31, 2024 |
|---|---|---|
| **(a) Cost of goods sold** | | |
| Cost of materials consumed | 1,10,683.93 | 94,641.61 |
| Changes in inventories of finished goods | (6,900.08) | (7,594.51) |
| **Total cost of goods sold** | **1,03,783.85** | **87,047.10** |

# NOTES TO STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2025

(Rs. in Lakhs)

| Particulars | As at March 31, 2025 | As at March 31, 2024 |
|---|---|---|
| **(b) Average inventories** | | |
| Opening inventories | 29,653.98 | 21,217.31 |
| Closing inventories | 42,670.37 | 29,653.98 |
| **Average inventories** | **36,162.17** | **25,435.65** |
| **Inventory turnover ratio = (a/b)** | **2.87** | **3.42** |
| **% Change from previous period/year** | **-16.14%** | **-** |

## v) Trade payables turnover ratio

(Rs. in Lakhs)

| Particulars | As at March 31, 2025 | As at March 31, 2024 |
|---|---|---|
| **(a) Credit purchases** | | |
| Purchases raw material | 1,11,761.00 | 94,887.01 |
| Purchase store and spares | 5,039.23 | 596.76 |
| **Total credit purchases** | **1,16,800.24** | **95,483.77** |
| **(b) Average trade payables** | | |
| Opening trade payables | 1,890.80 | 1,631.31 |
| Closing trade payables | 18,638.77 | 1,890.80 |
| **Average trade payables** | **10,264.79** | **1,761.05** |
| **Trade payables turnover ratio = (a/b)** | **11.38** | **54.22** |
| **% Change from previous period/year** | **-79.01%** | |

### Reason for change more than 25%

The ratio declined due to higher year-end trade payables arising from extended credit terms and timing of payments, leading to an increased average trade payable balance.

## vi) Trade Receivables turnover ratio

(Rs. in Lakhs)

| Particulars | As at March 31, 2025 | As at March 31, 2024 |
|---|---|---|
| **(a) Credit sales** | 1,35,704.88 | 1,15,318.77 |
| **(b) Average trade receivables** | | |
| Opening trade receivables | 12,207.31 | 8,611.68 |
| Closing trade receivables | 20,249.10 | 12,207.31 |
| **Average trade receivables** | **16,228.20** | **10,409.49** |
| **Trade receivable turnover ratio = (a/b)** | **8.36** | **11.08** |
| **% Change from previous period/year** | **-24.52%** | |

## vii) Net capital turnover ratio

(Rs. in Lakhs)

| Particulars | As at March 31, 2025 | As at March 31, 2024 |
|---|---|---|
| **(a) Sales** | 1,35,704.88 | 1,15,318.77 |
| **(b) Net working capital** | | |
| Current assets (A) | 75,266.68 | 48,158.75 |
| Current liabilities (B) | 51,895.18 | 28,656.66 |
| **Net working capital (C)= (A-B)** | **23,371.50** | **19,502.09** |
| **Net capital turnover ratio = (a/b)** | **5.81** | **5.91** |
| **% Change from previous period/year** | **-1.80%** | |

# NOTES TO STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2025

## viii) Net profit ratio

(Rs. in Lakhs)

| Particulars | As at March 31, 2025 | As at March 31, 2024 |
|---|---|---|
| (a) Net profit after tax | 6,172.60 | 5,679.95 |
| (b) Sales | 1,35,704.88 | 1,15,318.77 |
| **Net profit ratio = (a/b)** | **4.55%** | **4.93%** |
| **% Change from previous period/year** | **-7.65%** | |

## ix) Return on Equity Ratio

(Rs. in Lakhs)

| Particulars | As at March 31, 2025 | As at March 31, 2024 |
|---|---|---|
| (a) Net profit after tax | 6,172.60 | 5,679.95 |
| (b) Total equity | 57,267.42 | 46,411.75 |
| **Return on equity ratio = (a/b)** | **10.78%** | **12.24%** |
| **% Change from previous period/year** | **-11.93%** | |

## x) Return on capital employed

(Rs. in Lakhs)

| Particulars | As at March 31, 2025 | As at March 31, 2024 |
|---|---|---|
| **(a) EBIT** | | |
| Net profit after tax | 6,172.60 | 5,679.95 |
| Finance costs | 4,491.24 | 3,256.32 |
| Total tax expense | 2,137.62 | 2,056.30 |
| **Total EBIT** | **12,801.47** | **10,992.56** |
| **(b) Capital Employed** | | |
| Total equity | 57,267.42 | 46,411.75 |
| Borrowings - Financial liability(Secured - Term loan) | 9,196.41 | 11,817.84 |
| Borrowings - Financial liability (Unsecured) | 133.15 | 152.98 |
| **Total borrowings** | **9,329.56** | **11,970.82** |
| **Total capital employed** | **66,596.98** | **58,382.58** |
| **Return on Capital employed =(a/b)** | **19.22%** | **18.83%** |
| **% Change from previous period/year** | **2.09%** | |

## xi) Return on investment

(Rs. in Lakhs)

| Particulars | As at March 31, 2025 | As at March 31, 2024 |
|---|---|---|
| **(a) Total income** | | |
| Profit before tax (1 - tax rate) (A) | 6,218.71 | 5,789.19 |
| Finance costs (1 - tax rate) (B) | 3,360.89 | 2,436.77 |
| **Total income (a) = (A)+(B)** | **9,579.59** | **8,225.95** |
| **(b) Total assets** | **1,19,697.19** | **88,024.24** |
| **Return on investment = (a/b)** | **8.00%** | **9.35%** |
| **% Change from previous period/year** | **-14.36%** | |

# NOTES TO STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2025

47 There is no scheme of arrangements approved by the competent authority in terms of section 230 to 237 of the companies Act, 2013 during the year.

48 The Company has not advanced or loaned or invested funds to any other person or entities, including foreign entities (Intermediaries) with the understanding that the Intermediary shall (I) 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 (ii) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries

49 The Company has not received any fund from any person or entities, including foreign entities (Funding Party) with the understanding that the company shall (I) 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 (ii) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries

50 The Company has not surrendered or disclosed as income or the previously unrecorded income and related assets during the year in the tax assessments which are not recorded in the books of accounts of the company

51 The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year

## 52 DISCLOSURES UNDER RULE 11(F) OF THE COMPANY (AUDIT & AUDITORS) RULE, 2014 - DIVIDENDS

(a) Dividend is recognised as a liability in the books of account in the period in which it is approved by the shareholders. The Company declares and pays dividends in Indian Rupees.

(b) During the year ended March 31, 2024, the Company declared and paid a dividend of Rs.185.75 Lakhs (Rs. 0.60 per equity share), pursuant to the approval of shareholders at the Annual General Meeting held on September 23, 2024. The Company has complied with the provisions of Section 123 of the Companies Act, 2013 in this regard.

(c) The Board of Directors, at its meeting held on May 09, 2025, recommended a final dividend of Rs.0.61 per equity share (subject to applicable tax deduction at source) for the financial year ended March 31, 2025. The proposed dividend is subject to approval of the shareholders at the ensuing Annual General Meeting. Upon approval, the total cash outflow on account of dividend would amount to approximately Rs.188.90 Lakhs.

53 Previous year figures have been recasted/restated wherever necessary including those as required in keeping with revised Schedule III amendments

As per our report of even date annexed hereto.

**FOR R KABRA & CO. LLP**
Chartered Accountants
Firm Registration No: 104502W/W100721

Sd/-
**Deepa Rathi**
(Partner)
Membership No: 104808
UDIN : 25104808BMJHCA9890

Place : Hyderabad
Date : May 09, 2025

On behalf of the Board
**HARIOM PIPE INDUSTRIES LIMITED**

Sd/-
**Rupesh Kumar Gupta**
(Managing Director)
DIN 00540787

Sd/-
**Sailesh Gupta**
(Whole Time Director)
DIN 00540862

Sd/-
**Amitabha Bhattacharya**
(Chief Financial Officer)

Sd/-
**Rekha Singh**
(Company Secretary)
Membership No: A33986

Place: Hyderabad
Date : May 09, 2025

# INDEPENDENT AUDITOR'S REPORT

**TO,**

**The Members of Hariom Pipe Industries Limited**

## REPORT ON THE AUDIT OF THE CONSOLIDATED FINANCIAL STATEMENTS

### Opinion

We have audited the accompanying consolidated financial statements of Hariom Pipe Industries Limited (hereinafter referred to as the "Holding Company" or "the Company" or the "Parent Company"), and its subsidiary (Holding Company and its subsidiary together referred as "the Group") which comprise the Consolidated Balance Sheet as at March 31$^{st}$, 2025, Consolidated Statement of Profit and Loss (including Other Comprehensive Income), Consolidated Statement of Cash Flows and Consolidated Statement of Changes in Equity for the year ended on that date, and notes to the consolidated financial statements, including a summary of material accounting policies and other explanatory information (hereinafter referred to as "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 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 consolidated state of affairs of the Group as at March 31, 2025 and its consolidated profit including total comprehensive income, consolidated cash flows and consolidated changes in equity 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. 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 obtained by us 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 for the year ended March 31, 2025. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, 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.

| Sr. No. | Key Audit Matter | How our audit addressed the key audit matter |
|---|---|---|
| 1 | **Property, Plant and Equipment's (PPE)/ Capital Work in Progress (CWIP)** –<br>A. PPE Rs.42271.91 lakhs as at March 31, 2025 (Refer note -2(a)):<br>During the year, there has been substantial additions in the PPE. In view of the same, this was considered as a key audit matter so as to confirm the proper accounting of PPE, compliance with the INDAS 16, controls and monitoring procedure for capitalization of PPE and utilization of the funds raised for this purpose. | Our Audit procedures included the following:<br>i. For Addition to the PPE, we verified the Definitive Agreement with the major vendors and respective purchase orders.<br>ii. We selected the sample of vouchers for additions to the PPE during the year and verified the same.<br>iii. We verified correctness of the depreciation.<br>iv. We verified correctness of accounting and disclosure as per Ind AS read with schedule III of the Act. |
| | B. CWIP- Rs.1164.6 lakhs as at March 31, 2025 (Refer note 2(b))<br>The CWIP balance majorly includes the following projects undertaken by the Company:<br>a) The Company is developing a Sponge iron unit at Anantapur, Andra Pradesh which will increase the production of sponge iron.<br>b) The Company is expanding its capacity of existing 36,000 Metric Ton per annum (MTPA) to 72,000 (MTPA).<br>Since the amounts involved in the development of the above project was significant and material, the audit of the above area was considered to be a key audit matter for reporting purpose. | Our Audit procedures included the following:<br>i. We understood from the management details of the projects in process.<br>ii. We reviewed the project report issued by the professional appointed by bankers, to understand the progress of the project and observations.<br>iii. We reviewed the management's procedure to review the periodic progress of the projects based on certification by the project management consultants and correspondent running bills submitted by the contractors.<br>iv. Verification of invoices of the CWIP on sample basis as per applicable terms and conditions.<br>v. Verification of payments made by the accounts, based on the approval by the proper authorities and other terms and conditions.<br>vi. Discussion of audit observations with the management/ accounts and finance team for clarification as and when required. |

<table>
<tr><th>Sr. No.</th><th>Key Audit Matter</th><th>How our audit addressed the key audit matter</th></tr>
<tr><td>2</td><td>Share Capital:<br>i) Conversion of Share Warrants:<br>The Board of Directors had allotted of 33,55,625 Convertible Warrants (hereinafter "Warrants") on April 6, 2023, priced at Rs. 345/- per Warrant to be converted into equity share of Rs 10 each with a premium of Rs 335/- per equity share. Upon receipt of the full and final payment of share warrant as per the terms and conditions of allotment.<br>12,46,747 share warrants amounting to Rs. 32.26 Crore were received by the Company on the exercise of the option by the Warrant holders on January 3, 2024. Accordingly, 12,46,747 equity shares were allotted to those Warrant holders on January 3, 2024.<br>In the financial year ended March 31, 2025, a further 21,02,163 equity shares were allotted upon conversion of warrants, for which the Company received the remaining consideration of Rs. 5446.53 lakhs.<br>Since the amount involved is material and significant, audit of above area was considered to be key audit matter for reporting purpose</td><td>Our Audit procedures included the following:<br>i. review of the minute books of<br>• the board of directors and<br>• shareholders;<br>ii. referred the relevant provisions of the Companies Act 2013 read with the Companies (Share Capital and Debenture Rules) 2014, as applicable to ascertain whether the same have been complied with;<br>iii. reviewed compliance to applicable guidelines of SEBI regulations;<br>iv. review of various e-forms submitted to the Ministry of Corporate Affairs (MCA) in compliance with the provisions of the Companies Act 2013 and the relevant rules;<br>v. appropriate disclosure in the financial statements in accordance with the IND AS, and the requirements of schedule III</td></tr>
</table>

We have fulfilled the responsibilities described in the Auditors' responsibilities for the audit of the consolidated financial statements section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the consolidated financial statements. The results of our audit procedures, including the procedures performed to address the matters below, provide the basis for our audit opinion on the accompanying consolidated financial statements:

## Information Other than the Financial Statements and Auditor's Report Thereon

The Holding Company's Management and Board of Directors is responsible for the other information. The other information comprises the information included in the Company's Management Discussion and Analysis, Board's Report including annexures to Board's Report, Business Responsibility and Sustainability Report, Corporate Governance Report and Shareholder's Information, 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, compare with the financials statements of the subsidiary, to the extend it relates to these entities 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.

## Responsibility of Management and those charged with Governance 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 the preparation of these consolidated financial statements that give a true and fair view of the consolidated financial position, consolidated financial performance, including other comprehensive income, consolidated statement of cash flows and consolidated statement of changes in equity of the Group in accordance with the Ind AS, specified under Section 133 of the Act and other accounting principles generally accepted in India. 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 consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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 ability of each of the companies, to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the respective Board of Directors either intends to liquidate the Companies or to cease operations, or has no realistic alternative but to do so. The respective Management and Board of Directors of the Companies included in the Group are also responsible for overseeing the Group's financial reporting process.

## 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

# INDEPENDENT AUDITOR'S REPORT

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 control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Parent has adequate internal financial controls with reference to consolidated financial statement in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude, that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the 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 Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial statements of the companies 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 financial statements of those companies for which we are the independent auditors. We are responsible for our audit opinion. We are responsible for our audit opinion.

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 financial statements.

We communicate with those charged with governance of Parent and other company included in the consolidated financial statements for which we are the 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 for the year ended March 31, 2025 and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

## Other matters:

a) We did not audit the financial information of the liaison office of the Company, situated at Bangkok, Thailand, operating there since April 9, 2024 considered in these consolidated financial statements (of the holding company) which reflect total assets of Rs. 3.85 lakhs as at March 31, 2025, total revenue of Rs. Nil respectively for the financial year ended on that date in respect of the liaison office. The financial information of the said liaison office in Thailand has been prepared by the management and incorporated in the standalone financial statements of the parent company.

b) The consolidated financial statements include the audited financial statements and other financial information, in respect of the wholly owned subsidiary **"Hariom Power and Energy Private Limited"** whose audited financial statements include (before consolidation) total assets of Rs 10 lakhs as at March 31, 2025, total revenue of Rs 0 , comprehensive income/ (loss) of Rs 0 for the year ended on that date respectively and net cash outflow of Rs 0 for the year ended March 31, 2025 as considered in these consolidated financial statements.

Our opinion on the Statement in respect of above matters is not modified.

## Report on Other Legal and Regulatory Requirements

1. As required by Section 143(3) of the Act, and 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 relating to preparation of the consolidated financial statement.

    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 Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss including Other Comprehensive Income, the Consolidated Statement of Cash Flows and the Consolidated Statement of Changes in Equity dealt with by this Report are in agreement with the books of account maintained for the purpose of preparation of the consolidated financial statements.

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

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

f) With respect to the adequacy of the internal financial controls over financial reporting of the Group with reference to these consolidated financial statements and the operating effectiveness of such controls, refer to our separate Report in "Annexure A". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the internal financial controls over financial reporting with reference to consolidated financial statement of those companies.

g) 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, in our opinion and to the best of our information and according to the explanations given to us:

(i) The Consolidated Financial Statements disclosed the impact of pending litigations as on March 31, 2025 on its Consolidated financial position of the Group in its Consolidated financial statements. (Refer note no. 33)

(ii) The Group does not have any long-term contracts including derivatives contracts for which there were any material foreseeable losses.

(iii) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

h) i) The respective Management of the Parent and its subsidiary which is incorporated in India have represented that, to the best of their knowledge and belief, no funds (which are material either individually or in the aggregate),other than disclosed in notes to the consolidated financial statements, have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Holding Company or its Subsidiary company to or in any other person or entity, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Holding Company or its Subsidiary Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(ii) The respective Management of the Parent and its subsidiary which is incorporated in India have represented, that, to the best of their knowledge and belief, no funds (which are material either individually or in the aggregate) have been received by the Holding Company or its Subsidiary Company from any person or entity, including foreign entity ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Holding Company or its Subsidiary 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;

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

i) The Dividend paid by the Holding Company during the year is in compliance with the provision of Section 123 of the Act, as applicable.

j) 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 Holding Company to its directors during the year is in accordance with the provisions of section 197 of the Act.

k) Based on our examination which included test checks, the holding company has used an accounting software (Bizsol ERP) for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the said software. Further, during the course of our audit, we did not come across any instance of audit trail feature being tampered with and the audit trail has been preserved by the company as per the statutory requirements for record retention.

l) With respect to the matters specified in paragraphs 3(xxi) of the Companies (Auditor's Report) Order, 2020 (the "Order"/ "CARO") issued by the Central Government in terms of Section 143(11) of the Act, to be included in the Auditor's report and according to the information and explanations given to us, and based on the CARO report of the Subsidiary Company, included in the Consolidated Financial Statements to which reporting under CARO is applicable. We report that there are no qualification or adverse remarks given in the CARO report of the Subsidiary Company.

**For R Kabra & Co LLP**
**Chartered Accountants**
(Firm Registration No. 104502W/W100721)

Sd/-
**Deepa Rathi**
(Partner)
**Membership No.:** 104808
**UDIN:** 25104808BMJHCB6968

Place: Mumbai
Date: May 09, 2025

# ANNEXURE "A"

TO THE INDEPENDENT AUDITOR'S REPORT

## REPORT ON THE INTERNAL FINANCIAL CONTROLS OVER FINANCIAL REPORTING 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 consolidated financial statement of HARIOM PIPE INDUSTRIES LIMITED (herein after called as "Holding Company") and its subsidiary company as of 31st March, 2025 in conjunction with our audit of the Consolidated financial statements of the Company for the year ended on that date.

In our opinion, the Holding Company and its Subsidiary has, in all material respects, adequate internal financial controls with reference to consolidated financial statements and such internal financial controls were operating effectively as at 31st March 2024, based on the internal financial controls with reference to Consolidated financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (the "Guidance Note").

### Management's Responsibility for Internal Financial Controls

The Respective Board of Directors of the holding company and its subsidiary company are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") 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.

### Auditor's Responsibility

Our responsibility is to express an opinion on the internal financial controls over financial reporting of the Holding company and subsidiary company, with reference to these Consolidated Financial Statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting with reference to these 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 system over financial reporting with reference to these Consolidated Financial Statements and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting with reference to these Consolidated Financial Statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

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

### Meaning of Internal Financial Controls Over Financial Reporting

A Company's internal financial control over financial reporting with reference to these 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 Company's internal financial control over financial reporting with reference to these 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 Company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of Consolidated financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the 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 Consolidated financial statements.

**Inherent Limitations of Internal Financial Controls Over Financial Reporting with reference to these Consolidated Financial Statements.**

Because of the inherent limitations of internal financial controls over financial reporting with reference to these 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 over financial reporting with reference to these Consolidated Financial Statements to future periods are subject to the risk that the internal financial control over financial reporting with reference to these 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, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting with reference to these Consolidated Financial Statements and such internal financial controls over financial reporting were operating effectively as at 31st March, 2025, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the ICAI.

**For R Kabra & Co LLP**
**Chartered Accountants**
(Firm Registration No. 104502W/W100721)

Sd/-
**Deepa Rathi**
(Partner)
**Membership No.:** 104808
**UDIN:** 25104808BMJHCB6968

Place: Mumbai
Date: May 09, 2025

# CONSOLIDATED BALANCE SHEET

as at March 31, 2025

(Rs. in Lakhs)

| Particulars | Note No. | As at March 31, 2025 | As at March 31, 2024 |
|---|---|---|---|
| **ASSETS** | | | |
| **Non-current assets** | | | |
| (a) Property, plant and equipment | 2(a) | 42,271.91 | 36,505.41 |
| (b) Capital work-in-progress | 2(b) | 1,164.60 | 1,314.31 |
| (c) Right of use assets | 2(c) | 102.01 | 112.65 |
| (d) Intangible Assets | 2(d) | 8.79 | 4.21 |
| (e) Financial Assets | | | |
| (ii) Other financial assets | 3 | 435.48 | 1,303.78 |
| (f) Other non-current assets | 4 | 437.73 | 625.12 |
| **Total Non Current Assets** | | **44,420.51** | **39,865.48** |
| **Current assets** | | | |
| (a) Inventories | 5 | 42,670.37 | 29,653.98 |
| (b) Financial assets | | | |
| (i) Trade receivables | 6 | 20,249.10 | 12,207.31 |
| (ii) Cash and cash equivalents | 7(a) | 2,601.28 | 177.97 |
| (iii) Bank balances other than (ii) above | 7(b) | 2,477.35 | 3,001.00 |
| (iv) Other financial assets | 8 | 74.95 | 230.34 |
| (c) Other current assets | 9 | 7,193.62 | 2,888.15 |
| **Total Current Assets** | | **75,266.68** | **48,158.75** |
| **Total Assets** | | **119,687.19** | **88,024.24** |
| **EQUITY AND LIABILITIES** | | | |
| Equity | | | |
| (a) Equity share capital | 10 | 3,096.73 | 2,886.51 |
| (b) Other equity | 11 | 54,170.69 | 43,525.24 |
| **Total Equity** | | **57,267.42** | **46,411.75** |
| **LIABILITIES** | | | |
| Non-current liabilities | | | |
| (a) Financial liabilities | | | |
| (i) Borrowings | 12 | 9,329.56 | 11,970.82 |
| (ia) Lease liabilities | 2(c) | 111.20 | 117.03 |
| (b) Provisions | 13 | 71.67 | 44.33 |
| (c) Deferred tax liabilities (Net) | 14 | 1,022.16 | 823.64 |
| **Total Non Current Liabilities** | | **10,534.59** | **12,955.82** |
| Current liabilities | | | |
| (a) Financial Liabilities | | | |
| (i) Borrowings | 15 | 30,702.63 | 25,117.72 |
| (ia) Lease liabilities | 2(c) | 5.82 | 4.71 |
| (ii) Trade payables | 16 | | |
| (A) total outstanding dues of micro enterprises and small enterprises; and | | 74.50 | 97.47 |
| (B) total outstanding dues of creditors other than micro enterprises and small enterprises. | | 18,564.27 | 1,793.33 |
| (iii) Other financials liabilities | 17 | 1,095.51 | 1,059.53 |
| (b) Other current liabilities | 18 | 676.81 | 283.10 |
| (c) Provisions | 19 | 6.26 | 5.00 |
| (d) Current tax liabilities (Net) | 20 | 759.37 | 295.79 |
| **Total Current Liabilities** | | **51,885.18** | **28,656.66** |
| **Total Equity and Liabilities** | | **119,687.19** | **88,024.24** |
| Material accounting policies and notes to accounts | 1 to 54 | | |

As per our report of even date annexed hereto.

**FOR R KABRA & CO. LLP**
Chartered Accountants
Firm Registration No: 104502W/W100721

Sd/-
**Deepa Rathi**
(Partner)
Membership No: 104808
UDIN : 25104808BMJHCA9890

Place : Hyderabad
Date : May 09, 2025

On behalf of the Board
**HARIOM PIPE INDUSTRIES LIMITED**

Sd/-
**Rupesh Kumar Gupta**
(Managing Director)
DIN 00540787

Sd/-
**Sailesh Gupta**
(Whole Time Director)
DIN 00540862

Sd/-
**Amitabha Bhattacharya**
(Chief Financial Officer)

Sd/-
**Rekha Singh**
(Company Secretary)
Membership No: A33986

Place: Hyderabad
Date : May 09, 2025

# CONSOLIDATED STATEMENT OF PROFIT AND LOSS

for the year ended March 31, 2025

(Rs. in Lakhs)

| | Particulars | Note No. | For the year ended March 31, 2025 | For the year ended March 31, 2024 |
|---|---|---|---|---|
| I | Revenue from operations | 21 | 135,704.88 | 115,318.77 |
| II | Other income | 22 | 289.47 | 519.71 |
| **III** | **Total Income (I+II)** | | **135,994.35** | **115,838.47** |
| **IV** | **EXPENSES** | | | |
| | Cost of materials consumed | 23 | 110,683.93 | 94,641.61 |
| | Purchase Stock in Trade | | 977.62 | 1,583.99 |
| | Changes in inventories of finished goods, stock-in-trade and work-in-progress | 24 | (6,900.08) | (7,594.51) |
| | Employee benefits expense | 25 | 5,039.95 | 4,467.89 |
| | Finance costs | 26 | 4,491.24 | 3,256.32 |
| | Depreciation and amortization expenses | 2 | 5,030.61 | 3,386.58 |
| | Power and fuel | | 6,477.24 | 6,902.96 |
| | Other expenses | 27 | 1,883.62 | 1,457.39 |
| | **Total expenses (IV)** | | **127,684.13** | **108,102.23** |
| **V** | **Profit before tax (III-IV)** | | 8,310.22 | 7,736.25 |
| **VI** | **Tax expense:** | 28 | | |
| | (1) Current tax | | 1,938.73 | 1,605.81 |
| | (2) Deferred tax | | 198.83 | 397.97 |
| | (3) Tax related to earlier tax period | | 0.06 | 52.52 |
| | **Total Tax Expense (VI)** | | **2,137.62** | **2,056.30** |
| **VII** | **Profit for the period from continuing operations (V-VI)** | | **6,172.60** | **5,679.95** |
| VIII | Profit/(loss) from discontinued operations | | - | - |
| IX | Tax expenses of discontinued operations | | - | - |
| **X** | **Profit from discontinued operations (after tax) (VIII-IX)** | | - | - |
| **XI** | **Profit for the period (VII+X)** | | **6,172.60** | **5,679.95** |
| **XII** | **Other Comprehensive Income** | | | |
| | A. (i) Items that will not be reclassified to profit or loss | | | |
| | Remeasurements of post employment benefit obligation | | 1.25 | (5.44) |
| | Income tax relating to items that will not be reclassified to profit or loss | | (0.32) | 1.37 |
| | B. (i) Items that will be reclassified to profit or loss | | - | - |
| | (ii) Income tax relating to items that will be reclassified to profit or loss | | - | - |
| **XIII** | **Total Comprehensive Income for the Year (XI+XII)** | | **6,171.66** | **5,684.02** |
| **XIV** | **Earnings per equity share (Face Value of Rs. 10 Each) (for continuing operation):** | 29 | | |
| | (1) Basic | | 20.25 | 20.34 |
| | (2) Diluted | | 19.93 | 18.34 |
| | Material accounting policies and notes to accounts | 1 to 54 | | |

As per our report of even date annexed hereto.

**FOR R KABRA & CO. LLP**
Chartered Accountants
Firm Registration No: 104502W/W100721

Sd/-
**Deepa Rathi**
(Partner)
Membership No: 104808
UDIN : 25104808BMJHCA9890

Place : Hyderabad
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(Chief Financial Officer)

Sd/-
**Rekha Singh**
(Company Secretary)
Membership No: A33986

Place: Hyderabad
Date : May 09, 2025

# CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

for the year ended March 31, 2025

## A. EQUITY SHARE CAPITAL

### As at March 31, 2025

(Rs. in Lakhs)

| Opening balance as at April 1, 2024 | | Changes in Equity Share Capital due to prior period errors | | Restated balance as at April 1, 2024 | | Changes in equity share capital during the current period | | **Balance as at March 31, 2025** | |
|---|---|---|---|---|---|---|---|---|---|
| No. of Shares | Amount | No. of Shares | Amount | No. of Shares | Amount | No. of Shares | Amount | **No. of Shares** | **Amount** |
| 28,865,126 | 2,886.51 | - | - | 28,865,126 | 2,886.51 | 2,102,163 | 210.22 | 30,967,289 | 3,096.73 |

### As at March 31, 2024

(Rs. in Lakhs)

| Opening balance as at April 1, 2023 | | Changes in Equity Share Capital due to prior period errors | | Restated balance as at April 1, 2023 | | Changes in equity share capital during the current period | | Balance as at March 31, 2024 | |
|---|---|---|---|---|---|---|---|---|---|
| No. of Shares | Amount | No. of Shares | Amount | No. of Shares | Amount | No. of Shares | Amount | No. of Shares | Amount |
| 27,615,629 | 2,761.56 | - | - | 27,615,629 | 2,761.56 | 1,249,497 | 124.95 | 28,865,126 | 2,886.51 |

## B. OTHER EQUITY

### (1) For the year ended March 31, 2025

(Rs. in Lakhs)

| Particulars | **Share Application Money pending Allotment** | **Equity component of compound financial instruments** | **Capital Redemption Reserves** | **Reserves and surplus** | | | **Money received against Share Warrants** | **Total** |
|---|---|---|---|---|---|---|---|---|
| | | | | **Capital Reserve** | **Securities premium** | **Retained Earnings** | | |
| Balance as at April 1, 2024 | 0.00 | 84.19 | 36.62 | - | 24,273.15 | 17,312.37 | 1,818.91 | 43,525.24 |
| Changes in accounting policy/ prior period errors | - | - | - | - | - | - | - | - |
| **Restated balance at the beginning of the current reporting period** | **0.00** | **84.19** | **36.62** | | **24,273.15** | **17,312.37** | **1,818.91** | **43,525.24** |
| Additions during the year: | | | | | | | | |
| (a) Total Comprehensive Income for the year | - | - | - | - | - | 6,171.66 | - | 6,171.66 |
| (b) Dividend | - | - | - | - | - | (185.75) | - | -185.75 |
| (c) Premium on issue of equity shares | - | - | - | - | - | - | - | - |
| (d) Premium on Conversion of Warrants to equity shares | - | - | - | - | 7,042.25 | - | - | 7,042.25 |
| (e) Share issue expenses | - | - | - | - | (569.59) | - | - | -569.59 |
| (f) Share Application Money pending Allotment (Equities and Warrants) | - | - | - | - | - | - | - | - |
| (g) Money Reveived Against Share Warrants | - | - | - | - | - | - | 5,439.35 | 5,439.35 |
| (h) Share Warrants converted into equity Shares | - | - | - | - | - | - | (7,252.46) | -7,252.46 |
| (i) Forfeiture of Share Warrant Money on Non-Exercise of Conversion Option | - | - | - | 5.79 | - | - | (5.79) | - |
| | - | - | - | 5.79 | 6,472.65 | 5,985.91 | (1,818.91) | 10,645.44 |
| **Balance as at March 31, 2025** | **0.00** | **84.19** | **36.62** | **5.79** | **30,745.80** | **23,298.28** | **-** | **54,170.69** |

# CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

for the year ended March 31, 2025

## (2) For the year ended March 31, 2024

(Rs. in Lakhs)

| Particulars | Share Application Money pending Allotment | Equity component of compound financial instruments | Capital Redemption Reserves | Reserves and surplus | | | Money received against Share Warrants | Total |
|---|---|---|---|---|---|---|---|---|
| | | | | Capital Reserve | Securities premium | Retained Earnings | | |
| Balance as at April 1, 2023 | 15.09 | 84.19 | 36.62 | | 20,103.09 | 11,628.36 | 2,887.76 | 34,755.10 |
| Changes in accounting policy/ prior period errors | - | - | - | | - | - | | - |
| **Restated balance at the beginning of the current reporting period** | **15.09** | **84.19** | **36.62** | | **20,103.09** | **11,628.36** | **2,887.76** | **34,755.10** |
| Additions during the year: | | | | | | | | |
| (a) Total Comprehensive Income for the year | - | - | - | - | - | 5,684.02 | - | 5,684.02 |
| (b) Premium on issue of shares | - | - | - | - | 9.21 | - | - | 9.21 |
| (c) Share issue expenses | - | - | - | - | 4,176.60 | - | - | 4,176.60 |
| (d) CRR Created on redemption of Preference Share Capital | - | - | - | - | (15.75) | - | - | -15.75 |
| (e) Equity Component transferred to Retained Earnings | (15.09) | - | - | - | - | - | - | -15.09 |
| (f) Share Application Money pending Allotment (Equities and Warrants) | - | - | - | - | - | - | 3,232.43 | 3,232.43 |
| (g) Money Reveived Against Share Warrants | - | - | - | - | - | - | (4,301.28) | -4,301.28 |
| | **(15.09)** | **-** | **-** | **-** | **4,170.06** | **5,684.02** | **(1,068.85)** | **8,770.14** |
| **Balance as at March 31, 2024** | **0.00** | **84.19** | **36.62** | **-** | **24,273.15** | **17,312.37** | **1,818.91** | **43,525.24** |

Description of the purposes of each reserves within equity (Refer note no. 11.1 to 11.3)

As per our report of even date annexed hereto.

**FOR R KABRA & CO. LLP**
Chartered Accountants
Firm Registration No: 104502W/W100721

Sd/-
**Deepa Rathi**
(Partner)
Membership No: 104808
UDIN : 25104808BMJHCA9890

Place : Hyderabad
Date : May 09, 2025

On behalf of the Board
**HARIOM PIPE INDUSTRIES LIMITED**

Sd/-
**Rupesh Kumar Gupta**
(Managing Director)
DIN 00540787

Sd/-
**Sailesh Gupta**
(Whole Time Director)
DIN 00540862

Sd/-
**Amitabha Bhattacharya**
(Chief Financial Officer)

Sd/-
**Rekha Singh**
(Company Secretary)
Membership No: A33986

Place: Hyderabad
Date : May 09, 2025

# CONSOLIDATED STATEMENT OF CASH FLOWS

for the year ended March 31, 2025

(Rs. in Lakhs)

| Particulars | For the year ended March 31, 2025 | For the year ended March 31, 2024 |
|---|---|---|
| **A. CASH FLOW FROM OPERATING ACTIVITIES** | | |
| Net Profit/(Loss) before tax for the year | 8,310.22 | 7,736.25 |
| Adjustments for: | | |
| Interest income | (243.69) | (383.18) |
| Profit on sale of Property, Plant and Equipment | (24.89) | (7.19) |
| Depreciation and amortization expenses | 5,030.61 | 3,386.58 |
| Finance Charges other than interest on CFI | 4,481.95 | 3,247.68 |
| Interest on CFI | 9.29 | 8.64 |
| **Operating profit before working capital changes** | **17,563.50** | **13,988.78** |
| **Movement in working capital:** | | |
| (Increase)/Decrease Trade & other receivables | (12,413.65) | (3,732.60) |
| (Increase)/Decrease Inventories | (13,016.39) | (8,436.67) |
| Increase/(Decrease) Trade payables & other liabilities | 17,195.00 | 480.47 |
| **Cash Generated From Movement in working capital** | **(8,235.04)** | **(11,688.80)** |
| Less: Income taxes paid | (1,475.20) | (1,804.43) |
| **Net cash flow From Operating Activities (A)** | **7,853.26** | **495.54** |
| **B CASH FLOW FROM INVESTING ACTIVITIES** | | |
| Purchase of Property, Plant & Equipment (Including Capital Advances) | (10,585.08) | (23,129.59) |
| Sale of Property, Plant & Equipment | 80.21 | 19.50 |
| (Increase)/ decrease in Capital-work-in progress | 149.71 | 9,004.41 |
| Purchase of Intangible Assets | (7.96) | (3.19) |
| (Increase)/decrease in deposits | 1,659.63 | (4,197.36) |
| Interest received | 131.84 | 147.21 |
| **Net cash flow used in Investing Activities - (B)** | **(8,571.64)** | **(18,159.02)** |
| **C CASH FLOW FROM FINANCING ACTIVITIES** | | |
| Proceeds from Equity Shares (Refer Note 10.5) | - | 0.03 |
| Proceeds from issue of Share Warrants (Refer Note 11.2) | 5,439.35 | 3,225.96 |
| Securities premium on issue of shares (Refer Note 11.3.2) | - | 0.84 |
| Issue Expenses amortised with securities premium | (569.59) | (15.75) |
| Dividend Paid | (185.75) | - |
| Long term borrowings - Term loans from banks and others | 21.50 | 1,753.26 |
| Repayment of long term borrowings - Term loans from banks and others | (2,869.69) | (1,654.01) |
| Proceed/(Repayment) in Other Borrowings | (33.83) | 24.81 |
| Proceed/(Repayment) in short term borrowings - working capital loans | 5,795.75 | 7,322.80 |
| Finance Charges other than interest on CFI | (4,466.03) | (3,220.76) |
| **Net cash flow from Financing Activities (C)** | **3,131.69** | **7,437.18** |
| Net increase/(decrease) in Cash & cash equivalents (A+B+C) | 2,413.31 | (10,226.30) |
| Opening Balances of Cash and cash equivalents | 177.97 | 10,404.27 |
| **Closing Balances of Cash and cash equivalents** | **2,591.28** | **177.97** |

# CONSOLIDATED STATEMENT OF CASH FLOWS

for the year ended March 31, 2025

Notes:

1 Statement of Cash Flows has been prepared under the indirect method as set out in the IND AS "Statement of Cash Flows" as prescribed in the Companies (Indian Accounting Standards), Rules 2015

2 Components of cash and cash equivalents

(Rs. in Lakhs)

| Particulars | For the year ended March 31, 2025 | For the year ended March 31, 2024 |
|---|---|---|
| Cash on Hand | 10.96 | 23.64 |
| Balance with Banks: | | |
| On Current Accounts | 2,590.32 | 154.34 |
| **Total cash and cash equivalents (refer note 8(a))** | **2,601.28** | **177.97** |

3 Previous year figures have been regrouped/reclassified wherever considered necessary

As per our report of even date annexed hereto.

**FOR R KABRA & CO. LLP**
Chartered Accountants
Firm Registration No: 104502W/W100721

Sd/-
**Deepa Rathi**
(Partner)
Membership No: 104808
UDIN : 25104808BMJHCA9890

Place : Hyderabad
Date : May 09, 2025

On behalf of the Board
**HARIOM PIPE INDUSTRIES LIMITED**

Sd/-
**Rupesh Kumar Gupta**
(Managing Director)
DIN 00540787

Sd/-
**Sailesh Gupta**
(Whole Time Director)
DIN 00540862

Sd/-
**Amitabha Bhattacharya**
(Chief Financial Officer)

Sd/-
**Rekha Singh**
(Company Secretary)
Membership No: A33986

Place: Hyderabad
Date : May 09, 2025

# NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2025

## COMPANY BACKGROUND:

Hariom Pipe Industries Limited ("the Company" or "the Holding Company"), established in 2007, is a public limited company incorporated in India. The Company is a prominent manufacturer of high-quality steel products in India, including mild steel (MS) pipes, scaffolding, Galvanized Pipes/Coil and Cold Roll Pipes/Coil. The integrated operations of the company from producing raw materials like sponge iron and billets to final products i.e. pipes, scaffolding, HR strips ensure stringent quality control and cost efficiency.

The state-of-the-art facilities and robust distribution network of the Group across south India allow it to meet the diverse needs of construction and infrastructure sectors. Its customer centric approach with the priority to the customer satisfaction the dedication to innovation and excellence and continuously expanding the product range, enhancing production capabilities to support India's infrastructure development as a corporate citizen provides the company ample growth opportunities to be a leading manufacturing in its peer group.

The Company has four manufacturing facilities located at:

a) Works 3-45/1, Sy.No.62 & 63, Sheriguda Paddayapally (G.P.) Balanagar Mahbubnagar, Telangana (PIN: 509202)

b) Survey number 98, D Hirehal Village, Ananthapur, Andhra Pradesh. (PIN: 515872)

c) Plot No. B-15 to B-28, SIPCOT INDL, Growth Centre, Perundurai Erode, Tamil Nadu. (PIN: 638052)

d) Sy.No.39, Sheriguda Paddayapally (G.P.) Balanagar Mahbubnagar, Telangana (PIN: 509202)

The Company is listed on Bombay Stock Exchange (BSE) (BSE scrip code-543517) and National Stock Exchange (NSE) (NSE symbol-HARIOMPIPE) since April 13, 2022.

## 1. MATERIAL ACCOUNTING POLICIES

### (a) Statement of compliance:

The consolidated financial statements have been prepared in accordance with the provisions of the Companies Act, 2013 and the Indian Accounting Standards ("Ind AS") notified under the Companies (Indian Accounting Standards) Rules, 2015, as amended, issued by Ministry of Corporate Affairs under section 133 of the Companies Act 2013 ("the Act"). In addition, the Guidance Notes/announcements issued by the Institute of Chartered Accountants of India (ICAI) from time to time are also applied except where compliance with other statutory promulgations require a different treatment. These consolidated financials statements have been approved for issue by the Board of Directors at their meeting held on May 09, 2025.

### (b) Basis of preparation:

The Group maintains accounts on accrual basis following the historical cost convention, except for certain financial instruments that are measured at fair value in accordance with the requirement of Ind AS. The carrying value of all the items of property, plant and equipment and investment property as on date of transition is considered as the deemed cost. Fair value measurements under Ind AS are categorized as below based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurement in its entirety:

Level 1 - inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the group can access at measurement date;

Level 2 - inputs are inputs, other than quoted prices included in level 1, that are observable for the asset or liability, either directly or indirectly; and

Level 3 - inputs are unobservable inputs for the valuation of assets/liabilities

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the Group takes into account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date. Fair value for measurement and/or disclosure purposes in these financial statements is determined on such a basis, except for leasing transactions that are within the scope of Ind AS 116, and measurements that have some similarities to fair value but are not fair value, such as net realizable value in Ind AS 2 or value in use in Ind AS 36.

### Principles of consolidation

The Group consolidates all entities over which it has control. Control is established when the Group:

- has power over the investee;
- is exposed, or has rights, to variable returns from its involvement with the investee; and
- has the ability to use its power over the investee to affect the amount of its returns.

Entities are consolidated from the date on which control is established and are excluded from consolidation from the date control ceases.

- The consolidated financial statements have been prepared on the following basis:

  – The financial statements of the subsidiary have been drawn up to the same reporting date as that of the Holding Company, i.e., March 31, 2025.

  – The financial statements of the Holding Company and its subsidiary have been combined on a line-by-line basis by aggregating like items of assets, liabilities, income, and expenses. All intra-group balances, transactions, and unrealised profits/losses arising from intra-group transactions are eliminated in full.

  – The excess of cost of investment over the Holding Company's share in the net assets of the subsidiary, as on the date of acquisition, is recognised as 'Goodwill'. If the share in net assets exceeds the cost of investment, the difference is recognised as 'Capital Reserve'.

  – Goodwill is allocated to individual subsidiaries and tested for impairment annually. It is not amortised.

# NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2025

– Non-controlling interests, where applicable, are presented separately in the consolidated financial statements within equity. Total comprehensive income is attributed to the owners of the Company and to the non-controlling interests, even if it results in a deficit balance for the non-controlling interests.

The subsidiary considered in the preparation of these consolidated financial statements is as under:

| Name of Subsidiary | Country of Incorporation | Relationship | % of Ownership | Date from which consolidated |
|---|---|---|---|---|
| Hariom Power and Energy Private Limited | India | Wholly Owned Subsidiary | 100% | March 19, 2025 |

### (c) Presentation of Financial Statements

The consolidated Balance Sheet, the consolidated Statement of Profit and Loss and the consolidated Statement of Changes in Equity are prepared and presented in the formats prescribed under Schedule III Division (ii) to the Act. The Statement of cash flows is prepared and presented as per the requirements of Ind AS 7 "Statement of Cash flows". The disclosure requirements with respect to items in the consolidated Balance Sheet, consolidated Statement of Profit and Loss and consolidated Statement of Change in Equity as prescribed in the Schedule III Division (ii) to the Act, are presented by way of notes forming part of the financial statements along with the other notes required to be disclosed under the notified IND AS.

### (d) Use of estimates and critical accounting judgments:

In preparation of these consolidated financial statements, the Group makes judgments in the application of accounting policies, estimates and assumptions which affects the carrying values of assets and liabilities that are not readily available/apparent from other sources. The estimates and the associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and the underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised, and future periods affected.

The following are the critical judgments, apart from those involving estimations that the directors have made in the process of applying the Group's accounting policies and that have the most significant effect on the amounts recognised in the consolidated financial statements.

#### Deferred income tax assets and liabilities:

Significant management judgment is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and the level of future taxable profits.

The amount of total deferred tax assets/ (Liabilities) could change if estimates of projected future taxable income or if tax regulations undergo a change.

#### Income Taxes:

Deferred tax assets are recognized to the extent that it is regarded as probable that deductible temporary differences can be realized. The Group estimates deferred tax assets and liabilities based on current tax laws and rates and in certain cases, business plans, including management's expectations regarding the manner and timing of recovery of the related assets. Changes in these estimates may affect the amount of deferred tax liabilities or the valuation of deferred tax assets and thereby the tax charges in the Statement of Profit or Loss.

Provision for tax liabilities require judgments on the interpretation of tax legislation, developments in case law and the potential outcomes of tax audits and appeals which may be subject to significant uncertainty.

Therefore, the actual results may vary from expectations resulting in adjustments to provisions, the valuation of deferred tax assets, cash tax settlements and therefore the tax charge in the Statement of Profit or Loss."

#### Useful lives of Property, plant and equipment ('PPE'):

The Group reviews the estimated useful lives and residual value of PPE at the end of each reporting period. The factors such as changes in the expected level of usage, technological developments and product life-cycle, could significantly impact the economic useful lives and the residual values of these assets. Consequently, the future depreciation charge could be revised and thereby could have an impact on the profit of the future years.

#### Defined benefit plans:

The cost of the defined benefit plans and the present value of the defined benefit obligation ('DBO') are based on actuarial valuation using the projected unit credit method. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate; future salary increases and mortality rates. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

#### Fair value measurement of Compound Financial Instruments:

The Group recognizes separately the components of a financial instrument that (a) creates a financial liability of the entity and (b) grants an option to the holder of the instrument to convert it into an equity instrument of the entity. From the perspective of the Group, such an instrument comprises two components: a financial liability (a contractual arrangement to deliver cash or another financial asset) and an equity instrument (a call option granting the holder the right, for a specified period of time, to convert it into a fixed number of ordinary shares of the entity).

### (e) Current and non-current classification and operating cycle:

All the assets and liabilities have been classified as current or noncurrent as per the Group's normal operating cycle and other criteria set out in the Schedule III to the Companies Act, 2013.

#### Assets:

An asset is classified as current when it satisfies any of the following criteria:

it is expected to be realised in, or is intended for sale or consumption in, the Group's normal operating cycle;

it is held primarily for the purpose of being traded;

it is expected to be realised within twelve months after the reporting date; or

it is cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least twelve months after the reporting date.

#### Liabilities:

A liability is classified as current when it satisfies any of the following criteria:

it is expected to be settled in the Group's normal operating cycle;

it is held primarily for the purpose of being traded;

it is due to be settled within twelve months after the reporting date; or

the Group does not have an unconditional right to defer settlement of the liability for at least twelve months after the reporting date. Terms of a liability that could, at the option of the counterparty, result in its settlement by the issue of equity instruments do not affect its classification.

All other assets/ liabilities are classified as non-current.

### (f) Functional and presentation currency:

The financial statements are presented in Indian rupee (INR) (rounded off to Rs. In lakhs), which is functional and presentation currency.

### (g) Revenue recognition:

The revenue is recognized once the entity satisfied that the performance obligation & control are transferred to the customers.

Revenue towards satisfaction of a performance obligation is measured at the amount of transaction price (Net of variable consideration) allocated to that performance obligation. The transaction price of goods sold and services rendered is net of Variable consideration on account of.

#### (i) Sale of goods:

The Group derives revenue from Sale of Goods and revenue is recognized upon transfer of control of promised goods to customers in an amount that reflects the consideration the Group expects to receive in exchange for those goods in accordance with IND AS 115 "Revenue from Contracts with Customers". To recognize revenues, the Group applies the following five step approach: (1) identify the contract with a customer, (2) identify the performance obligations in the contract, (3) determine the transaction price, (4) allocate the transaction price to the performance obligations in the contract, and (5) recognize revenues when a performance obligation is satisfied.

Any change in scope or price is considered as a contract modification. The Group accounts for modifications to existing contracts by assessing whether the services added are distinct and whether the pricing is at the standalone selling price.

The Group accounts for variable considerations like, volume discounts, rebates and pricing incentives to customers as reduction of revenue on a systematic and rational basis over the period of the contract. The Group estimates an amount of such variable consideration using expected value method or the single most likely amount in a range of possible consideration depending on which method better predicts the amount of consideration to which we may be entitled.

#### (ii) Other income

A. Interest income is accrued on a time basis by reference to the principal outstanding and the effective interest rate.

B. Other items of income are accounted as and when the right to receive such income arises and it is probable that the economic benefits will flow to the group and the amount of income can be measured reliably

### (h) Foreign currency translation:

(i) The consolidated financial statements are presented in Indian rupee (INR), which is functional and presentation currency.

(ii) Transactions and balances:

Foreign currency transactions are translated into the functional currency using the exchange rates at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies at year end exchange rates are generally recognised in consolidated Statement of Profit and Loss.

Foreign exchange differences regarded as an adjustment to borrowing costs are presented in

# NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2025

the consolidated Statement of Profit and Loss, within finance costs. All other foreign exchange gains and losses are presented in the consolidated Statement of Profit and Loss on a net basis within other gains/ (losses).

### (i) Segment reporting

An operating segment is a component of the Group that engages in business activities from which it may earn revenues and incur expenses, including revenues and expenses that relate to transactions with any of the Group's other components, and for which discrete financial information is available. Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker ('CODM').

The Group's Board has identified the CODM who is responsible for financial decision making and assessing performance. The Group has a single operating segment as the operating results of the Group are reviewed on an overall basis by the CODM.

### (j) Exceptional items:

An item of income or expense which by its size, type or incidence requires disclosure in order to improve an understanding of the performance of the group is treated as an exceptional item and the same is disclosed in the notes to accounts.

### (k) Property, plant and equipment and capital work-in- progress:

Freehold land is carried at historical cost. All other items of property, plant and equipment are stated at historical cost less depreciation and impairment, if any. Historical cost includes expenditure that is directly attributable to the acquisition of the items.

Cost is inclusive of inward freight, net of tax/duty credits availed, if any, and incidental expenses related to acquisition or construction. All upgradation/ enhancements are charged off as revenue expenditure unless they bring similar significant additional benefits. An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected to arise from the continued use of asset.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Group and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognised when replaced. All other repairs and maintenance are charged to Statement of Profit or Loss during the reporting period in which they are incurred.

Land acquired on lease for period exceeding 90 years is recognized as leasehold land at the cost, at the time of lease commencement. Any initial direct cost related to acquiring leasehold land (including expenses incurred to bring the land into use) are capitalized and included in the cost of asset. The policy is based on the understanding that leasehold land is generally considered to have an extended economic life and does not experience a significant decline in value over the lease terms. Leasehold land will not be subject to depreciation

Projects under which tangible property, plant and equipment are not yet ready for their intended use are carried at cost, comprising of direct cost, related incidental expenses and attributable interest in case of qualifying assets.

Any excess of net sale proceeds of items produced over the cost of testing, if any, is deducted from the directly attributable costs considered as part of cost of an item of property, plant, and equipment.

Machinery spares which can be used only in connection with an item of property, plant and equipment and whose use is expected to be irregular are capitalized and depreciated over the useful life of the principal item of the relevant assets.

#### Capital work-in-progress:

Projects under which tangible Property, Plant & Equipment are not yet ready for their intended use are carried at cost, comprising direct cost, net of tax/duty credits availed, if any, related incidental expenses and attributable interest, in case of qualifying assets.

#### Depreciation methods, estimated useful lives and residual value:

Depreciation is systematically allocated over the useful life of the asset as specified in Schedule II of the Act following Written Down Method. Depreciation on property, plant and equipment added/disposed of during the year is provided on pro-rata basis with reference to the date of addition/disposal. Freehold land is not depreciated.

### (l) Intangible assets

Intangible assets are recognised when it is probable that the future economic benefits that are attributable to the asset will flow to the enterprise and the cost of the asset can be measured reliably. Intangible assets are stated at original cost net of tax/duty credits availed, if any, less accumulated amortisation and cumulative impairment. Administrative and other general overhead expenses that are specifically attributable to acquisition of intangible assets are allocated and capitalised as a part of the cost of the intangible assets.

#### Research and development expenditure on new products:

Expenditure on research is expensed under respective heads of account in the period in which it is incurred.

Development expenditure on new products is capitalised as intangible asset, if all of the following can be demonstrated:

# NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2025

A. the technical feasibility of completing the intangible asset so that it will be available for use or sale;

B. the group has intention to complete the intangible asset and use or sell it;

C. the group has ability to use or sell the intangible asset;

D. the manner in which the probable future economic benefits will be generated including the existence of a market for output of the intangible asset or intangible asset itself or if it is to be used internally, the usefulness of intangible assets;

E. the availability of adequate technical, financial and other resources to complete the development and to use or sell the intangible asset; and

F. the group has ability to reliably measure the expenditure attributable to the intangible asset during its development.

Development expenditure that does not meet the above criteria is expensed in the period in which it is incurred. Intangible assets not ready for the intended use on the date of the Balance Sheet are disclosed as "intangible assets under development". Intangible assets are amortized on straight line basis over the estimated useful life. The method of amortization and useful life are reviewed at the end of each accounting year with the effect of any changes in the estimate being accounted for on a prospective basis. Amortization on impaired assets is provided by adjusting the amortization charge in the remaining periods so as to allocate the asset's revised carrying amount over its remaining useful life.

### (m) Impairment of assets:

At each balance sheet date, the Group reviews the carrying values of its property, plant and equipment and intangible assets to determine whether there is any indication that the carrying value of those assets may not be recoverable through continuing use. If any such indication exists, the recoverable amount of the asset is reviewed in order to determine the extent of impairment loss (if any). Where the assets do not generate cash flows that are independent from other assets, the Group estimates the recoverable amount of the cash generating unit to which the asset belongs.

Recoverable amount is the highest of fair value less costs to sell and value in use. 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 which the estimates of future cash flows have not been adjusted. An impairment loss is recognised in the statement of profit and loss as and when the carrying value of an asset exceeds its recoverable amount.

Where an impairment loss subsequently reverses, the carrying value of the asset (or cash generating unit) is increased to the revised estimate of its recoverable amount so that the increased carrying value does not exceed the carrying value that would have been determined had no impairment loss been recognised for the asset (or cash generating unit) in prior years.

### (n) Employee benefits:

#### (i) Short-term obligations:

Liabilities for wages and salaries, including non-monetary benefits that are expected to be settled wholly within 12 months after the end of the period in which the employees render the related service are recognised in respect of employees' services up to the end of the reporting period and are measured at the amounts expected to be paid when the liabilities are settled. The liabilities are presented as current employee benefit obligations in the Balance Sheet.

#### (ii) Other long-term employee benefit obligations:

The liabilities for earned leave and sick leave are not expected to be settled wholly within 12 months after the end of the period in which the employees render the related service. They are therefore 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 the projected unit credit method. The benefits are discounted using the market yields at the end of the reporting period that have terms approximating to the terms of the related obligation. Remeasurements as a result of experience adjustments and changes in actuarial assumptions are recognised in profit or loss.

The obligations are presented as current liabilities in the balance sheet if the entity does not have an unconditional right to defer settlement for at least twelve months after the reporting period, regardless of when the actual settlement is expected to occur.

#### (iii) Post-employment obligations:

**Defined contribution plans:** The Group's contribution to provident fund are considered as defined contribution plans and are charged as an expense to the Statement of Profit and Loss based on the amount of contribution required to be made and when services are rendered by the employees.

**Defined benefit plans:** For defined benefit plans in the form of gratuity fund, the cost of providing benefits is determined using the Projected Unit Credit method, with actuarial valuations being carried out at each balance sheet date. Actuarial gains and losses are recognised in the Other Comprehensive Income in the period in which they occur. Past service cost is recognised immediately to the extent that the benefits are already vested and otherwise is amortised on a straight-line basis over the average period until the benefits become vested. The retirement benefit obligation recognised in the Balance Sheet represents the

# NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2025

present value of the defined benefit obligation as adjusted for unrecognised past service cost, as reduced by fair value of plan assets (being the funded portion).

The Group operates a defined benefit gratuity plan, which requires contributions to be made to a separately administered fund managed by an insurance group.

### (o) Lease

The Group assesses whether a contract 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 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

At the date of commencement of the lease, the Group recognizes a right-of-use asset 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 low value leases. For these short-term and low value leases, the Group recognizes 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 recognized 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

Right-of-use assets are depreciated on a straight-line basis over the lease term. Right of use assets are evaluated for recoverability whenever events or changes in circumstances indicate that their carrying amounts may not be recoverable. For the purpose of impairment testing, the recoverable amount (i.e., the higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets.

The lease liability is initially measured at amortized cost 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 in the country of domicile of these leases. Lease liabilities are remeasured with a corresponding adjustment to the related right of use asset if the Group changes its assessment if whether it will exercise an extension or a termination option.

Lease liability and ROU asset have been separately presented in the Balance Sheet and lease payments have been classified as financing cash flows.

### (p) Financial instruments – initial recognition, subsequent measurement and impairment:

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

#### A. Investments and other financial assets

**(i) Classification:**

The Group classifies its financial assets in the following measurement categories:

- those to be measured subsequently at fair value (either through other comprehensive income, or through profit or loss), and
- those measured at amortised cost.
- those measured at cost.

The classification depends on the group's business model for managing the financial assets and the contractual terms of the cash flows.

For assets measured at fair value, gains and losses will either be recorded in the statement of profit or loss or other comprehensive income.

The investments in subsidiary are measured at cost less impairment, if any.

The classification criteria of the Group for debt instruments are provided as under:

**Debt instruments:**

Depending upon the business model of the Group, debt instruments can be classified under following categories:

- Debt instruments measured at amortised cost
- Debt instruments measured at fair value through other comprehensive income
- Debt instruments measured at fair value through profit or loss

The Group reclassifies debt instruments when and only when its business model for managing those assets changes.

**(ii) Measurement:**

At initial recognition, the Group measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss, transaction costs that are directly attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at fair value through profit or loss are expensed in the consolidated statement of profit or loss.

**Debt instruments:**

Subsequent measurement of debt instruments depends on the Group's business model for managing the asset and the cash flow characteristics of the asset. There are three measurement categories into which the Group classifies its debt instruments:

**Amortised cost:** Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortised cost. A gain or loss on a debt investment that is subsequently measured at amortised cost and is not part of a hedging relationship is recognised in the consolidated statement of profit or loss when the asset is derecognised or impaired. Interest income from these financial assets is included in finance income using the effective interest rate method.

**Fair value through other comprehensive income:** Assets that are held for collection of contractual cash flows and for selling the financial assets, where the assets' cash flows represent solely payments of principal and interest, are measured at fair value through other comprehensive income. Movements in the carrying amount are taken through OCI, except for the recognition of impairment gains or losses, interest revenue and foreign exchange gains and losses which are recognised in profit and loss. When the financial asset is derecognised, the cumulative gain or loss previously recognised in OCI is reclassified from equity to profit or loss and recognised in other gains/ (losses). Interest income from these financial assets is included in other income using the effective interest rate method.

**Fair value through profit or loss:** Assets that do not meet the criteria for amortised cost or FVOCI are measured at fair value through profit or loss. A gain or loss on a debt investment that is subsequently measured at fair value through profit or loss and is not part of a hedging relationship is recognised and presented net in the consolidated statement of profit and loss within other gains/(losses) in the period in which it arises. Interest income from these financial assets is included in other income.

**(iii) Impairment of financial assets:**

The Group assesses on a forward-looking basis the expected credit losses associated with its assets carried at amortised cost and FVOCI debt instruments. The impairment methodology applied depends on whether there has been a significant increase in credit risk. Note 35 details how the Group determines whether there has been a significant increase in credit risk.

For trade receivables only, the Group applies the simplified approach permitted by Ind AS 109 Financial Instruments, which requires expected lifetime losses to be recognised from initial recognition of the receivables.

Expected credit losses are measured through a loss allowance at an amount equal to the following:

(a) the 12-months expected credit losses (expected credit losses that result from default events on financial instrument that are possible within 12 months after reporting date); or

(b) Full lifetime expected credit losses (expected credit losses that result from those default events on the financial instrument).

The Group follows 'simplified approach' for recognition of impairment loss allowance on trade receivable. Under the simplified approach, the Group does not track changes in credit risk. Rather, it recognizes impairment loss allowance based on lifetime ECLs at each reporting date, right from initial recognition.

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

Individual receivables which are known to be uncollectible are written off by reducing the carrying amount of trade receivable and the amount of the loss is recognised in the Statement of Profit and Loss within other expenses.

Subsequent recoveries of amounts previously written off are credited to other income.

**(iv) Derecognition of financial assets:**

A financial asset is derecognised only when:

- the Group has transferred the rights to receive cash flows from the financial asset or
- retains the contractual rights to receive the cash flows of the financial asset but assumes a contractual obligation to pay the cash flows to one or more recipients.

Where the Group has transferred an asset, the Group evaluates whether it has transferred substantially all risks and rewards of ownership of the financial asset. In such cases, the financial asset is derecognised. Where the Group has not transferred substantially all risks and rewards of ownership of the financial asset, the financial asset is not derecognised.

Where the Group has neither transferred a financial asset nor retains substantially all risks and rewards of ownership of the financial asset, the financial asset is derecognised if the Group has not retained control of the financial asset. Where the Group retains control of the financial asset,

# NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2025

the asset is continued to be recognised to the extent of continuing involvement in the financial asset.

### B. Financial Liabilities:

**(a) Classification:**

The Group classifies its financial liabilities in the following measurement categories:

- Financial liabilities measured at fair value through profit or loss
- Financial liabilities measured at amortized cost

**(b) Measurement:**

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

**Financial liabilities measured at fair value through profit or loss:**

Financial liabilities at fair value through profit or loss include financial liabilities held for trading. At initial recognition, such financial liabilities are recognised at fair value.

Financial liabilities at fair value through profit or loss are, at each reporting date, measured at fair value with all the changes recognized in the Statement of Profit and Loss.

**Financial liabilities measured at Amortized Cost:**

At initial recognition, all financial liabilities other than fair valued through profit and loss are recognised initially at fair value less transaction costs that are attributable to the issue of financial liability. Transaction costs of financial liability carried at fair value through profit or loss is expensed in the statement of profit or loss.

After initial recognition, financial liabilities are subsequently measured at amortised cost using the effective interest method. Any difference between the proceeds (net of transaction costs) and the redemption amount is recognised in the statement of profit or loss over the period of the financial liabilities using the effective interest method. Fees paid on the establishment of loan facilities are recognised as transaction costs of the loan to the extent that it is probable that some or all of the facility will be drawn down.

**(c) De-recognition of financial liability:**

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. The difference between the carrying amount of a financial liability that has been extinguished or transferred to another party and the consideration paid, including any non-cash assets transferred or liabilities assumed, is recognised in the statement of profit or loss as other income or finance costs.

**(d) Compound financial instruments:**

Compound financial instruments issued by the group which can be converted into fixed number of equity shares at the option of the holders irrespective of changes in the fair value of the instrument are accounted by separately recognising the liability and the equity components. The liability component is initially recognised at the fair value of a comparable liability that does not have an equity conversion option. The equity component is initially recognised at the difference between the fair value of the compound financial instrument as a whole and the fair value of the liability component. The directly attributable transaction costs are allocated to the liability and the equity components in proportion to their initial carrying amounts.

Subsequent to initial recognition, the liability component of the compound financial instrument is measured at amortised cost using the effective interest method. The equity component of a compound financial instrument is not remeasured subsequently.

## (q) Offsetting financial instruments:

Financial assets and liabilities are offset, and the net amount is reported in the Balance Sheet where there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the Group or the counterparty.

## (r) Inventories:

Raw materials, consumable stores, stores and spares, and finished goods inventories are valued at the lower of cost (using weighted average method) and the net realisable value after providing for obsolescence and other losses, where considered necessary. Cost includes cost of purchase, all charges in bringing the goods to the point of sale, including indirect levies, net of recoveries, if any, transit insurance and receiving charges. Finished goods include appropriate proportion of overheads and, where applicable. Cost of inventories also includes all other costs incurred in bringing the inventories to their present location and condition.

Raw materials and stores are considered to be realisable at cost if the finished products in which they will be used, are expected to be sold at or above cost.

Assessment of net realisable value is made in each subsequent period and when the circumstances that previously caused inventories to be written-down below cost no longer exist or when there is clear evidence of an increase in net realisable value because of changed economic circumstances, the write-down, if any, in the past period is reversed to the extent of the original amount written-down so that the resultant carrying amount is the lower of the cost and the revised net realisable value.

### (s) Cash and cash equivalents:

Cash and bank balances include fixed deposits, margin money deposits, earmarked balances with banks and other bank balances which have restrictions on repatriation. Short-term and liquid investments being subject to more than insignificant risk of change in value, are not included as part of cash and cash equivalents.

### (t) Securities premium account:

Securities premium includes the difference between the face value of the shares and the consideration received in respect of shares issued.

The issue expenses of securities which qualify as equity instruments are written off against securities premium account, if and when such expenses are incurred, and as per the decision of the management.

### (u) Borrowing costs:

General and specific borrowing costs (includes interest expense calculated using the effective interest method, other costs and expenses in relation to the borrowing) that are directly attributable to the acquisition, construction or production of a qualifying asset are capitalised during the period of time that is required to complete and prepare the asset for its intended use or sale. Qualifying assets are assets that necessarily take a substantial period of time to get ready for their intended use or sale.

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.

All other borrowing costs are recognised in profit or loss in the period in which these are incurred.

### (v) Cash Flow Statement:

For the purpose of presentation in the Statement of Cash Flows, cash and cash equivalents includes cash on hand, 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.

Cash flows are reported using the indirect method, whereby net profit before tax is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing and financing activities of the Group are segregated based on the available information.

Short term borrowings, repayments and advances having maturity of three months or less, are shown as net in cash flow statement.

### (w) Income tax:

The income tax expense for the period is the tax payable on the current period's taxable income based on the applicable income tax rate for each year adjusted by changes in deferred tax assets and liabilities attributable to temporary differences and to unused tax losses.

The current income tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the end of the reporting period. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

Deferred income tax is provided in full, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. Deferred income tax is determined using tax rates (and laws) that have been enacted or substantially enacted by the end of the reporting period and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled.

Deferred tax assets are recognised for all deductible temporary differences and unused tax losses only if it is probable that future taxable amounts will be available to utilize those temporary differences and losses. Minimum Alternate Tax (MAT) is not recognized as a deferred tax asset as the group is not liable for MAT tax

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority. Current tax assets and tax liabilities are offset where the entity has a legally enforceable right to offset and intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously.

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

Current and deferred tax is recognised in Statement of Profit and Loss, except to the extent that it relates to items recognised in Other Comprehensive Income. In such case, the tax is also recognised in Other Comprehensive Income.

### (x) Provisions:

Provisions are recognised when the Group has a present legal or constructive obligation as a result of past events, it is probable that an outflow of resources will be required to settle the obligation and the amount can be reliably estimated. Provisions are not recognised for future operating losses.

# NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2025

Provisions are measured at the present value of management's best estimate of the expenditure required to settle the present obligation at the end of the reporting period.

In case of onerous contracts, the group recognizes the impairment losses if any, occurred on assets used in fulfilling the contract.

### (y) 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 liabilities, contingent assets and commitments are reviewed at each Balance Sheet date.

### (z) Earnings per share:

Basic earnings per share is computed by dividing the profit/(loss) after tax by the weighted average number of equity shares outstanding during the year. Diluted earnings per share is computed by dividing the profit/(loss) after tax as adjusted for dividend, interest and other charges to expense or income relating to the dilutive potential equity shares, by the weighted average number of equity shares considered for deriving basic earnings per share and the weighted average number of equity shares which could have been issued on the conversion of all dilutive potential equity shares. Potential equity shares are deemed to be dilutive only if their conversion to equity shares would decrease the net profit per share from continuing ordinary operations. Potential dilutive equity shares are deemed to be converted as at the beginning of the period, unless they have been adjusted prospectively, if appropriate.

### (za) Borrowings:

Borrowings are initially recognised at fair value, net of transaction costs incurred. Borrowings are subsequently measured at amortised cost. Any difference between the proceeds (net of transaction costs) and the redemption amount is recognised in Statement of Profit and Loss over the period of the borrowings. Fees paid on the establishment of loan facilities are recognised as transaction costs of the loan to the extent that it is probable that some or all of the facility will be drawn down. In this case, the fee is deferred until the draw down occurs. To the extent there is no evidence that it is probable that some or all of the facility will be drawn down, the fee is capitalised as a prepayment for liquidity services and amortised over the period of the facility to which it relates.

Borrowings are removed from the Balance Sheet when the obligation specified in the contract is discharged, cancelled or expired. The difference between the carrying amount of a financial liability that has been extinguished or transferred to another party and the consideration paid, including any non- cash assets transferred or liabilities assumed, is recognised in Statement of Profit and Loss as other gains/(losses).

Borrowings are classified as current liabilities unless the Group has an unconditional right to defer settlement of the liability for at least 12 months after the reporting period. Where there is a breach of a material provision of a long-term loan arrangement on or before the end of the reporting period with the effect that the liability becomes payable on demand on the reporting date, the group does not classify the liability as current, if the lender agreed, after the reporting period and before the approval of the financial statements for issue, not to demand payment as a consequence of the breach.

### (zb) Impact of new IND AS or amendments issued:

There are no new IND AS or amendments thereto notified by the Ministry of Corporate Affairs (MCA) under section 133 of the Act, having any effect on the accounts as at March 31, 2015 and/or in future.

## NOTE NO. 2(A):
### Property, plant and equipment (PPE)
### As at March 31, 2025

(Rs. in Lakhs)

| Property, plant and equipment | Gross carrying amount | | | | Accumulated Depreciation | | | | Net carrying amount | |
|---|---|---|---|---|---|---|---|---|---|---|
| | As at April 1, 2024 | Additions | Disposals/ Adjustment | **As at March 31, 2025** | As at April 1, 2024 | Additions | Disposals/ Adjustment | **As at March 31, 2025** | **As at March 31, 2025** | As at March 31, 2024 |
| (a) Land | 828.87 | 10.16 | - | 839.02 | - | - | - | - | 839.02 | 828.87 |
| (b) Leasehold Land | 690.20 | - | - | 690.20 | - | - | - | - | 690.20 | 690.20 |
| (c) Buildings | 7,822.25 | 599.08 | - | 8,421.33 | 1,278.32 | 652.90 | - | 1,931.22 | 6,490.11 | 6,543.93 |
| **(d) Plant and Equipment:** | | | | | | | | | | |
| Plant & machinery | 23,750.36 | 8,256.13 | - | 32,006.49 | 2,730.23 | 3,064.70 | - | 5,794.93 | 26,211.55 | 21,020.12 |
| Pollution equipment's | 1,060.48 | 11.94 | - | 1,072.42 | 165.87 | 124.57 | - | 290.44 | 781.99 | 894.61 |
| Tools components , spares and others | 4,955.34 | 433.02 | 77.70 | 5,310.66 | 1,982.15 | 391.83 | 41.47 | 2,332.51 | 2,978.15 | 2,973.19 |
| Rolls | 988.86 | 229.31 | 98.11 | 1,120.06 | 449.98 | 174.44 | 79.02 | 545.39 | 574.67 | 538.88 |
| Solar panels | 1,056.75 | 803.85 | - | 1,860.61 | 59.46 | 77.85 | - | 137.31 | 1,723.29 | 997.29 |
| (e) Furniture and Fixtures | 90.33 | 14.90 | - | 105.23 | 40.03 | 23.17 | - | 63.20 | 42.03 | 50.30 |
| (f) Vehicles | 609.16 | 81.05 | - | 690.21 | 280.99 | 111.64 | - | 392.63 | 297.58 | 328.18 |
| (g) Office equipment's | 71.59 | 22.27 | - | 93.86 | 39.82 | 17.97 | - | 57.79 | 36.07 | 31.77 |
| (h) Electrical equipment's | 3,090.81 | 352.86 | - | 3,443.68 | 1,507.93 | 362.75 | - | 1,870.69 | 1,572.99 | 1,582.88 |
| (i) Air conditioners | 18.49 | 15.31 | - | 33.80 | 7.12 | 5.58 | - | 12.70 | 21.10 | 11.37 |
| (j) Computers | 38.52 | 8.53 | - | 47.05 | 24.69 | 9.20 | - | 33.90 | 13.15 | 13.82 |
| **Total** | **45,072.00** | **10,838.41** | **175.81** | **55,734.61** | **8,566.59** | **5,016.60** | **120.49** | **13,462.70** | **42,271.91** | **36,505.41** |

### As at March 31, 2024

(Rs. in Lakhs)

| Property, plant and equipment | Gross carrying amount | | | | Accumulated Depreciation | | | | Net carrying amount | |
|---|---|---|---|---|---|---|---|---|---|---|
| | As at April 1, 2023 | Additions | Disposals/ Adjustment | As at March 31, 2024 | As at April 1, 2023 | Additions | Disposals/ Adjustment | As at March 31, 2024 | As at March 31, 2024 | As at March 31, 2023 |
| (a) Land | 204.68 | 624.18 | - | 828.87 | - | - | - | - | 828.87 | 204.68 |
| (b) Leasehold Land | 690.20 | - | - | 690.20 | - | - | - | - | 690.20 | 690.20 |
| (c) Buildings | 2,661.69 | 5,160.56 | - | 7,822.25 | 751.04 | 527.28 | - | 1,278.32 | 6,543.93 | 1,910.65 |
| **(d) Plant and Equipment:** | | | | | | | | | | |
| Plant & machinery | 6,538.16 | 17,212.20 | - | 23,750.36 | 1,142.73 | 1,587.50 | - | 2,730.23 | 21,020.12 | 5,395.43 |
| Pollution equipment's | 432.28 | 628.20 | - | 1,060.48 | 62.71 | 103.16 | - | 165.87 | 894.61 | 369.57 |
| Tools components , spares and others | 3,890.87 | 1,064.47 | - | 4,955.34 | 1,618.63 | 363.52 | - | 1,982.15 | 2,973.19 | 2,272.24 |
| Rolls | 780.06 | 208.79 | - | 988.86 | 284.76 | 165.21 | - | 449.98 | 538.88 | 495.30 |
| Solar panels | 10.89 | 1,045.86 | - | 1,056.75 | 1.48 | 57.99 | - | 59.46 | 997.29 | 9.41 |
| (e) Furniture and Fixtures | 51.59 | 38.74 | - | 90.33 | 20.30 | 19.73 | - | 40.03 | 50.30 | 31.29 |
| (f) Vehicles | 463.30 | 186.92 | 41.06 | 609.16 | 190.23 | 119.50 | 28.74 | 280.99 | 328.18 | 273.07 |
| (g) Office equipment's | 45.54 | 26.05 | - | 71.59 | 25.61 | 14.21 | - | 39.82 | 31.77 | 19.93 |
| (h) Electrical equipment's | 2,739.89 | 350.92 | - | 3,090.81 | 1,100.17 | 407.76 | - | 1,507.93 | 1,582.88 | 1,639.72 |
| (i) Air conditioners | 9.89 | 8.59 | - | 18.49 | 5.31 | 1.80 | - | 7.12 | 11.37 | 4.58 |
| (j) Computers | 27.21 | 11.31 | - | 38.52 | 18.48 | 6.21 | - | 24.69 | 13.82 | 8.73 |
| **Total** | **18,546.25** | **26,566.81** | **41.06** | **45,072.00** | **5,221.46** | **3,373.87** | **28.74** | **8,566.59** | **36,505.41** | **13,324.79** |

2(a)(i): All the Property, plant and equipment are secured as primary securities against secured loans and as collateral securities for working capital finance with the respective financers (Refer Note 12 and 15)

# NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2025

## 2(B): CAPITAL WORK-IN-PROGRESS

### As at March 31, 2025

(Rs. in Lakhs)

| Particulars | As at April 1, 2024 | Additions | Disposal/ Adjustments | As at March 31, 2025 |
|---|---|---|---|---|
| Buildings | 106.38 | 244.78 | 31.47 | 319.70 |
| Electrical equipments | 47.16 | - | 44.47 | 2.69 |
| Plant & machinery | 762.54 | 439.71 | 731.14 | 471.11 |
| Pollution equipments | - | 10.17 | - | 10.17 |
| Tools components , spares and others | 398.23 | 16.56 | 53.87 | 360.93 |
| **Total** | **1,314.31** | **711.23** | **860.94** | **1,164.60** |

### As at March 31, 2024

(Rs. in Lakhs)

| Particulars | As at April 1, 2023 | Additions | Disposal/ Adjustments | As at March 31, 2024 |
|---|---|---|---|---|
| Buildings | 1,731.28 | 322.22 | 1,947.12 | 106.38 |
| Electrical equipments | 1,160.61 | 141.28 | 1,254.74 | 47.16 |
| Plant & machinery | 6,265.44 | 910.65 | 6,413.55 | 762.54 |
| Pollution equipments | 608.20 | - | 608.20 | - |
| Tools components , spares and others | 553.19 | 530.59 | 685.55 | 398.23 |
| **Total** | **10,318.72** | **1,904.74** | **10,909.16** | **1,314.31** |

2(b)(i): Capital work-in-progress includes borrowing cost capitalised during the year Rs. 0 Lakhs, (Previous year Rs. 184.97 Lakhs).

2(b)(ii): All the Capital work-in-progress are secured as primary securities against secured loans and as collateral securities for working capital finance with the respective financers (Refer Note 12 and 15).

## 2(B)(II): CWIP AGING SCHEDULE

### As at March 31, 2025

(Rs. in Lakhs)

| Capital Work-in-Progress | Less than 1 year | 1-2 years | 2-3 years | More than 3 years | Total |
|---|---|---|---|---|---|
| Projects in progress | 711.23 | 453.37 | - | - | 1,164.60 |
| Projects temporarily suspended | - | - | - | - | - |

### As at March 31, 2024

(Rs. in Lakhs)

| Capital Work-in-Progress | Less than 1 year | 1-2 years | 2-3 years | More than 3 years | Total |
|---|---|---|---|---|---|
| Projects in progress | 1,314.31 | - | - | - | 1,314.31 |
| Projects temporarily suspended | - | - | - | - | - |

2(b)(iii): There are no CWIP whose completition is overdue or has exceeded its cost compared to its original plan

# NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2025

## 2(C) RIGHT OF USE ASSETS AND LEASE LIABILITIES

### As at March 31, 2025

(Rs. in Lakhs)

| Particulars | Gross Block | | | Accumulated Depreciation | | | Net Block | Net Block |
|---|---|---|---|---|---|---|---|---|
| | As at April 1, 2024 | Additions | **As at March 31, 2025** | As at April 1, 2024 | Additions | **As at March 31, 2025** | **As at March 31, 2025** | As at March 31, 2024 |
| Building | 127.73 | - | 127.73 | 15.08 | 10.64 | 25.72 | 102.01 | 112.65 |
| **Total** | **127.73** | **-** | **127.73** | **15.08** | **10.64** | **25.72** | **102.01** | **112.65** |

### As at March 31, 2024

(Rs. in Lakhs)

| Particulars | Gross Block | | | Accumulated Depreciation | | | Net Block | Net Block |
|---|---|---|---|---|---|---|---|---|
| | As at April 1, 2023 | Additions | As at March 31, 2024 | As at April 1, 2023 | Additions | As at March 31, 2024 | As at March 31, 2024 | As at March 31, 2023 |
| Building | 127.73 | - | 127.73 | 4.44 | 10.64 | 15.08 | 112.65 | 123.30 |
| **Total** | **127.73** | **-** | **127.73** | **4.44** | **10.64** | **15.08** | **112.65** | **123.30** |

(i) ROU assets are amortised from the commencement date on a straight-line basis over the lease term. The aggregate depreciation expense on ROU assets is included under depreciation and amortisation expense in the statement of Profit and Loss.

(ii) Above ROU assets have been pledged as security for term loans. (Refer Note 12 and 15)

(iii) The Break-up of current and non-current lease liabilities is as under:

(Rs. in Lakhs)

| Particulars | **As at March 31, 2025** | As at March 31, 2024 |
|---|---|---|
| Current lease liability | 5.82 | 4.71 |
| Non-current lease liability | 111.20 | 117.03 |
| **Total** | **117.03** | **121.74** |

(iv) The Movement in lease liabilities during the year is as follows:

(Rs. in Lakhs)

| Particulars | **As at March 31, 2025** | As at March 31, 2024 |
|---|---|---|
| Opening Balance at the April, 01 | 121.74 | 126.05 |
| Additions | - | - |
| Finance cost accrued during the year | 10.89 | 11.29 |
| Payment of lease liabilities | (15.60) | (15.60) |
| **Closing Balance as at March, 31** | **117.03** | **121.74** |

(v) The Details regarding the contractual maturities of lease liabilities on an undiscounted basis is as follows

(Rs. in Lakhs)

| Particulars | **As at March 31, 2025** | As at March 31, 2024 |
|---|---|---|
| Less than one year | 16.25 | 15.60 |
| One to five years | 89.95 | 87.32 |
| More than five years | 73.30 | 92.18 |
| **Total** | **179.50** | **195.10** |

(vi) The Company does not face a significant liquidity risk with regard to its lease liabilities as the current assets are sufficient to meet the obligations related to lease liabilities as and when they fall due.

(vii) The Company has accounted for short term lease as per paragraph 6 of Ind AS 116. The expense relating to short term lease is accounted for as Rent expenses in the statement of profit & loss amounting to Rs.54.24 Lakhs for the year ended March 31, 2025 and Rs.50.24 Lakhs for the year ended March 31, 2024.

# NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2025

## 2(D): INTANGIBLE ASSETS

### As at March 31, 2025

(Rs. in Lakhs)

| Particulars | Gross Block | | | Accumulated Depreciation | | | Net Block | Net Block |
|---|---|---|---|---|---|---|---|---|
| | As at April 1, 2024 | Additions | As at March 31, 2025 | As at April 1, 2024 | Additions | As at March 31, 2025 | As at March 31, 2025 | As at March 31, 2024 |
| Softwares | 9.98 | 7.96 | 17.93 | 5.77 | 3.37 | 9.15 | 8.79 | 4.21 |
| **Total** | **9.98** | **7.96** | **17.93** | **5.77** | **3.37** | **9.15** | **8.79** | **4.21** |

### As at March 31, 2024

(Rs. in Lakhs)

| Particulars | Gross Block | | | Accumulated Depreciation | | | Net Block | Net Block |
|---|---|---|---|---|---|---|---|---|
| | As at April 1, 2023 | Additions | As at March 31, 2024 | As at April 1, 2023 | Additions | As at March 31, 2024 | As at March 31, 2024 | As at March 31, 2023 |
| Softwares | 8.38 | 1.60 | 9.98 | 3.71 | 2.06 | 5.77 | 4.21 | 4.67 |
| **Total** | **8.38** | **1.60** | **9.98** | **3.71** | **2.06** | **5.77** | **4.21** | **4.67** |

### 2(e) Additional Notes:

i. Property, plant and equipment (including capital work-in-progress) and intangible assets were tested for impairment during the year and there has not been any impairment.

ii. The Company has not revalued its Property, Plant and Equipment or intangible assets during the year.

## 3 OTHER FINANCIAL ASSETS

(Rs. in Lakhs)

| | | As at March 31, 2025 | As at March 31, 2024 |
|---|---|---|---|
| | **(Unsecured, considered good)** | | |
| | **At Amortised Cost** | | |
| | Security deposits | 13.83 | 13.38 |
| | Fixed Deposits with banks for more than 12 months maturity | 421.65 | 1,290.40 |
| | **Total** | **435.48** | **1,303.78** |
| | **Note: Security deposits are primarily in relation towards rent deposits and deposits with supplier** | | |
| 3.1 | Out of the above, fixed deposits kept under lien against bank guarantee issued by the bank in favour of: | | |
| | Maharashtra State Electricity Distribution Limited | 30.00 | - |
| | Fixed deposits kept as collateral against loan with Canara Bank | 56.53 | 1,122.28 |
| | Fixed deposits kept as collateral against loan with HDFC Bank | 333.12 | 168.12 |
| | Fixed deposits kept with other banks | 2.00 | - |
| | | **421.65** | **1,290.40** |

## 4 OTHER NON-CURRENT ASSETS

(Rs. in Lakhs)

| | | As at March 31, 2025 | As at March 31, 2024 |
|---|---|---|---|
| | a) Capital Advances | 338.21 | 591.55 |
| | b) Advances to Employees | 6.31 | 13.38 |
| | c) Hariom Employees Gratuity Trust | 31.91 | 18.89 |
| | d) Deposit with Govt. Authorities | 61.31 | 1.31 |
| | **Total** | **437.73** | **625.12** |
| 4.1 | Advances due from officer of the company | 5.00 | 8.07 |

# NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2025

## 5 INVENTORIES

(Rs. in Lakhs)

| | As at March 31, 2025 | As at March 31, 2024 |
|---|---|---|
| Raw materials | 14,537.70 | 8,281.79 |
| Finished goods | 22,923.13 | 16,127.68 |
| Stores, spares and consumables | 4,874.38 | 5,013.98 |
| Scrap & Wastage | 335.16 | 230.53 |
| **Total** | **42,670.37** | **29,653.98** |

**5.1** All the above inventories are secured as a primary security against working capital finance and as collateral securities against property, plant and equipment (except vehicle loans from other banks/financial institutions ) to Canara bank and HDFC Bank

**5.2** For mode of valuation of inventories, please refer note 1(r) of the Material accounting policies

(Rs. in Lakhs)

| **5.3 Details of stock-in-transit:** | As at March 31, 2025 | As at March 31, 2024 |
|---|---|---|
| Raw materials | 6,238.52 | 1,989.95 |
| **Total** | **6,238.52** | **1,989.95** |

## 6 TRADE RECEIVABLES

(Rs. in Lakhs)

| | As at March 31, 2025 | As at March 31, 2024 |
|---|---|---|
| a) Considered Good-Secured | - | - |
| b) Considered Good-Unsecured | 20,249.10 | 12,207.31 |
| c) Significant increase in Credit Risk | - | - |
| b) Credit Impaired | - | - |
| **Total** | **20,249.10** | **12,207.31** |
| Less: Allowance for Credit loss | - | - |
| **Total** | **20,249.10** | **12,207.31** |

### 6.1 Ageing of trade receivable are as follows:

### As at March 31, 2025

(Rs. in Lakhs)

| Particulars | Less than 6 months | 6 months and 1 year | 1 year to 2 year | 2 years to 3 years | More than 3 years | Total |
|---|---|---|---|---|---|---|
| (i) Undisputed Trade receivables – considered good | 20,249.10 | - | - | - | - | 20,249.10 |
| (ii) Undisputed Trade Receivables – which have significant increase in credit risk | - | - | - | - | - | - |
| (iii) Undisputed Trade Receivables – credit impaired | - | - | - | - | - | - |
| (iv) Disputed Trade Receivables– considered good | - | - | - | - | - | - |
| (v) Disputed Trade Receivables – which have significant increase in credit risk | - | - | - | - | - | - |
| (vi) Disputed Trade Receivables – credit impaired | - | - | - | - | - | - |

# NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
for the year ended March 31, 2025

### As at March 31, 2024

(Rs. in Lakhs)

| Particulars | Less than 6 months | 6 months and 1 year | 1 year to 2 year | 2 years to 3 years | More than 3 years | Total |
|---|---|---|---|---|---|---|
| (i) Undisputed Trade receivables – considered good | 12,207.31 | - | - | - | - | 12,207.31 |
| (ii) Undisputed Trade Receivables – which have significant increase in credit risk | | - | - | - | - | - |
| (iii) Undisputed Trade Receivables – credit impaired | | - | - | - | - | - |
| (iv) Disputed Trade Receivables– considered good | | - | - | - | - | - |
| (v) Disputed Trade Receivables – which have significant increase in credit risk | | - | - | - | - | - |
| (vi) Disputed Trade Receivables – credit impaired | | - | - | - | - | - |

6.2 Trade receivable include the amounts due from a firm in which the directors are partners.

6.3 All the above trade receivables are secured as a primary security against working capital finance and as collateral securities against property, plant and equipment (except vehicle loans from other banks/financial institutions) to Canara bank and HDFC Bank.

6.4 There are no outstanding receivables due from directors or other officers of the Company.

## 7(A) CASH AND CASH EQUIVALENTS

(Rs. in Lakhs)

| | As at March 31, 2025 | As at March 31, 2024 |
|---|---|---|
| Cash on Hand | 10.96 | 23.64 |
| **Balance with banks** | | |
| On Current accounts | 2,590.32 | 154.34 |
| **Total** | **2,601.28** | **177.97** |

7(a)(i) Cash and bank balances are in INR, except with Kasikorn Bank (Thailand), which is held in Thai Baht and presented in INR.

## 7(B) BANK BALANCES OTHER THAN CASH AND CASH EQUIVALENTS

(Rs. in Lakhs)

| | As at March 31, 2025 | As at March 31, 2024 |
|---|---|---|
| In fixed deposits with maturity of more than 3 months but less than 12 months | 2,477.35 | 3,001.00 |
| **Total** | **2,477.35** | **3,001.00** |

7(b)(i) The above deposits is under lien as cash collateral security with Canara and HDFC Bank.

## 8 OTHER FINANCIAL ASSETS

(Rs. in Lakhs)

| | As at March 31, 2025 | As at March 31, 2024 |
|---|---|---|
| **(Unsecured, considered good)** | | |
| Interest Accrued on Fixed Deposit | 74.95 | 230.34 |
| **Total** | **74.95** | **230.34** |

# NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2025

## 9 OTHER CURRENT ASSETS

(Rs. in Lakhs)

| | As at March 31, 2025 | As at March 31, 2024 |
|---|---|---|
| (Unsecured, considered good) | | |
| (a) Advances other than capital advances | | |
| (i) Security deposits with electricity board | 728.29 | 725.19 |
| (ii) Security deposits against Rent (Refer note 10.2) | 3,014.38 | - |
| (iii) Advance to suppliers | 733.50 | 118.90 |
| (iv) Advances to Employees (Refer note 10.3) | 31.84 | 37.64 |
| (v) Others: | | |
| Prepaid expenses | 88.70 | 103.72 |
| Balances with government authorities | | |
| (i) Goods and services tax (GST) credit receivable | 2,480.81 | 1,786.58 |
| (ii) Sales-tax receivable | 0.85 | 0.85 |
| (iii) Excise Duty | 0.07 | 0.07 |
| (iv) Income tax receivable | 115.20 | 115.20 |
| **Total** | **7,193.62** | **2,888.15** |

**9.1** No advances are due from directors of the company, firms in which a director is a partner or private companies in which director is a director or a member either severally or jointly with any other person.

**9.2** The Board of Directors of the Company in its meeting held on May 27, 2024 approved purchase of factory buildings, plant and machinery and other operating assets, of Ultra Pipes, a partnership firm and a related party, for a consideration of Rs. 4,016.00 Lakhs. The Company and Ultra Pipes executed an Asset Transfer Agreement ("ATA") dated June 12, 2024, on a part payment of Rs. 3,000 Lakhs, subject to approvals of the statutory, regulatory, legal and other authorities. However, due to certain legal issues pertaining to the transfer of leasehold land on which the factory building had been constructed, the stamp authorities did not register the above agreement & thus due to business expediency and synergy, the acquisition was modified by execution of cancellation deed (dated March 07, 2025) & a fresh long term 99 years lease agreement was consented to be executed on the revised terms as approved by the board of directors and audit committee since close of the year

The balance of security deposits above includes the amount of security deposits kept/maintained against the proposed lease arrangements.

The same being a related party transaction, the disclosure is also made as a related party transaction in accordance with the IND AS 24, "Related party disclosures". Please refer Note 31.

| | | |
|---|---|---|
| **9.3** Advances due from officers of the company | 3.07 | 2.90 |

## 10 EQUITY SHARE CAPITAL

(Rs. in Lakhs)

| Note no. | Particulars | As at March 31, 2025 | | As at March 31, 2024 | |
|---|---|---|---|---|---|
| | | No. of Shares | Amount | No. of Shares | Amount |
| **10.1** | **Authorised Equity Share capital** | | | | |
| | Equity Shares of Rs.10/- each with voting rights | **36,683,800** | **3,668.38** | **36,683,800** | **3,668.38** |
| **10.2** | **Issued Subscribed & Paid Up Capital** | | | | |
| | Equity Shares of Rs.10/- each with voting rights | **30,967,289** | **3,096.73** | **28,865,126** | **2,886.51** |

### 10.3 Reconciliation of no. of equity shares at the beginning and at the end of the year

| Particulars | As at March 31, 2025 | | As at March 31, 2024 | |
|---|---|---|---|---|
| | No. of Shares | Amount | No. of Shares | Amount |
| At the beginning of the year | 28,865,126 | 2,886.51 | 27,615,629 | 2,761.56 |
| (a) Fresh issue of shares | | - | 2,750 | 0.27 |
| (b) Shares Warrant Converted to Equity Shares | 2,102,163 | 210.22 | 1,246,747 | 124.67 |
| At the year end March 31, | **30,967,289** | **3,096.73** | **28,865,126** | **2,886.51** |

### 10.4Note: Allotment and Completion of Preferential Issue

During financial year ended March 31, 2025, the Company allotted 21,02,163 equity shares (out of 33,55,625 convertible warrants) upon conversion of warrants, pursuant to the preferential issue. Against these conversions, the Company received the balance 75% of the consideration amounting to Rs. 5,439.35 lakhs.

# NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2025

As of the final due date for conversion, i.e., September 30, 2024, a total of 6,715 warrants remained unexercised. The upfront amount of Rs. 5.79 lakhs received against these unexercised warrants was forfeited, as the balance consideration of Rs. 17.37 lakhs was not received within the stipulated timeframe.

Accordingly, the entire preferential issue process—including allotment of equity shares, receipt of full consideration, conversion of warrants, and forfeiture of unexercised warrants—has been duly completed and appropriately accounted for as of the reporting date.

### 10.5 Equity shareholders holding more than 5% equity shares:

| Particulars | As at March 31, 2025 | | As at March 31, 2024 | |
|---|---|---|---|---|
| | % of shares | No. of shares | % of shares | No. of shares |
| Rupesh Kumar Gupta | 14.45% | 4,473,867 | 14.53% | 4,193,847 |
| Sailesh Gupta | 10.39% | 3,216,222 | 10.17% | 2,936,222 |
| Malabar India Fund Limited | 9.17% | 2,840,000 | 5.62% | 1,622,500 |
| Rupesh Kumar./Shailesh Gupta./Rakesh Kumar Gupta | 7.53% | 2,333,338 | 8.08% | 2,333,338 |
| Rakesh Kumar Gupta | 6.43% | 1,990,098 | 5.68% | 1,640,000 |
| Ansh Commerce Private Limited | 6.40% | 1,981,665 | 6.87% | 1,981,665 |

### 10.6 Shareholding by Promotors:

**Equity Shares:**

**As at March 31, 2025**

| Shares held by promoters at the period end | | | % Change during the year |
|---|---|---|---|
| Promoter Name | No. of Shares | (*) %of total shares | |
| Rupesh Kumar Gupta | 4,473,867 | 14.45% | -0.08% |
| Sailesh Gupta | 3,216,222 | 10.39% | 0.22% |

* The change in promoters' shareholding is due to allotment of equity shares on conversion of preferential warrants. Although the number of shares held by promoters increased, their percentage holding remained largely unchanged due to a proportionate increase in total share capital. There has been no sale or transfer of shares by the promoters during the year.

**As at March 31, 2024**

| Shares held by promoters at the end of the year | | | % Change during the year |
|---|---|---|---|
| Promoter Name | No. of Shares | (*) %of total shares | |
| Rupesh Kumar Gupta | 4,193,847 | 14.53% | -0.66% |
| Sailesh Gupta | 2,936,222 | 10.17% | -0.46% |

*The change in the promoters shareholding in percentage terms is due to issue of equity shares to other members during the year.

**10.7** The above shareholding represents both legal and beneficial ownerships of shares, as per records of the company, including its register of shareholders/members and other declarations received from shareholders regarding beneficial interest

### 10.8 Terms/rights attached to equity shares:

Each holder of equity share is entitled to (i) voting rights, (ii) dividends if any declared by the board subject to approval of the shareholders (except in case of interim dividends), and (iii) proportionate share in the distribution of surplus assets of the company after payment of all preferential payments, on the liquidation.

| | Particulars | As at March 31, 2025 | As at March 31, 2024 |
|---|---|---|---|
| 10.9 | The aggregate number of equity shares allotted as fully paid up by way of bonus shares in immediately preceding five years, as at the year end | - | - |
| 10.10 | The aggregate number of equity shares issued pursuant to contract, without payment being received in cash in immediately preceding five years ended | - | - |
| 10.11 | The aggregate number of equity shares brought back in immediately preceding five years ended | - | - |

### 10.12 Capital Management

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

# NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2025

## 11 OTHER EQUITY

(Rs. in Lakhs)

| Particulars | Share Application Money pending Allotment | Equity component of compound financial instruments | Capital Redemption Reserves | Reserves and surplus | | | Money received against Share Warrants | Total |
|---|---|---|---|---|---|---|---|---|
| | | | | Capital Reserve | Securities premium | Retained Earnings | | |
| Balance as at April 1, 2024 | 0.00 | 84.19 | 36.62 | - | 24,273.15 | 17,312.37 | 1,818.91 | 43,525.24 |
| Additions during the year: | | | | | | | | |
| (a) Total Comprehensive Income for the year | - | - | - | - | - | 6,171.66 | - | 6,171.66 |
| (b) Dividend | - | - | - | - | - | (185.75) | | (185.75) |
| (c) Premium on issue of equity shares | - | - | - | - | - | - | - | - |
| (d) Premium on Conversion of Warrants to equity shares | | | - | - | 7,042.25 | - | - | 7,042.25 |
| (e) Share issue expenses | - | - | - | - | (569.59) | - | - | (569.59) |
| (f) Share Application Money pending Allotment (Equities and Warrants) | - | - | - | - | - | - | - | - |
| (g) Money Reveived Against Share Warrants (refer note 12.2) | - | - | - | - | - | - | 5,439.35 | 5,439.35 |
| (h) Share Warrants converted into equity Shares (refer note 12.2) | - | - | - | - | - | - | (7,252.46) | (7,252.46) |
| (i) Forfeiture of Share Warrant Money on Non-Exercise of Conversion Option (refer note 12.2) | - | - | - | 5.79 | - | - | (5.79) | - |
| | **-** | **-** | **-** | **5.79** | **6,472.65** | **5,985.91** | **(1,818.91)** | **10,645.45** |
| **Balance as at March 31, 2025** | **0.00** | **84.19** | **36.62** | **5.79** | **30,745.80** | **23,298.28** | **-** | **54,170.69** |
| Balance as at April 1, 2023 | 15.09 | 84.19 | 36.62 | - | 20,103.09 | 11,628.36 | 2,887.76 | 34,755.10 |
| Additions during the year: | | | | | | | | - |
| (a) Total Comprehensive Income for the year | - | - | - | - | - | 5,684.02 | - | 5,684.02 |
| (b) Premium on issue of equity shares | - | - | - | - | 9.21 | - | - | 9.21 |
| (c) Premium on Conversion of Warrants to equity shares | | | - | - | 4,176.60 | - | - | 4,176.60 |
| (d) Share issue expenses | - | - | - | - | (15.75) | - | - | (15.75) |
| (e) Share Application Money pending Allotment (Equities and Warrants) | (15.09) | - | - | - | - | - | - | (15.09) |
| (f) Money Reveived Against Share Warrants (refer note 12.2) | | - | - | - | - | - | 3,232.43 | 3,232.43 |
| (g) Share Warrants converted into equity Shares (refer note 12.2) | | - | - | - | - | - | (4,301.28) | (4,301.28) |
| | **(15.09)** | **-** | **-** | **-** | **4,170.06** | **5,684.02** | **(1,068.85)** | **8,770.14** |
| **Balance as at March 31, 2024** | **0.00** | **84.19** | **36.62** | **-** | **24,273.15** | **17,312.37** | **1,818.91** | **43,525.24** |

### 11.1 Term and conditions of compound financial instruments - Preference Shares

**0 % Series A Redeemable Non Cumulative Preference Shares**

33,16,200 .0% Series A Redeemable Non Cumulative Preference Shares of Rs. 10 each

**Terms and conditions**

i) The 0% Series A Redeemable Preference Shares of Rs. 10/- be redeemed at par, without any premium, and shall be redeemed by the Company at any time within 20 years from the date of issue.

ii) The 0% Series A Redeemable Preference Shares of Rs. 10/- shareholders are vested with right of put option for redemption of share at any time, before the company calls for redemption.

# NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
for the year ended March 31, 2025

iii) These preference shareholders have voting rights only in respect of certain matters as per the provisions of Section 47(2) of the Act.

iv The RNCPS are non-participating shares in the surplus funds;

v) The RNCPS carry a preferential right vis-a-vis Equity Shares of the Company with respect to repayment in case of winding up or repayment of capital.

### 11.2 Issue of Shares on conversion of Share warrants:

The Company had issued a total of 33,55,625 Share Warrants, each convertible into one Equity Share of face value Rs. 10, at a premium of Rs. 335 per share, upon fulfillment of the terms and conditions of the allotment. As per the terms of issue, 25% of the consideration was received upfront as application money, with the balance 75% payable within 18 months from the date of allotment. Pursuant to receipt of the balance consideration, the Company allotted 12,46,747 equity shares during the financial year ended March 31, 2024, and 21,02,163 equity shares during the financial year ended March 31, 2025, at a premium of Rs. 345 per equity share. However, 6,715 Share Warrants were not exercised within the stipulated period. Accordingly, the upfront amount of 25% received on such warrants has been forfeited in line with the terms of the issue.

### 11.3 Nature and purpose of creation and utilisation of reserves

11.3.1 **Capital Reserve:** Capital reserve is created out of capital profits which are not earned through the normal course of business operations. These include profits from forfeiture of shares, gain on sale of fixed assets, government grants treated as promoter contribution, or other capital nature transactions. The reserve is not available for distribution as dividend but may be utilised for specific purposes such as issue of fully paid bonus shares, in accordance with applicable laws.

11.3.2 **Securities Premium:** Securities premium is created on excess amount received over and above the face value on issue of the shares and securities. The securities premium can be utilised in accordance with the provisions of Section 52 of the Companies Act 2013. These include issue of bonus shares and writing of expenses incurred such as commission etc. on issue of shares/securities.

11.3.3 **Capital Redemption Reserve(CRR):** The Companies Act, 2013 requires that when a Company purchases its own shares out of free reserves or securities premium account, a sum equal to the nominal value of the shares so purchased shall be transferred to a capital redemption reserve. The reserve is utilised in accordance with the provisions of Section 69 of the Companies Act, 2013.

11.3.4 **Retained Earnings:** Retained earnings are the profits (including Other Comprehensive income) that the company has earned till date, less any transfer to general reserve, dividends or other distribution or the distributions paid to the shareholders.

## 12 BORROWINGS - NON CURRENT

(Rs. in Lakhs)

| | As at March 31, 2025 | As at March 31, 2024 |
|---|---|---|
| **Secured:** | | |
| **(a) Term Loans:** | | |
| (i) From Banks - | | |
| (a) From Canara Bank (Other than Vehicle loans) (Refer Note No. 12.1.1) | 6,135.94 | 7,938.68 |
| (b) From HDFC Bank | | |
| Other than Vehicle loans) (Refer Note No. 12.1.2) | 2,940.06 | 3,723.08 |
| Vehicle Loans (Refer Note No. 12.1.3) | 120.42 | 156.08 |
| | **9,196.41** | **11,817.84** |
| (ii) From Others - (Refer Note No. 12.1.4) | | |
| **Unsecured:** | | |
| **(b) Loans from related parties (Refer note:- 12.2)** | | |
| - From Directors | - | 29.12 |
| **(c) Compound financial instruments - Preference shares (Refer note:- 12.3 & 12.4)** | 133.15 | 123.86 |
| **Total** | **9,329.56** | **11,970.82** |

# NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2025

## 12.1 Note (i) Term and conditions for repayment of loan

(Rs. in Lakhs)

| | As at March 31, 2025 | | As at March 31, 2024 | |
|---|---|---|---|---|
| | Non Current | Current | Non Current | Current |
| 12.1.1 Term Loan is Secured by Primary Charge on Equitable Mortgage of all Land & Building, existing Plant & Machinery and Other Fixed Assets, Present & future except for the Fixed assets located at Plot No. B-15 to B-28, SIPCOT Industrial Growth Centre, Perundurai, ERODE(Distt.), Tamilnadu-638052. Further the said term loan is secured by pari pasu charge with HDFC bank on the entire present and future current assets of the company and also guaranteed by two Directors of the Company and their family members. The loan is taken from Canara Bank and is repayable in 58 monthly instalments starting from Jun'2019 till Jun' 2024. Applicable Rate of Interest for the FY 2024-25 is 9.60% (Applicable Rate of Interest for FY 2023-24 was 9.60%) | - | - | - | 158.42 |
| Term Loan is Secured by Primary Charge on Equitable Mortgage of all Land & Building, existing Plant & Machinery and Other Fixed Assets, Present & future except for the Fixed assets located at Plot No. B-15 to B-28, SIPCOT Industrial Growth Centre, Perundurai, ERODE(Distt.), Tamilnadu-638052. Further the said term loan is secured by pari pasu charge with HDFC bank on the entire present and future current assets of the company and also guaranteed by two Directors of the Company and their family members. The loan is taken from Canara Bank and is repayable in 48 monthly instalments starting from Jan'2024 till Dec' 2027. Applicable Rate of Interest for the FY 2024-25 is 9.35% (Applicable Rate of Interest for FY 2024-25 is 9.35%) | 493.94 | 281.91 | 728.88 | 328.66 |
| Term Loan is Secured by Primary Charge on Equitable Mortgage of all Land & Building, existing Plant & Machinery and Other Fixed Assets, Present & future except for the Fixed assets located at Plot No. B-15 to B-28, SIPCOT Industrial Growth Centre, Perundurai, ERODE(Distt.), Tamilnadu-638052. Further the said term loan is secured by pari pasu charge with HDFC bank on the entire present and future current assets of the company and also guaranteed by two Directors of the Company and their family members. The loan is taken from Canara Bank and is repayable in 84 monthly instalments . Applicable Rate of Interest for the FY 2024-25 is 11.03% (Applicable Rate of Interest for FY 2023-24 is 9.75%) | 5,642.00 | 1,325.28 | 6,967.84 | 1,086.20 |
| Term Loan is Secured by Primary Charge on Equitable Mortgage of all Land & Building, existing Plant & Machinery and Other Fixed Assets, Present & future except for the Fixed assets located at Plot No. B-15 to B-28, SIPCOT Industrial Growth Centre, Perundurai, ERODE(Distt.), Tamilnadu-638052. Further the said term loan is secured by pari pasu charge with HDFC bank on the entire present and future current assets of the company and also guaranteed by two Directors of the Company and their family members. The loan is taken from Canara Bank and is repayable in 48 monthly instalments starting from Apr'2021 till Mar' 2025. Applicable Rate of Interest for the FY 2024-25 is 13.41% (Applicable Rate of Interest for FY 2023-24 is 13.41%%) | - | - | - | 240.41 |
| Term Loan is Secured by Primary Charge on Equitable Mortgage of all Land & Building, existing Plant & Machinery and Other Fixed Assets, Present & future except for the Fixed assets located at Plot No. B-15 to B-28, SIPCOT Industrial Growth Centre, Perundurai, ERODE(Distt.), Tamilnadu-638052. Further the said term loan is secured by pari pasu charge with HDFC bank on the entire present and future current assets of the company and also guaranteed by two Directors of the Company and their family members. The loan is taken from Canara Bank and is repayable in 48 monthly instalments starting from Apr'2022 till Mar' 2026. Applicable Rate of Interest for the FY 2024-25 is 9.28% (Applicable Rate of Interest for FY 2023-24 is 9.28%) | 0.00 | 241.96 | 241.96 | 241.90 |
| **Total (a)** | **6,135.94** | **1,849.15** | **7,938.68** | **2,055.58** |

# NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2025

(Rs. in Lakhs)

| | | As at March 31, 2025 | | As at March 31, 2024 | |
|---|---|---|---|---|---|
| | | Non Current | Current | Non Current | Current |
| | Term Loan is Secured by Primary Charge on Equitable Mortgage of Factory Land and Building, Plant & Machinery and Other Fixed Assets, Present and Future located at - Plot No. B-15 to B-28, SIPCOT Industrial Growth Centre, Perundurai, ERODE(Distt.), Tamilnadu-638052.Further the said term loan is secured by pari pasu charge with canara bank on the entire present and future current assets of the company and also guaranteed by two Directors of the Company and their family members. Loan is taken from HDFC Bank and is repayable in 72 monthly instalments . Applicable Rate of Interest for the FY 2024-25 is 8.52%. (Applicable Rate of Interest for FY 2023-24 is 8.82%) | 2,940.06 | 809.80 | 3,723.08 | 816.37 |
| | **Total (b)** | **2,940.06** | **809.80** | **3,723.08** | **816.37** |
| 12.1.2 | Secured by Primary Charge on Vehicle Purchased out of Loan. Loan taken from HDFC Bank is repayable in 48 monthly instalments till May' 2026. Applicable Rate of Interest is 7.35% | 0.59 | 3.38 | 3.96 | 3.14 |
| | Secured by Primary Charge on Vehicle Purchased out of Loan. Loan taken from HDFC Bank is repayable in 48 monthly instalments till June' 2026. Applicable Rate of Interest is 7.60% | 1.15 | 4.39 | 5.54 | 4.07 |
| | Secured by Primary Charge on Vehicle Purchased out of Loan. Loan taken from HDFC Bank is repayable in 48 monthly instalments till September' 2026. Applicable Rate of Interest is 8.15% | 2.17 | 4.08 | 6.25 | 3.76 |
| | Secured by Primary Charge on Vehicle Purchased out of Loan. Loan taken from HDFC Bank is repayable in 60 monthly instalments till February' 2028. Applicable Rate of Interest is 8.50% | 15.40 | 7.10 | 22.50 | 6.52 |
| | Secured by Primary Charge on Vehicle Purchased out of Loan. Loan taken from HDFC Bank is repayable in 60 monthly instalments till April' 2028. Applicable Rate of Interest is 8.40% | 32.38 | 13.65 | 46.03 | 12.55 |
| | Secured by Primary Charge on Vehicle Purchased out of Loan. Loan taken from HDFC Bank is repayable in 60 monthly instalments till June' 2028. Applicable Rate of Interest is 8.60% | 28.56 | 11.03 | 39.59 | 10.12 |
| | Secured by Primary Charge on Vehicle Purchased out of Loan. Loan taken from HDFC Bank is repayable in 60 monthly instalments till July' 2028. Applicable Rate of Interest is 8.60% | 13.08 | 4.85 | 17.94 | 4.46 |
| | Secured by Primary Charge on Vehicle Purchased out of Loan. Loan taken from HDFC Bank is repayable in 60 monthly instalments till July' 2028. Applicable Rate of Interest is 8.70% | 10.42 | 3.86 | 14.28 | 3.54 |
| | Secured by Primary Charge on Vehicle Purchased out of Loan. Loan taken from HDFC Bank is repayable in 60 monthly instalments till Nov' 2029. Applicable Rate of Interest is 8.60% | 16.66 | 3.68 | - | - |
| | **Total (d)** | **120.42** | **56.01** | **156.08** | **48.16** |
| | **Total Secued Burrowings (a+b+c+d)** | **9,196.41** | **2,714.96** | **11,817.84** | **2,920.12** |
| | **Note (ii) Term and conditions for repayment of loan other than bank as follows:-** | | | | |
| **12.1.4** | Vehicle Purchased out of Loan. Loan taken from Kotak Mahindra Prime Ltd. is repayable in 36 monthly instalments till Feb'2025. Applicable Rate of Interest is 7.15% | - | - | - | 5.68 |
| | **Total Unsecured Burrowings (e)** | **-** | **-** | **-** | **5.68** |
| **12.2** | The Company has received unsecured loans from Directors, classified under long-term borrowings, to support business operations. | - | - | 29.12 | - |

**12.3** "The Company had issued 0% Redeemable Non-Cumulative Preference Shares (NCPS) during FY 2015–16, which are classified as compound financial instruments in accordance with Ind AS 32. These shares were originally redeemable at the discretion of the Company at varying premium rates depending on the period of redemption.
During FY 2021–22, the terms of redemption were modified with shareholder consent to remove the redemption premium and extend the maturity period to 20 years from the date of issue. The modification was duly approved and filed with the Ministry of Corporate Affairs.
There has been no redemption or change in terms during the current financial year. The outstanding NCPS continue to be classified as compound financial instruments and measured accordingly in the financial statements.

**12.4** For terms and conditions for Compound financial instruments, Refer note no. 11.1

# NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2025

## 13 PROVISIONS

(Rs. in Lakhs)

| | As at March 31, 2025 | As at March 31, 2024 |
|---|---|---|
| - for Employee Gratuity | 71.67 | 44.33 |
| **Total** | **71.67** | **44.33** |

## 14 DEFERRED TAX LIABILITIES (NET)

(Rs. in Lakhs)

| | As at March 31, 2025 | As at March 31, 2024 |
|---|---|---|
| Balance in the beginning (Net) | | |
| Add: Deferred tax recognised in Profit and Loss account | 823.64 | 424.30 |
| **Balance at the year end (Net)** | 198.52 | 399.34 |
| **14.1** For Components of deferred tax (assets) and liabilities please refer note no.28 | **1,022.16** | **823.64** |

## 15 BORROWINGS - CURRENT

(Rs. in Lakhs)

| | As at March 31, 2025 | As at March 31, 2024 |
|---|---|---|
| **Secured:** | | |
| **(a) Loans repayable on demand** | | |
| From banks: - | | |
| (i) Cash Credit facilities | 27,762.67 | 22,191.92 |
| (ii) Bills discounted | 225.00 | - |
| | **27,987.67** | **22,191.92** |
| **(b) Current maturities of long term borrowings towards:** | | |
| (i) Secured - Banks | 2,714.96 | 2,920.12 |
| (ii) Unsecured | | |
| - Other than Banks | - | 5.68 |
| **Total Current Maturities for Long term Burrowing (Secured + Unsecured)** | **2,714.96** | **2,925.80** |
| **Total** | **30,702.63** | **25,117.72** |

**15.1** The above loans are secured by way of hypothecation of inventories and receivables and by secondary charge on other property, plant and equipment's. These are also guaranteed by the personal guarantees of the two directors and their relatives

**15.2** The quarterly returns/ statements read with subsequent revisions filed by the Company with the banks are in agreement with the books of accounts.

## 16 Trade payable

### As at March 31, 2025

(Rs. in Lakhs)

| Undisputed: | Less than 1 year | 1-2 years | 2-3 years | More than 3 years | Total |
|---|---|---|---|---|---|
| MSE | 74.50 | - | - | - | 74.50 |
| Others | 18,564.27 | - | - | - | 18,564.27 |
| Disputed dues - MSE | - | - | - | - | - |
| Disputed dues - Others | - | - | - | - | - |
| Unbilled Dues | - | - | - | - | - |

# NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
for the year ended March 31, 2025

### As at March 31, 2024

(Rs. in Lakhs)

| Undisputed: | Less than 1 year | 1-2 years | 2-3 years | More than 3 years | Total |
|---|---|---|---|---|---|
| MSE | 97.47 | - | - | - | 97.47 |
| Others | 1,793.33 | - | - | - | 1,793.33 |
| Disputed dues - MSE | - | - | - | - | - |
| Disputed dues - Others | - | - | - | - | - |
| Unbilled Dues | - | - | - | - | - |

16.1 The amount due to Micro and small enterprises as defined in 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. The disclosures relating to Micro and Small Enterprises are as below:

(Rs. in Lakhs)

| 16.2 Particulars | As at March 31, 2025 | As at March 31, 2024 |
|---|---|---|
| (i) The principal amount remaining unpaid to supplier as at the end of the year | 74.50 | 97.47 |
| (ii) The interest due thereon remaining unpaid to supplier as at the end of the year | - | - |
| (iii) The amount of interest-due and payable for the period of delay in making payment (which have been paid beyond the appointed day during the year) but without adding the interest specified under this Act | - | - |
| (iv) The amount of interest accrued during the year and remaining unpaid at the end of the year | - | - |
| (v) The amount of interest remaining due and payable to suppliers disallowable as deductible expenditure under Income Tax Act, 1961 | - | - |
| **Total** | **74.50** | **97.47** |
| **16.3** Trade payable include the amounts due to a firm in which the directors are partners | - | - |

## 17 OTHER FINANCIAL LIABILITIES

(Rs. in Lakhs)

| | As at March 31, 2025 | As at March 31, 2024 |
|---|---|---|
| Payable to Capital Goods Suppliers | | |
| Dues to micro and small enterprises | 119.32 | 76.10 |
| Dues to other than micro enterprises and small enterprises | 708.95 | 607.22 |
| Other Liabilities for Outstanding Expenses | 267.12 | 376.21 |
| Unclaimed dividends | 0.12 | - |
| **Total** | **1,095.51** | **1,059.53** |

**17.1** The amount due to Micro and small enterprises as defined in 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. The disclosures relating to Micro and Small Enterprises are as below:

(Rs. in Lakhs)

| 17.2 Particulars | As at March 31, 2025 | As at March 31, 2024 |
|---|---|---|
| (i) The principal amount remaining unpaid to supplier as at the end of the year | 119.32 | 76.10 |
| (ii) The interest due thereon remaining unpaid to supplier as at the end of the year | - | - |
| (iii) The amount of interest-due and payable for the period of delay in making payment (which have been paid beyond the appointed day during the year) but without adding the interest specified under this Act | - | - |
| (iv) The amount of interest accrued during the year and remaining unpaid at the end of the year | - | - |
| (v) The amount of interest remaining due and payable to suppliers disallowable as deductible expenditure under Income Tax Act, 1961 | - | - |
| **Total** | **119.32** | **76.10** |

# NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2025

## 18 OTHER CURRENT LIABILITIES

(Rs. in Lakhs)

| | As at March 31, 2025 | As at March 31, 2024 |
|---|---|---|
| (a) Statutory dues payable | 168.32 | 173.95 |
| (b) Advance from customers | 508.49 | 109.15 |
| **Total** | **676.81** | **283.10** |

**18.1** Statutory dues primarily relate to GST, tax deducted at source, Tax collected at source, ESI, Provident fund and Professional tax

## 19 PROVISIONS

(Rs. in Lakhs)

| | As at March 31, 2025 | As at March 31, 2024 |
|---|---|---|
| - for Employee gratuity | 6.26 | 5.00 |
| **Total** | **6.26** | **5.00** |

## 20 CURRENT TAX LIABILITIES (NET)

(Rs. in Lakhs)

| | As at March 31, 2025 | As at March 31, 2024 |
|---|---|---|
| **Provision for tax (net of taxes paid)** | **759.37** | **295.79** |

## 21 REVENUE FROM OPERATIONS

(Rs. in Lakhs)

| | For the year ended March 31, 2025 | For the year ended March 31, 2024 |
|---|---|---|
| (a) Sale of Steel and Steel products (Refer note 21.1 below) | | |
| MS Tubes | 49,850.86 | 42,627.75 |
| Scaffolding | 1,945.36 | 2,539.55 |
| GP/CR Pipe & Coil | 80,426.84 | 60,989.25 |
| Other Steel Products | 3,481.83 | 9,162.22 |
| **Total** | **135,704.88** | **115,318.77** |
| **21.1 (i) Sales of Products** | | |
| Gross Sales | 167,789.33 | 144,496.05 |
| **Total** | **167,789.33** | **144,496.05** |
| Less: Taxes & Duties | 24,705.62 | 20,686.75 |
| Less: Internal Stock Transfer | 7,378.83 | 8,490.54 |
| **Revenue from operations** | **135,704.88** | **115,318.77** |

## 22 OTHER INCOME

(Rs. in Lakhs)

| | For the year ended March 31, 2025 | For the year ended March 31, 2024 |
|---|---|---|
| (a) Interest income (at amortised cost) | 243.69 | 383.18 |
| (b) Gain on foreign currency transactions (net) | 20.89 | 129.34 |
| (c) Gain on Sale of PPE | 24.89 | 7.19 |
| **Total** | **289.47** | **519.71** |

# NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2025

## 23 COST OF MATERIALS CONSUMED

(Rs. in Lakhs)

| | For the year ended March 31, 2025 | For the year ended March 31, 2024 |
|---|---|---|
| (a) Raw materials consumed: | | |
| Opening stock | 8,281.79 | 6,776.08 |
| Add: Purchases during the year | 119,139.83 | 103,377.55 |
| | **127,421.62** | **110,153.63** |
| Less: Internal Stock Transfer | 7,378.83 | 8,490.54 |
| Less: Closing Stock | 14,537.70 | 8,281.79 |
| | **21,916.53** | **16,772.33** |
| **Raw materials consumed (a)** | **105,505.09** | **93,381.30** |
| (b) Stores & Spares consumed: | | |
| Opening stock | 5,013.98 | 5,677.53 |
| Add: Purchases during the year | 5,039.23 | 596.76 |
| | **10,053.21** | **6,274.29** |
| Less: Closing Stock | 4,874.38 | 5,013.98 |
| Stores and spares consumed (b) | 5,178.83 | 1,260.31 |
| **Total cost of materials consumed (a)+(b)** | **110,683.93** | **94,641.61** |

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

(Rs. in Lakhs)

| | For the year ended March 31, 2025 | For the year ended March 31, 2024 |
|---|---|---|
| **Finished goods:** | | |
| Opening stock | 16,358.21 | 8,763.70 |
| Less: Closing Stock | 23,258.29 | 16,358.21 |
| **(Increase)/decrease in inventories** | **(6,900.08)** | **(7,594.51)** |

## 25 EMPLOYEE BENEFITS EXPENSE

(Rs. in Lakhs)

| | For the year ended March 31, 2025 | For the year ended March 31, 2024 |
|---|---|---|
| (a) Salaries and wages | | |
| - Salaries and Wages | 4,405.24 | 3,549.31 |
| - Remuneration to Directors | 324.00 | 646.22 |
| | **4,729.24** | **4,195.53** |
| (b) Contribution To Provident And Other Funds | 238.33 | 202.72 |
| (c) Staff welfare expenses | 72.37 | 69.64 |
| **Total** | **5,039.95** | **4,467.89** |

Note: In alignment with the Company's interests, the management has voluntarily forgone the commission for the year; hence, no provision has been made.

# NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
for the year ended March 31, 2025

## 26 FINANCE COSTS

(Rs. in Lakhs)

| | For the year ended March 31, 2025 | For the year ended March 31, 2024 |
|---|---|---|
| **(a) Interest expense:** | | |
| (i) Term Loans | 1,274.43 | 1,249.02 |
| (ii) Vehicle Loans | 16.23 | 16.80 |
| (iii) Cash Credit Facilities | 2,254.40 | 1,795.83 |
| (iv) LC Commission/Bill Discounted Charges | 758.06 | 142.29 |
| (v) Lease Liabilities | 10.89 | 11.29 |
| (vi) Finance Cost on Compound Financial Instruments | 9.29 | 8.64 |
| | **4,323.29** | **3,223.87** |
| **(b) Other financial costs** | 167.95 | 32.44 |
| **Total** | **4,491.24** | **3,256.32** |

## 27 OTHER EXPENSES

(Rs. in Lakhs)

| | For the year ended March 31, 2025 | For the year ended March 31, 2024 |
|---|---|---|
| (a) Communication Expenses | 10.79 | 9.70 |
| (b) Director Sitting Fees | 9.50 | 7.20 |
| (c) Commission Expenses | 20.72 | 6.91 |
| (d) Office Maintenance | 19.78 | 18.25 |
| (e) Printing & Stationary | 25.57 | 13.02 |
| (f) Security Services | 81.07 | 86.21 |
| (g) Advertisement and sales promotion | 238.62 | 284.01 |
| (h) Rent | 54.24 | 50.24 |
| (i) Travelling and conveyance | 232.70 | 211.38 |
| (j) Payment to auditors (refer note 28.1 below) | 19.90 | 19.60 |
| (k) Payment to tax auditor | 0.60 | 0.60 |
| (l) Payment to cost auditor | 0.55 | 0.70 |
| (m) Legal and professional charges | 161.55 | 80.68 |
| (n) Job Work Charges | 6.71 | - |
| (o) Production Factory Maintaince | 484.78 | 324.05 |
| (p) Repairs and Maintaince | | |
| (i) Building | 5.12 | 3.43 |
| (ii) Plant and machinery | 190.52 | 108.89 |
| (iii) Vehicles | 18.41 | 12.37 |
| (iv) Others | 12.43 | 18.93 |
| (q) Rates and taxes | 8.53 | 1.33 |
| (r) Filing and registration fee | 60.21 | 61.28 |
| (s) Corporate social responsibility (refer note 28.2 below) | 121.00 | 87.21 |
| (t) Insurance | 75.00 | 24.01 |
| (u) Miscellaneous Expenses | 25.32 | 27.39 |
| **Total** | **1,883.62** | **1,457.39** |

# NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2025

### 27.1 Payment to auditors

(Rs. in Lakhs)

| Particulars | For the year ended March 31, 2025 | For the year ended March 31, 2024 |
|---|---|---|
| For Statutory audit | 15.00 | 12.00 |
| For Taxation Matter | 3.00 | 4.00 |
| For Certification fee | 1.90 | 3.60 |
| | **19.90** | **19.60** |

**27.2** As per section 135 of the Companies Act, 2013 and rules made thereunder, the Company is required to spend at least 2% of average net profit of its past three years towards Corporate Social Responsibility (CSR). Details of CSR Expenditure are as under:

(Rs. in Lakhs)

| Particulars | For the year ended March 31, 2025 | For the year ended March 31, 2024 |
|---|---|---|
| (a) Amount required to be spent by the Company for the year | 121.82 | 84.38 |
| (b) Amount spent during the year: | | |
| (i) on purposes other than construction/acquisition of any asset) | 121.00 | 87.21 |
| (ii) for the purpose of acquisition/construction of assets | - | - |
| | **121.00** | **87.21** |
| (c) Shortfall at the year end (of CSR expenditure incurred) | 0.83 | - |
| (d) Total of previous year/period short fall | - | - |
| (e) Out of the above, expenses recognised in Statement of Profit and Loss | - | - |
| (i) Expenses actually incurred i.e. paid (cash) | 121.00 | 87.21 |
| (ii) Expenses incurred but not paid, i.e. provided for (Provision) | - | - |
| | **121.00** | **87.21** |
| The shortfall of Rs. 0.83 lakhs has been set off against the excess CSR expenditure of Rs. 2.83 lakhs carried forward from the financial year 2023–24, in accordance with Rule 7(3) of the Companies (CSR Policy) Rules, 2014. After the set-off, a balance excess of Rs. 2.00 lakhs remains available for future CSR obligations. | | |
| (f) Nature of CSR activities | | |
| (i) Education | 13.19 | 6.64 |
| (ii) Animal Welfare | 14.53 | 8.54 |
| (iii) Children Welfare | 63.11 | 5.00 |
| (iv) Ensuring Environmental sustainability | - | 0.34 |
| (v) Health Care | 30.17 | 15.68 |
| (vii) Restoration of buildings and sites of historical importance | - | 51.00 |
| | **121.00** | **87.21** |

## 28 DISCLOSURE PURSUANT TO IND AS 12 “INCOME TAXES”

(Rs. in Lakhs)

| | For the year ended March 31, 2025 | For the year ended March 31, 2024 |
|---|---|---|
| Current tax | 1,938.73 | 1,605.81 |
| Deferred tax | 198.83 | 397.97 |
| Tax for earlier periods | 0.06 | 52.52 |
| **Total** | **2,137.62** | **2,056.30** |

# NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2025

## (a) Income tax expenses - current and deferred tax

(Rs. in Lakhs)

| 1. Profit or Loss | For the year ended March 31, 2025 | For the year ended March 31, 2024 |
|---|---|---|
| **(i) Current Income tax:** | | |
| Current income tax expense | 1,938.73 | 1,605.81 |
| Tax expense of earlier years | 0.06 | 52.52 |
| **Total (i)** | **1,938.79** | **1,658.33** |
| **(ii) Deferred Tax:** | | |
| Tax expense on origination and reversal of temporary differences | 198.83 | 397.97 |
| **Total (ii)** | **198.83** | **397.97** |
| **Income tax expense reported in Profit or Loss [(i)+(ii)]** | **2,137.62** | **2,056.30** |

(Rs. in Lakhs)

| 2. Other comprehensive income (OCI) Section: | For the year ended March 31, 2025 | For the year ended March 31, 2024 |
|---|---|---|
| **(i) Items not to be reclassified to Profit or Loss in subsequent periods:** | | |
| Current tax expense/(income): | | |
| On measurement of defined benefit plans | (0.32) | 1.37 |
| **Income tax expense reported in the OCI section** | **(0.32)** | **1.37** |

## (b) Reconciliation of tax expense and the accounting profit:

(Rs. in Lakhs)

| Particulars | For the year ended March 31, 2025 | For the year ended March 31, 2024 |
|---|---|---|
| **(1) Profit before tax as per the Statement of Profit and loss** | 8,310.22 | 7,736.25 |
| **(2) Corporate tax rate as applicable** | 25.17% | 25.17% |
| **(3) Tax on Accounting profit (3) = (1) * (2)** | 2,091.52 | 1,947.06 |
| (i) Tax on expenses not tax deductible: | | |
| (A) CSR expenses | 30.45 | 21.95 |
| (B) Other disallowances | 8.74 | 5.57 |
| (C) Effect of Depreciation | - | (398.33) |
| (ii) Tax effect on various other items | 6.86 | 427.53 |
| | **2,137.57** | **2,003.78** |
| (iii) Effect of current tax related to earlier years | 0.06 | 52.52 |
| **(4) Tax expense recognised during the year (5)=(3)+(4)** | **2,137.62** | **2,056.30** |
| **(5) Effective tax rate (6)=(5)/(1)** | **25.72%** | **26.58%** |

## (c) Components of deferred tax (assets) and liabilities recognised in the Balance Sheet and Statement of Profit and Loss

(Rs. in Lakhs)

| Particulars | Balance Sheet | |
|---|---|---|
| | For the year ended March 31, 2025 | For the year ended March 31, 2024 |
| 1. Items disallowed u/s 43B of Income Tax Act, 1961 | 17.29 | 27.31 |
| 2. Difference in book depreciation and income tax depreciation | 1,008.65 | 798.62 |
| 3. Others | (3.78) | (2.29) |
| **Net deferred tax (assets)/liabilities** | **1,022.16** | **823.64** |

# NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2025

(Rs. in Lakhs)

| Particulars | Statement of Profit or Loss | |
|---|---|---|
| | **For the year ended March 31, 2025** | For the year ended March 31, 2024 |
| 1. Items disallowed u/s 43B of Income Tax Act, 1961 | (9.70) | (3.25) |
| 2. Difference in book depreciation and income tax depreciation | 210.03 | 402.81 |
| 3. Others | (1.49) | (1.58) |
| **Deferred tax expense/(income)** | **198.83** | **397.98** |

### (d) Reconciliation of deferred tax (assets)/liabilities

(Rs. in Lakhs)

| Particulars | **For the year ended March 31, 2025** | For the year ended March 31, 2024 |
|---|---|---|
| Balance as at beginning | 823.64 | 424.30 |
| Tax (income)/expense during the period recognised in: | | |
| (i) Statement of Profit and Loss in Profit or Loss section | 198.83 | 397.98 |
| (ii) Statement of Profit and Loss under OCI section | (0.32) | 1.36 |
| **Balance as at the year ended** | **1,022.16** | **823.64** |

## 29 EARNING PER SHARE

(Rs. in Lakhs)

| | **For the year ended March 31, 2025** | For the year ended March 31, 2024 |
|---|---|---|
| (a) Profit for the year attributable to the owners of the Company used in calculating basic and diluted earnings per share | 6,172.60 | 5,679.95 |
| (b) Weighted average number of equity shares used as the denominator in calculating basic earnings per share: | 30,475,505 | 27,921,505 |
| (c) Adjustments for calculation of diluted earnings per share (Issue of Warrants)(Number) | 491,784 | 3,048,361 |
| (d) Weighted average number of equity shares and potential equity shares used as the denominator in calculating diluted earnings per share | 30,967,289 | 30,969,866 |
| **Basic earnings per share (a/b)** | **20.25** | **20.34** |
| **Diluted earnings per share (a/d)** | **19.93** | **18.34** |

## 30 DISCLOSURE PURSUANT TO IND AS 19 “EMPLOYEE BENEFITS”

### (a) Defined contribution plans:

The Company makes Provident Fund contributions which are defined contribution plans, for qualifying employees. Under the schemes,the Company is required to contribute a specified percentage of the payroll costs to fund the benefits. The company recognised Rs.145.87 Lakhs (Year ended March 31, 2024 Rs.125.71 Lakhs) for Provident Fund contributions in the statement of profit and loss. The contributions payable to these plans by the company are at rates specified in the rules of the schemes. The obligation of the company is limited to the amount contributed and it has no further contractual nor any constructive obligation.

### (b) Defined benefit plans:

#### Employee benefit Obligation:

The Company has an obligation towards gratuity, a defined benefit retirement plan covering eligible employees. The plan provides for a lump sum payment to vested employees at retirement, death while in employment or on termination of employment of an amount equivalent to 15 to 30 days salary payable for each completed year of service. Vesting occurs upon completion of five years of service. The Company makes annual contributions to gratuity funds established as trusts or insurance companies. The Company accounts for the liability for gratuity benefits payable in the future based on a year end actuarial valuation.

# NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2025

**Movement of defined benefit obligation:** The amounts recognised in the balance sheet and the movements in the net defined benefit obligation over the year are as follows:

(Rs. in Lakhs)

| Changes in the Present Value of Obligation | For the year ended March 31, 2025 | For the year ended March 31, 2024 |
|---|---|---|
| | refer para 140(a)(ii) and 141 of Ind AS19 | |
| **PV Obligation as at the start:** | **49.33** | **34.98** |
| Acquisition adjustment - | | |
| Interest Cost | 3.50 | 2.59 |
| Past Service Cost | - | - |
| Current Service Cost | 23.18 | 17.22 |
| Curtailment Cost/(Credit) | - | - |
| Settlement Cost/(Credit) | - | - |
| Benefits paid/Due to be Paid | - | - |
| Actuarial (gain)/ loss on obligation. | 1.93 | (5.46) |
| **PV of Obligation as at the end:** | 77.93 | 49.33 |
| **Bifurcation of Accrued Liability** | | |
| Current Liability (Short term) | 6.26 | 5.00 |
| Non-Current Liability (Long term) | 71.67 | 44.33 |
| **Total Accrued Liability** | **77.93** | **49.33** |
| **Changes in the Fair Value of Plan Assets** | refer para 140(a)(ii) and 141 of Ind AS19 | |
| FV of Plan Assets at the start: | **18.89** | **17.92** |
| Acquisition Adjustments | 14.27 | (0.11) |
| Exp. Return on Plan Assets | 1.23 | 1.32 |
| Contributions (net) | - | - |
| Benefits Paid | (3.16) | (0.23) |
| Actuarial Gain/( loss) on Assets | 0.67 | (0.02) |
| **FV of Plan Assets at the end:** | **31.91** | **18.89** |
| **Change in the Effect of Asset Ceiling** | refer para 140(a)(iii) and 141 of Ind AS19 | |
| Effect of Asset Ceiling at the beginning | | |
| Interest Expense or Cost (to the extent not recognised in net interest expense) | | |
| Re-measurement (or Actuarial) (gain)/loss arising because of change in effect of asset ceiling | | |
| Effect of Asset Ceiling at the end | | |
| **Expenses Recognised in the Income Statement** | refer para 57(c) of Ind AS19 | |
| Current Service Cost | 23.18 | 17.22 |
| Past Service Cost | | |
| Expected Return on Plan Assets | (1.23) | (1.32) |
| Interest cost | 3.50 | 2.59 |
| **Expenses Recognised in the Income Statement** | **25.45** | **18.49** |
| **Other Comprehensive Income** | refer para 57(c) of Ind AS19 | |
| Actuarial (gain)/ loss on obligations - change in financial assumptions | - | - |
| Actuarial (gain)/ loss on obligations - change in demographic assumptions | - | - |
| Actuarial (gain)/ loss on obligations - experience variance (i.e. Actual experience vs. assumptions) | 1.93 | (5.46) |
| **Total Actuarial (gain)/ loss on obligations** | **1.93** | **(5.46)** |
| Actuarial Gain/( loss) on Plan Assets | 0.67 | (0.02) |
| **Total OCI** | **1.25** | **(5.44)** |
| Return on plan assets, excluding amount recognised in net interest expense | | |
| Re-measurement (or Actuarial) (gain)/loss arising because of change in effect of asset ceiling | | |
| Components of defined benefit costs recognised in other comprehensive income | | |

# NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2025

(Rs. in Lakhs)

| Changes in the Present Value of Obligation | For the year ended March 31, 2025 | For the year ended March 31, 2024 |
|---|---|---|
| **Major categories of Plan Assets (as percentage of Total Plan Assets)** | | |
| Government of India securities | Nil | Nil |
| State Government securities | Nil | Nil |
| High quality corporate bonds | Nil | Nil |
| Equity shares of listed companies | Nil | Nil |
| Property | Nil | Nil |
| Special Deposit Scheme | Nil | Nil |
| Funds managed by Insurer | 100% | 100% |
| Bank balance | Nil | Nil |
| Other Investments--LIC | Nil | Nil |
| **Total** | | |
| Financial Assumptions | | |
| Discount rate (per annum) | **6.78%** | **7.10%** |
| Salary growth rate (per annum) | **4.00%** | **4.00%** |

## 31 RELATED PARTY TRANSACTIONS AND DISCLOSURES:

### 31.1 Related parties where control exists or where significant influence exists and with whom transactions have taken place during the year:

#### A) List of Related Parties:

| Name | Relationship | Designation |
|---|---|---|
| Rupesh Kumar Gupta | Key Managerial Person | Managing Director |
| Sailesh Gupta | Key Managerial Person | Whole Time Director |
| Sunita Gupta | Key Managerial Person | Non-Executive Director |
| Rajender Reddy Gankidi | Key Managerial Person | Independent Director |
| Soumen Bose (Independent Director upto January 02, 2024, Non-Executive Director w.e.f January 03, 2024) | Key Managerial Person | Non-Executive Director |
| Sneha Sankla | Key Managerial Person | Independent Director |
| Pramod Kumar Kapoor | Key Managerial Person | Independent Director |
| Amitabha Bhattacharya | Key Managerial Person | Chief Financial Officer |
| Chirag Partani (upto October 10, 2023) | Key Managerial Person | Company Secretary & Compliance Officer |
| Rekha Singh (With Effect From October 10, 2023) | Key Managerial Person | Company Secretary & Compliance Officer |
| Rakesh Kumar Gupta | Director's Relative | Executive |
| Parul Gupta | Director's Relative | Executive |
| Isha Gupta | Director's Relative | Executive |
| Ansh Golas | Director's Relative | Executive |

#### B) Enterprises owned or significantly influenced by key managerial personnel:

| | | |
|---|---|---|
| Reo Solutions Pvt. Ltd. | | |
| Ansh Commerce Pvt. Ltd. | | |
| Lakshit Trade Link | | |
| Ultra Pipes | | |

# NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2025

## C) The following transactions were carried out with related parties in ordinary course of business

(Rs. in Lakhs)

| Particulars | For the year ended March 31, 2025 | For the year ended March 31, 2024 |
|---|---|---|
| **(a) Employee benefits expense** | | |
| **(i) Short term employee benefits** | | |
| **Salaries** | | |
| Rupesh Kumar Gupta | 180.00 | 341.11 |
| Sailesh Gupta | 144.00 | 305.11 |
| Soumen Bose (Non-Executive Director w.e.f January 03, 2024) | 24.69 | 7.96 |
| Parul Gupta | 36.00 | 36.00 |
| Isha Gupta | 36.00 | 36.00 |
| Rakesh Kumar Gupta | 48.00 | 48.00 |
| Ansh Golas | 35.78 | 23.78 |
| Amitabha Bhattacharya | 42.98 | 42.98 |
| Chirag Partani | - | 9.64 |
| Rekha Singh | 14.18 | 6.52 |
| **Total** | **561.64** | **857.10** |
| **(ii) Keymen insurance premium paid for** | | |
| Rupesh Kumar Gupta | 20.00 | 20.00 |
| Sailesh Gupta | 20.00 | 20.00 |
| **Total** | **40.00** | **40.00** |
| **(b) Director's sitting fees:** | | |
| Sunita Gupta | 1.50 | 0.55 |
| Pramod Kumar Kapoor | 2.65 | 1.60 |
| Rajender Reddy Gankidi | 2.70 | 2.15 |
| Soumen Bose | - | 1.60 |
| Sneha Sankla | 2.65 | 1.30 |
| **Total** | **9.50** | **7.20** |
| **(c) Rent Paid:** | | |
| Rupesh Kumar Gupta | 15.60 | 15.60 |
| Sailesh Gupta | 6.00 | 6.00 |
| **Total** | **21.60** | **21.60** |
| **(d) Sales of Goods** | | |
| Ultra Pipes | 4,191.70 | 3,193.82 |
| **(e) Purchase of Goods** | | |
| Ultra Pipes | 5,464.29 | 7,982.91 |
| **Total** | **5,464.29** | **7,982.91** |
| **(f) Money Received on Issue of Share Warrants** | | |
| Rupesh Kumar Gupta | 679.22 | - |
| Sailesh Gupta | 679.22 | - |
| Rakesh Kumar Gupta | 905.63 | - |
| **Total** | **2,264.06** | **-** |
| **(g) Issue of Equity Shares (incl. Premium) on Conversion of Share Warrants** | | |
| Rupesh Kumar Gupta | 905.63 | - |
| Sailesh Gupta | 905.63 | - |
| Rakesh Kumar Gupta | 1,207.50 | - |
| **Total** | **3,018.75** | **-** |

# NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2025

(Rs. in Lakhs)

| Particulars | For the year ended March 31, 2025 | For the year ended March 31, 2024 |
|---|---|---|
| **(h) Advance Recovery From Employees** | | |
| Ansh Golas | 4.20 | 4.20 |
| Amitabha Bhattacharya | 3.44 | 3.44 |
| Chirag Partani | - | 3.08 |
| **Total** | **7.64** | **10.72** |
| **(i) Unsecured Loans Taken** | | |
| Rupesh Kumar Gupta | - | 29.12 |
| **Total** | **-** | **29.12** |
| **(j) Unsecured Loans repaid** | | |
| Rupesh Kumar Gupta | 29.12 | - |
| **Total** | **29.12** | **-** |
| **(k) Security deposit against Rent** | | |
| Ultra Pipes | 3,014.38 | - |
| **Total** | **3,014.38** | **-** |
| **(l) Balances Outstanding at the end of the year** | | |
| **i. Outstanding Unsecured Loan (Long term Burrowings):** | | |
| Rupesh Kumar Gupta | - | 29.12 |
| **Total** | **-** | **29.12** |
| **ii. Expenses payable:** | | |
| Rupesh Kumar Gupta (Rent and Remuneration Payable) | 11.47 | 71.83 |
| Sailesh Gupta (Rent and Remuneration Payable) | 8.63 | 66.24 |
| Parul Gupta (Remuneration Payble) | 2.34 | 2.34 |
| Isha Gupta (Remuneration Payable) | 2.34 | 2.34 |
| Rakesh Kumar Gupta (Remuneration Payable) | 3.02 | 3.02 |
| **Total** | **27.80** | **145.76** |
| **iii. Advance to Employees**** | | |
| Ansh Golas | 5.32 | 9.11 |
| Amitabha Bhattacharya | 8.07 | 10.97 |
| **Total** | **13.38** | **20.08** |
| ** Note: Balances are after giving effect of Effective Interest Rate (EIR) as per provisions of IND AS 109 | | |
| **iv. Securtity deposit against Rent** | | |
| Ultra Pipes | 3,014.38 | - |
| **Total** | **3,014.38** | **-** |

**31.2** The transactions with the related parties are made on an arms length transaction. Outstanding balances at the year end are unsecured and settlement occurs in cash.

**31.3** The Company has not recorded any impairment of receivables relating to amount owed by related parties nor made any provision for bad debts. This assessment is undertaken at the year end through examining the financial position of the related parties and the market in which the related parties operate.

## 32 CONTINGENT LIABILITIES AND COMMITMENTS

(Rs. in Lakhs)

| | Particulars | As at March 31, 2025 | As at March 31, 2024 |
|---|---|---|---|
| **32.1** | **Contingent liabilities not provided for in respect of:** | | |
| a. | Claims against the company not acknowledged as debts: | | |
| | Disputed tax demands* | 703.08 | 612.42 |
| | Civil Cases | 61.12 | - |
| b. | Bank Guarantees | 300.00 | - |
| | | **1,064.20** | **612.42** |

# NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2025

(Rs. in Lakhs)

| | | |
|---|---|---|
| **32.2 Capital & Other Commitments** | 12.62 | 118.31 |

**32.3** *ITAT has decided the appeal in company's favour by allowing the company's claim against the disputed demand of Rs.35.05 Lakhs(previous year Rs.35.05 Lakhs) included in the above amount as per its order dated October 5, 2016, pending appellate order effect as at the year end.

| 32.4 | **As at March 31, 2025** | As at March 31, 2024 |
|---|---|---|
| **Uncalled liability on Shares of subsidiary** | 10.00 | - |

**32.5** The Company does not expect any reimbursements in respect of the above contingent liabilities.

**32.6** It is not practicable to estimate the timing of cash outflows, if any, in respect of matters at 32.1(a) above pending resolution of the legal proceedings. Further, the liability mentioned in 32.1(a) above excludes interest and penalty in cases where the company has determined that the possibility of such levy is remote.

## 33 SEGMENT REPORTING

Based on the management approach as defined in IND AS 108 – Operating Segments, the Chief Operating Decision Maker ("CODM") evaluates the company's performance and allocates resources based on an analysis of various indicators of business segment/s in which the company operates. The Company is primarily engaged in the business of Manufacturing & selling of Steel Products, which the management and CODM recognise as the sole business segment. Hence disclosure of segment-wise information is not required and accordingly not provided.

The other applicable information applicable where there is only one segment as required in accordance with IND AS 108 – Operating Segments, are as under:

**(a)** The company does not have the information in respect of the revenues from external customers for each product and service, or each group of similar products and services, and the cost to develop such system will be highly excessive. Accordingly such information is not disclosed as allowed by para 32 of IND AS 108.

### (b) Revenues

(Rs. in Lakhs)

| Particulars | **For the year ended March 31, 2025** | For the year ended March 31, 2024 |
|---|---|---|
| Domestic | 135,704.88 | 115,318.77 |
| Export | - | - |
| **Total** | **135,704.88** | **115,318.77** |

**(c)** The company boasts a diverse customer base with no single major customer or external group representing more than 10% of its revenue.

**(d)** The entire revenue is generated from customers located within India. There are no foreign revenues during the reporting periods.

**(e)** The carrying amount of segment assets located outside India as at March 31, 2025 consists of foreign bank account balances amounting to Rs. 3.85 lakhs (March 31, 2024: Nil). All other segment assets are located within India. This disclosure is made in accordance with Paragraph 33(b) of Ind AS 108.

# NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2025

## NOTE NO. 34: FINANCIAL INSTRUMENTS CLASSIFICATION BY CATEGORY

**(a) The carrying value and fair value of financial instruments at the end is as under:**

### As at March 31, 2025

(Rs. in Lakhs)

| 34.1 Particulars | (Refer Note No. To The Financial Statements) | At Cost | At Amortised Cost | At Fair Value Through Profit Or Loss | At Fair Value Through Other Compressive Income (OCI) | **Total Carrying Value 31 March 2025** | Total Fair Value |
|---|---|---|---|---|---|---|---|
| **(1) Assets** | | | | | | | |
| **Non-Current Financial Assets** | | | | | | | |
| (I) Other Financial Assets | 3 | 435.48 | 435.48 | - | - | 435.48 | 435.48 |
| **Current Financial Assets** | | | | | | | |
| (I) Trade Receivables | 6 | 20,249.10 | 20,249.10 | - | - | 20,249.10 | 20,249.10 |
| (II) Cash And Cash Equivalents | 7(a) | 2,601.28 | 2,601.28 | - | - | 2,601.28 | 2,601.28 |
| (III) Bank Balances Other Than (Ii) Above | 7(b) | 2,477.35 | 2,477.35 | - | - | 2,477.35 | 2,477.35 |
| (Iv) Other Financial Assets | 8 | 74.95 | 74.95 | - | - | 74.95 | 74.95 |
| **Total Financial Assets** | | **25,838.17** | **25,838.17** | **-** | **-** | **25,838.17** | **25,838.17** |
| **(2) Liabilities** | | | | | | | |
| **Non-Current Financial Liabilities** | | | | | | | |
| (I) Borrowings other than lease obligations | 12 | 9,329.56 | 9,329.56 | - | - | 9,329.56 | 9,329.56 |
| **Current Financial Liabilities** | | | | | | | |
| (I) Borrowings other than lease obligations | 15 | 30,702.63 | 30,702.63 | - | - | 30,702.63 | 30,702.63 |
| (II) Trade Payables | 16 | 18,638.77 | 18,638.77 | - | - | 18,638.77 | 18,638.77 |
| (III) Other Financial Liabilities | 17 | 1,095.51 | 1,095.51 | - | - | 1,095.51 | 1,095.51 |
| **Total Financial Liabilities** | | **59,766.47** | **59,766.47** | **-** | **-** | **59,766.47** | **59,766.47** |

### As at March 31, 2024

(Rs. in Lakhs)

| Particulars | (Refer Note No. To The Financial Statements) | At Cost | At Amortised Cost | At Fair Value Through Profit Or Loss | At Fair Value Through Other Compressive Income (OCI) | Total Carrying Value 31 March 2024 | Total Fair Value |
|---|---|---|---|---|---|---|---|
| **(1) Assets** | | | | | | | |
| **Non-Current Financial Assets** | | | | | | | |
| (I) Other Financial Assets | 3 | 1,303.78 | 1,303.78 | - | - | 1,303.78 | 1,303.78 |
| **Current Financial Assets** | | | | | | | |
| (I) Trade Receivables | 6 | 12,207.31 | 12,207.31 | - | - | 12,207.31 | 12,207.31 |
| (II) Cash And Cash Equivalents | 7(a) | 177.97 | 177.97 | - | - | 177.97 | 177.97 |
| (III) Bank Balances Other Than (Ii) Above | 7(b) | 3,001.00 | 3,001.00 | - | - | 3,001.00 | 3,001.00 |
| (IV) Other Financial Assets | 8 | 230.34 | 230.34 | - | - | 230.34 | 230.34 |
| **Total Financial Assets** | | **16,920.40** | **16,920.40** | **-** | **-** | **16,920.40** | **16,920.40** |
| **(2) Liabilities** | | | | | | | |
| **Non-Current Financial Liabilities** | | | | | | | |
| (I) Borrowings other than lease obligations | 12 | 11,970.82 | 11,970.82 | - | - | 11,970.82 | 11,970.82 |
| **Current Financial Liabilities** | | | | | | | |
| (I) Borrowings other than lease obligations | 15 | 25,117.72 | 25,117.72 | - | - | 25,117.72 | 25,117.72 |
| (II) Trade Payables | 16 | 1,890.80 | 1,890.80 | - | - | 1,890.80 | 1,890.80 |
| (III) Other Financial Liabilities | 17 | 1,059.53 | 1,059.53 | - | - | 1,059.53 | 1,059.53 |
| **Total Financial Liabilities** | | **40,038.87** | **40,038.87** | **-** | **-** | **40,038.87** | **40,038.87** |

The carrying amounts of trade receivables, trade payables, capital creditors and cash and cash equivalents and other bank balances are considered to be the same as their fair values, due to their short-term nature.

The fair values of non-current borrowings are based on discounted cash flows using a current borrowing rate. They are classified as level 3 fair values in the fair value hierarchy due to the use of unobservable inputs, including own credit risk.

For financial assets and liabilities that are measured at fair value, the carrying amounts are equal to the fair values.

### 34.2 Fair Value Measurement

#### (i) Fair Value hierarchy

Level 1 - Quoted Prices (Unadjusted) in active markets for identical assets or liabilities

Level 2 - Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from price)

Level 3 - Inputs for the assets or liabilities that are not based on observable market data (unobservable inputs)

## NOTE 35 FINANCIAL RISK MANAGEMENT

The Group's activities expose it to a variety of financial risks namely

- Market risk,
- Credit risk and
- Liquidity risk.

The Board of Directors has established a Risk Management Committee to oversee the Group's Risk Management Framework. This committee is responsible for developing and monitoring the Group's risk management policy. These policy aim to ensure timely identification and evaluation of risks, establish acceptable risk thresholds, map controls against these risks, monitor risks and their limits, enhance risk awareness and transparency. Regular reviews of risk management policy and systems are conducted to reflect changes in market conditions and company activities, providing reliable information to management and the board for evaluating the adequacy of the risk management framework in relation to the risks faced by the group.

### i. Credit risk

Credit risk is the risk of financial loss to the group if a customer or counterparty to a financial instrument fails to meet its contractual obligations. The group is exposed to the credit risk from its trade receivables, financial assets and other current assets. The maximum exposure to credit risk is equal to the carrying value of the financial assets. The objective of managing counterparty credit risk is to prevent losses in financial assets.

The history of trade receivables shows no provision for bad and doubtful debts. Therefore, the group does not expect any material risk on account of nonperformance by any of the group's counterparties. The assessment is carried out considering the segment of customer, impact seen in the demand outlook of these segments and the financial strength of the customers.

#### Reconciliation of loss allowance provision – Trade receivables

| | | | |
|---|---|---|---|
| Opening balance | - | - | - |
| Changes in loss allowance | - | - | - |
| **Closing balance** | **-** | **-** | **-** |

### ii. Liquidity risk

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

Prudent liquidity risk management implies maintaining sufficient cash and the availability of funding through an adequate amount of committed credit facilities to meet obligations when due. Due to the dynamic nature of the underlying businesses, Company treasury maintains flexibility in funding by maintaining availability under committed credit lines.

Management monitors rolling forecasts of the group's liquidity position (comprising the undrawn borrowing facilities) and cash and cash equivalents on the basis of expected future cash flows. This is generally carried out at unit level and monitored through corporate office of the group in accordance with practice and limits set by the group. These limits vary by location to take into account requirement, future cash flow and the liquidity in which the entity operates. In addition, the group's liquidity management strategy involves projecting cash flows and considering the level of liquid assets necessary to meet these, monitoring balance sheet liquidity ratios against internal and external regulatory requirements and maintaining debt financing plans.

# NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2025

### (a) Maturities of financial liabilities

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

(Rs. in Lakhs)

| PARTICULARS | Carrying Amounts March 31, 2025 | Contractual cash flows | | | |
|---|---|---|---|---|---|
| | | Less than 1 year | 1–5 years | More than 5 years | Total |
| **Non-derivative financial liabilities** | | | | | |
| Borrowings (Current and Non Current) | 40,032.19 | 30,702.63 | 8,864.56 | 465.00 | 40,032.19 |
| Trade payables | 18,638.77 | 18,638.77 | | | 18,638.77 |
| Other current financial liabilities | 1,095.51 | 1,095.51 | | | 1,095.51 |
| **Total non-derivative liabilities** | **59,766.47** | **50,436.91** | **8,864.56** | **465.00** | **59,766.47** |

(Rs. in Lakhs)

| PARTICULARS | Carrying Amounts March 31, 2025 | Contractual cash flows | | | |
|---|---|---|---|---|---|
| | | Less than 1 year | 1–5 years | More than 5 years | Total |
| **Non-derivative financial liabilities** | | | | | |
| Borrowings (Current and Non Current) | 37,088.54 | 25,117.72 | 9,598.01 | 2,372.82 | 37,088.54 |
| Trade payables | 1,890.80 | 1,890.80 | | | 1,890.80 |
| Other current financial liabilities | 1,059.53 | 1,059.53 | | | 1,059.53 |
| **Total non-derivative liabilities** | **40,038.87** | **28,068.05** | **9,598.01** | **2,372.82** | **40,038.87** |

### iii. Market risk

Market risk is the risk of any loss in future earnings, in realisable fair values or in future cash flows that may result from a change in the price of a financial instrument. The value of a financial instrument may change as result of changes in interest rates, foreign currency exchange rates, liquidity and other market changes. Future specific market movements can not be normally predicted with reasonable accuracy.

### iv. Foreign currency risk

The functional currency of the group is Indian Rupees (INR), but it engages in transactions denominated in foreign currencies, thereby exposing it to exchange rate fluctuations. These fluctuations impact the group's costs of imports, particularly concerning raw materials. Adverse movements in the exchange rate between the Rupee and foreign currencies increase the group's overall debt position in Rupee terms without the group incurring additional debt.

There has been no significant impact in group’s financial postition with change in exchange rates.

### v. Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The group is exposed to interest rate risk because funds are borrowed at both fixed and floating interest rates. Interest rate risk is measured by using the cash flow sensitivity for changes in variable interest rate. The borrowings of the group are principally denominated in rupees with a mix of fixed and floating rates of interest.

Currently the Company's borrowings are within acceptable risk levels, as determined by the management, hence the Company has not taken any swaps to hedge the interest rate risk.

# NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2025

**The following table provides a break-up of the Company's fixed and floating rate borrowings:**

(Figures in Lakhs)

| Particulars | 31-Mar-25 | 31-Mar-24 |
|---|---|---|
| Fixed rate borrowings | 176.43 | 209.93 |
| Floating rate borrowings | 39,722.62 | 36,725.64 |
| **Total borrowings** | **39,899.04** | **36,935.56** |
| **% of Floating rate burrowing to total loans** | **99.6%** | **99.4%** |

## Cash flow sensitivity analysis for variable-rate instruments

The sensitivity analyses below have been determined based on the exposure to interest rates for floating rate liabilities assuming the amount of the liability outstanding at the year-end was outstanding for the whole year.

| PARTICULARS | Profit or loss | | Equity, net of tax | |
|---|---|---|---|---|
| | 50 bp increase | 50 bp decrease | 50 bp increase | 50 bp decrease |
| **As at March 31, 2025** | | | | |
| Variable-rate instruments | 8.88% | 8.88% | | |
| Cash flow sensitivity | -198.61 | 198.61 | | |
| **As at March 31, 2024** | | | | |
| Variable-rate instruments | 8.68% | 8.68% | | |
| Cash flow sensitivity | -183.63 | 183.63 | | |

## NOTE NO 36 - DISCLOSURE PURSUANT TO IND AS 1 "PRESENTATION OF FINANCIAL STATEMENTS:

### (a) Current assets expected to be recovered within twelve months and after twelve months from the reporting date:

(Rs. in Lakhs)

| Sr. No. | Particulars | Note | As at March 31, 2025 | | | As at March 31, 2024 | | |
|---|---|---|---|---|---|---|---|---|
| | | | Within twelve months | After twelve months | Total | Within twelve months | After twelve months | Total |
| 1 | Inventories | 5 | 42,670.37 | - | 42,670.37 | 29,653.98 | - | 29,653.98 |
| 2 | Trade receivables | 6 | 20,249.10 | - | 20,249.10 | 12,207.31 | - | 12,207.31 |
| 3 | Other financial assets | 8 | 74.95 | - | 74.95 | 230.34 | - | 230.34 |
| 4 | Other current assets | 9 | 7,193.62 | - | 7,193.62 | 2,888.15 | - | 2,888.15 |

### (b) Current liabilities expected to be settled within twelve months and after twelve months from the reporting date:

(Rs. in Lakhs)

| Sr. No. | Particulars | Note | As at March 31, 2025 | | | As at March 31, 2024 | | |
|---|---|---|---|---|---|---|---|---|
| | | | Within twelve months | After twelve months | Total | Within twelve months | After twelve months | Total |
| 1 | Trade payables: | 16 | | | | | | |
| | Due to micro enterprises and small enterprises | | 74.50 | - | 74.50 | 97.47 | - | 97.47 |
| | Due to others | | 18,564.27 | - | 18,564.27 | 1,793.33 | - | 1,793.33 |
| 3 | Other financial liabilities | 17 | 1,095.51 | - | 1,095.51 | 1,059.53 | - | 1,059.53 |
| 4 | Other current liabilities | 18 | 676.81 | - | 676.81 | 283.10 | - | 283.10 |
| 5 | Provisions | 19 | 6.26 | - | 6.26 | 5.00 | - | 5.00 |

# NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2025

## 37 VALUE OF FINANCIAL ASSETS AND INVENTORIES HYPOTHECATED AS COLLATERAL FOR LIABILITIES AND/OR COMMITMENTS AND/OR CONTINGENT LIABILITIES:

(Rs. in Lakhs)

| Particulars | As at March 31, 2025 | As at March 31, 2024 |
|---|---|---|
| Current: | | |
| Inventories and trade receivables | 62,919.46 | 41,861.29 |
| Cash and cash equivalents | 2,601.28 | 177.97 |
| Other current and financial assets | 7,268.57 | 3,118.49 |
| **Total inventories and current financial assets hypothecated as collateral** | **72,789.32** | **45,157.75** |
| Non-current: | | |
| Fixed Deposits | 421.65 | 1,290.40 |
| **Total non-current financial assets hypothecated as collateral** | **421.65** | **1,290.40** |

**38** The Code on Social Security, 2020 ('Code') relating to employee benefits during employment and post-employment received Indian Parliament approval and Presidential assent in September 2020. The Code has been published in the Gazette of India and subsequently on November 13, 2020 draft rules were published and invited for stakeholders' suggestions. However, the date on which the Code will come into effect has not yet been notified. The Group will assess the impact of the Code when it comes into effect and will record any related impact in the period the Code becomes effective.

### Additional Regulatory Information:

## 39 TITLE DEEDS OF IMMOVABLE PROPERTY NOT HELD IN NAME OF THE COMPANY:

The title deeds of all the immovable properties (other than properties where the group is the lessee and the lease agreements are duly executed in favour of the lessee), as disclosed in Note 2(a) on Property, plant and equipment to the financial statements, are held in the name of the group.

**40** There are no proceedings initiated or are pending against the group for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder.

## 41 WILFUL DEFAULTER:

i. The group has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender.

ii. The group has not been declared wilful defaulter by any bank or financial institution or government or any government authority.

**42** The group has no transactions with companies struck off under section 248 of the Companies Act, 2013 or section 560 of the Companies Act, 1956.

**43** The Registration of charge in respect of secured loans filed to ROC beyond the statutory period is NIL.

**44** The group has complied with the number of layers precribed under clause (87) of Section 2 of the Act, read with Companies (Restriction on number of Layers) Rules 2017.

## 45 RATIOS ANALYSIS AND ITS ELEMENT

### i) Current Ratio

(Rs. in Lakhs)

| Particulars | As at March 31, 2025 | As at March 31, 2024 |
|---|---|---|
| Current Assets | 75,266.68 | 48,158.75 |
| Current Liabilities | 51,885.18 | 28,656.66 |
| **Ratio** | **1.45** | **1.68** |
| **% Change from previous period/year** | **-13.68%** | |

# NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2025

## ii) Debt-Equity Ratio

(Rs. in Lakhs)

| Particulars | As at March 31, 2025 | As at March 31, 2024 |
|---|---|---|
| **(a) Total Debts** | | |
| Borrowings - Non - Current Financial Liability (Secured - Term loan) | 9,196.41 | 11,817.84 |
| Borrowings -Non - Current Financial Liability (Unsecured) | 133.15 | 152.98 |
| Borrowings - Current Financial Liability (Current maturities of Terms loan) | 2,714.96 | 2,925.80 |
| Borrowings - Current Financial Liability (Other Loan) | 27,987.67 | 22,191.92 |
| **Total Borrowings** | **40,032.19** | **37,088.54** |
| **(b) Total Equity** | **57,267.42** | **46,411.75** |
| **Debt-Equity Ratio = (a/b)** | **0.70** | **0.80** |
| **% Change from previous period/year** | **-12.52%** | |

## iii) Debt Service Coverage Ratio

(Rs. in Lakhs)

| Particulars | As at March 31, 2025 | As at March 31, 2024 |
|---|---|---|
| **(a) Earnings available for debt services** | | |
| Profit After Tax | 6,172.60 | 5,679.95 |
| Finance costs | 4,491.24 | 3,256.32 |
| Depreciation and amortisation expenses | 5,030.61 | 3,386.58 |
| **Total earnings available for debt services** | **15,694.46** | **12,322.84** |
| **(b) Interest and principal repayments** | | |
| Finance Costs | 4,491.24 | 3,256.32 |
| Repayment of Long term Debt for the current year | 2,869.69 | 1,654.01 |
| **Total interest and principal repayments** | **7,360.94** | **4,910.33** |
| **Debt Service Coverage Ratio = (a/b)** | **2.13** | **2.51** |
| **% Change from previous period/year** | **-15.04%** | |

## iv) Inventory turnover ratio

(Rs. in Lakhs)

| Particulars | As at March 31, 2025 | As at March 31, 2024 |
|---|---|---|
| **(a) Cost of goods sold** | | |
| Cost of materials consumed | 110,683.93 | 94,641.61 |
| Changes in inventories of finished goods | (6,900.08) | (7,594.51) |
| **Total cost of goods sold** | **103,783.85** | **87,047.10** |
| **(b) Average inventories** | | |
| Opening inventories | 29,653.98 | 21,217.31 |
| Closing inventories | 42,670.37 | 29,653.98 |
| **Average inventories** | **36,162.17** | **25,435.65** |
| **Inventory turnover ratio = (a/b)** | **2.87** | **3.42** |
| **% Change from previous period/year** | **-16.14%** | |

# NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2025

## v) Trade payables turnover ratio

(Rs. in Lakhs)

| Particulars | As at March 31, 2025 | As at March 31, 2024 |
|---|---|---|
| **(a) Credit purchases** | | |
| Purchases raw material | 111,761.00 | 94,887.01 |
| Purchase store and spares | 5,039.23 | 596.76 |
| **Total credit purchases** | **116,800.24** | **95,483.77** |
| **(b) Average trade payables** | | |
| Opening trade payables | 1,890.80 | 1,631.31 |
| Closing trade payables | 18,638.77 | 1,890.80 |
| **Average trade payables** | **10,264.79** | **1,761.05** |
| **Trade payables turnover ratio = (a/b)** | **11.38** | **54.22** |
| **% Change from previous period/year** | **-79.01%** | |

### Reason for change more than 25%

The ratio declined due to higher year-end trade payables arising from extended credit terms and timing of payments, leading to an increased average trade payable balance.

## vi) Trade Receivables turnover ratio

(Rs. in Lakhs)

| Particulars | As at March 31, 2025 | As at March 31, 2024 |
|---|---|---|
| **(a) Credit sales** | 135,704.88 | 115,318.77 |
| **(b) Average trade receivables** | | |
| Opening trade receivables | 12,207.31 | 8,611.68 |
| Closing trade receivables | 20,249.10 | 12,207.31 |
| **Average trade receivables** | **16,228.20** | **10,409.49** |
| **Trade receivable turnover ratio = (a/b)** | **8.36** | **11.08** |
| **% Change from previous period/year** | **-24.52%** | |

## vii) Net capital turnover ratio

(Rs. in Lakhs)

| Particulars | As at March 31, 2025 | As at March 31, 2024 |
|---|---|---|
| **(a) Sales** | 135,704.88 | 115,318.77 |
| **(b) Net working capital** | | |
| Current assets (A) | 75,266.68 | 48,158.75 |
| Current liabilities (B) | 51,885.18 | 28,656.66 |
| **Net working capital (C)= (A-B)** | **23,381.50** | **19,502.09** |
| **Net capital turnover ratio = (a/b)** | **5.80** | **5.91** |
| **% Change from previous period/year** | **-1.85%** | |

## viii) Net profit ratio

(Rs. in Lakhs)

| Particulars | As at March 31, 2025 | As at March 31, 2024 |
|---|---|---|
| (a) Net profit after tax | 6,172.60 | 5,679.95 |
| (b) Sales | 135,704.88 | 115,318.77 |
| **Net profit ratio = (a/b)** | **4.55%** | **4.93%** |
| **% Change from previous period/year** | **-7.65%** | |

# NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
for the year ended March 31, 2025

## ix) Return on Equity Ratio

(Rs. in Lakhs)

| Particulars | As at March 31, 2025 | As at March 31, 2024 |
|---|---|---|
| (a) Net profit after tax | 6,172.60 | 5,679.95 |
| (b) Total equity | 57,267.42 | 46,411.75 |
| **Return on equity ratio = (a/b)** | **10.78%** | **12.24%** |
| **% Change from previous period/year** | **-11.93%** | |

## x) Return on capital employed

(Rs. in Lakhs)

| Particulars | As at March 31, 2025 | As at March 31, 2024 |
|---|---|---|
| **(a) EBIT** | | |
| Net profit after tax | 6,172.60 | 5,679.95 |
| Finance costs | 4,491.24 | 3,256.32 |
| Total tax expense | 2,137.62 | 2,056.30 |
| **Total EBIT** | **12,801.47** | **10,992.56** |
| **(b) Capital Employed** | | |
| Total equity | 57,267.42 | 46,411.75 |
| Borrowings - Financial liability(Secured - Term loan) | 9,196.41 | 11,817.84 |
| Borrowings - Financial liability (Unsecured) | 133.15 | 152.98 |
| **Total borrowings** | **9,329.56** | **11,970.82** |
| **Total capital employed** | **66,596.98** | **58,382.58** |
| **Return on Capital employed =(a/b)** | **19.22%** | **18.83%** |
| **% Change from previous period/year** | **2.09%** | |

## xi) Return on investment

(Rs. in Lakhs)

| Particulars | As at March 31, 2025 | As at March 31, 2024 |
|---|---|---|
| **(a) Total income** | | |
| Profit before tax (1 - tax rate) (A) | 6,218.71 | 5,789.19 |
| Finance costs (1 - tax rate) (B) | 3,360.89 | 2,436.77 |
| **Total income (a) = (A)+(B)** | **9,579.59** | **8,225.95** |
| **(b) Total assets** | **119,687.19** | **88,024.24** |
| **Return on investment = (a/b)** | **8.00%** | **9.35%** |
| **% Change from previous period/year** | **-14.35%** | |

**46** There is no scheme of arrangements approved by the competent authority in terms of section 230 to 237 of the companies Act, 2013 during the year.

**47** The Group has not advanced or loaned or invested funds to any other person or entities, including foreign entities (Intermediaries) with the understanding that the Intermediary shall (I) 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 (ii) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

**48** The Group has not received any fund from any person or entities, including foreign entities (Funding Party) with the understanding that the company shall (I) 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 (ii) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

# NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2025

**49** The Group has not surrendered or disclosed as income or the previously unrecorded income and related assets during the year in the tax assessments which are not recorded in the books of accounts of the company.

**50** The Group has not traded or invested in Crypto currency or Virtual Currency during the financial year.

## 51 DISCLOSURES UNDER RULE 11(F) OF THE COMPANY (AUDIT & AUDITORS) RULE, 2014 - DIVIDENDS

(a) Dividend is recognised as a liability in the books of account in the period in which it is approved by the shareholders. The Company declares and pays dividends in Indian Rupees.

(b) During the year ended March 31, 2024, the Company declared and paid a dividend of Rs. 185.75 Lakhs (Rs. 0.60 per equity share), pursuant to the approval of shareholders at the Annual General Meeting held on September 23, 2024. The Company has complied with the provisions of Section 123 of the Companies Act, 2013 in this regard.

(c) The Board of Directors, at its meeting held on May 09, 2025, recommended a final dividend of Rs.0.61 per equity share (subject to applicable tax deduction at source) for the financial year ended March 31, 2025. The proposed dividend is subject to approval of the shareholders at the ensuing Annual General Meeting. Upon approval, the total cash outflow on account of dividend would amount to approximately Rs.188.90 Lakhs.

## 52 DISCLOSURE OF ADDITIONAL INFORMATION AS REQUIRED BY SCHEDULE III TO THE COMPANIES ACT, 2013:

### As at March 31, 2025 and for the year ended March 31, 2025

| | Name of the entity in the Group | Net Assets, i.e., total assets minus total liabilities | | Share in profit or loss | | Share in other comprehensive income | | Share in total comprehensive income | |
|---|---|---|---|---|---|---|---|---|---|
| | | As % of consolidated net assets | Rs. in Crore | As % of consolidated profit or loss | Rs. in Crore | As % of consolidated other comprehensive income | Rs. in Crore | As % of total comprehensive income | Rs. in Crore |
| **A.** | **Holding Company** | | | | | | | | |
| | Hariom Pipe Industries Limted | 100% | 57,267.42 | 100% | 6,172.60 | 100% | (0.94) | 100% | 6,171.66 |
| **B.** | **Wholly owned subsidiares** | | | | | | | | |
| a) | Indian | | | | | | | | |
| (i) | Hariom Power and Energy Private Limited | 0% | 10.00 | 0% | - | 0% | - | 0% | - |
| | **Total** | **100%** | **57,277.42** | **100%** | **6,172.60** | **100%** | **(0.94)** | **100%** | **6,171.66** |
| | Adjustment due to consolidation | | (10.00) | | - | | - | | - |
| | **Consolidated Net Assets/ Profit** | | 57,267.42 | | 6,172.60 | | (0.94) | | 6,171.66 |

**53** The Consolidated Financial Statements include the financial statements of Hariom Power and Energy Private Limited, a wholly owned Indian subsidiary incorporated on March 19, 2025. The Company, along with its nominee, holds 100% of the equity share capital of the subsidiary.

As the subsidiary was incorporated during the current financial year, the comparative figures for the previous year represent the standalone financial statements of the parent company only and are therefore not comparable.

**54** Previous year figures have been recasted/restated wherever necessary including those as required in keeping with revised Schedule III amendments

As per our report of even date annexed hereto.

**FOR R KABRA & CO. LLP**
Chartered Accountants
Firm Registration No: 104502W/W100721

Sd/-
**Deepa Rathi**
(Partner)
Membership No: 104808
UDIN : 25104808BMJHCA9890

Place : Hyderabad
Date : May 09, 2025

On behalf of the Board
**HARIOM PIPE INDUSTRIES LIMITED**

Sd/-
**Rupesh Kumar Gupta**
(Managing Director)
DIN 00540787

Sd/-
**Sailesh Gupta**
(Whole Time Director)
DIN 00540862

Sd/-
**Amitabha Bhattacharya**
(Chief Financial Officer)

Sd/-
**Rekha Singh**
(Company Secretary)
Membership No: A33986

Place: Hyderabad
Date : May 09, 2025

# NOTICE

Notice is hereby given that the **18th Annual General Meeting** ("AGM") of the Members of **Hariom Pipe Industries Limited** (CIN: L27100TG2007PLC054564) will be held on Tuesday, September 30, 2025, at 11.30 A.M (IST) through Video Conferencing ("VC")/Other Audio-Visual Means ("OAVM") to transact the following business:

## ORDINARY BUSINESS:

1. **To receive, consider, approve and adopt the Audited Financial Statements of the Company (Standalone and Consolidated) for the financial year ended on March 31, 2025, along with the Report of the Directors and the Auditors thereon.**

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

   **"RESOLVED THAT** the Audited Financial Statements of the Company (Standalone and Consolidated) for the financial year ended March 31, 2025, together with the Reports of the Board of Directors and Auditors thereon, as circulated to the Members, be and are hereby considered, approved and adopted."

2. **To appoint Mr. Soumen Bose (DIN: 09608922) as a Director of the Company, liable to retire by rotation.**

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

   **"RESOLVED THAT** pursuant to the provisions of Section 152 and other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Mr. Soumen Bose (DIN: 09608922), who retires by rotation and being eligible, offers himself for re-appointment, be and is hereby re-appointed as a Director of the Company, whose period of office shall be liable to determination by retirement of Directors by rotation."

3. **To declare final dividend on equity shares for the financial year ended March 31, 2025.**

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

   **"RESOLVED THAT** a final dividend at the rate of Rs.0.61 (Sixty-One Paise) per equity share (i.e., 6.1% of the face value) of Rs.10/- (Rupees Ten only) each fully paid-up equity share of the Company, as recommended by the Board of Directors at its meeting held on May 09, 2025, be and is hereby declared for the financial year ended March 31, 2025, and that the said dividend be paid out of the profits of the Company to equity shareholders whose names appear in the Register of Members or in the records of the Depositories as beneficial owners as on the record date determined for this purpose."

## SPECIAL BUSINESS:

4. **To ratify the remuneration payable to the Cost Auditors for the financial year ending March 31, 2026.**

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

   **"RESOLVED THAT** pursuant to the provisions of Section 148 and all other applicable provisions, if any, of the Companies Act, 2013, read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), and based on the recommendation of the Audit Committee and approved by the Board of Directors, the remuneration payable to M/s. Seshadri & Associates (Firm Regn. No 101476), Cost Auditors of the Company, amounting to Rs.50,000/- (Rupees Fifty Thousand only) plus applicable taxes and reimbursement of all out-of-pocket expenses incurred for conducting the Audit of the cost records of the Company for the FY 2025-26, be and is hereby ratified."

5. **To appoint M/s. VSSK & Associates, Company Secretaries, as 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, 179(3) and other applicable provisions, if any, of the Companies Act, 2013, read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, and Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) and re-enactment(s) thereof, for the time being in force) and the circulars issued thereunder from time to time, and based on the recommendation of the Audit Committee and the Board of Directors, the consent and approval of the Members be and is hereby accorded for the appointment of M/s. VSSK & Associates, Company Secretaries (Unique Identification No. P2015TL044700), as the Secretarial Auditors of the Company, to hold office for a term of five (5) consecutive years, commencing from the conclusion of the ensuing 18th Annual General Meeting until the conclusion of 23rd Annual General Meeting to be held in the year 2030, on such remuneration plus applicable taxes and reimbursement of out-of-pocket expenses, as may be mutually agreed between the Board of Directors and the Secretarial Auditors.

   **RESOLVED FURTHER THAT** the Board of Directors be and is hereby authorized to take all such steps, execute all necessary documents, file requisite forms with the Ministry of Corporate Affairs and any other statutory authorities and to do all such acts, deeds, matters, and things, as it may in its absolute discretion deem necessary, proper, and expedient to give effect to this Resolution."

6. **To appoint Mr. Ansh Golas (DIN: 11225536) as a Director and Whole-time Director (Designated as Executive Director), of the Company and payment of remuneration.**

   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 149, 152, 161 and other applicable provisions, if any, of the Companies Act, 2013, read with the Rules framed thereunder, and applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (including any statutory modification(s), amendment(s), or re-enactment(s) thereof for the time being in force), and in accordance with the Articles of Association of the Company, and based on the recommendation and approval of the Nomination and Remuneration Committee, Audit Committee and that of the Board, the consent of the Members be and is hereby accorded to regularize the appointment of Mr. Ansh Golas (DIN: 11225536), who was appointed as an Additional Director with effect from August 08, 2025, as a Director of the Company and that he shall not be liable to retire by rotation.

**RESOLVED FURTHER THAT** pursuant to the provisions of Sections 188, 196, 197, 198 and 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 and the Rules made thereunder, and Regulation 17 and applicable provisions/regulations of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s), amendment(s), or re-enactment(s) thereof for the time being in force), and in accordance with the Articles of Association of the Company, and based on the recommendation and approval of the Nomination and Remuneration Committee, Audit Committee and the Board of Directors, the consent of the Members be and is hereby accorded for the appointment of Mr. Ansh Golas (DIN: 11225536) as the Whole-time Director, designated as "Executive Director" of the Company, for a term of three (3) years commencing from August 08, 2025, on the following remuneration, computed in accordance with the Companies Act, 2013 and applicable rules, regulations and policies.

| Particulars | Amount |
|---|---|
| Salary | Rs.50 Lakhs per annum (including perquisites and allowances). |

**RESOLVED FURTHER THAT** notwithstanding anything to the contrary, in the event of the Company incurring a loss or having inadequate profits in any financial year during the tenure of the said Whole-time Director, the Company shall pay him the aforesaid remuneration as minimum remuneration, subject to the limits prescribed under Section II of Part II of Schedule V to the Companies Act, 2013, or such other limits as may be prescribed by the Central Government from time to time.

**RESOLVED FURTHER THAT** any of the Directors be and is hereby authorized to take all necessary steps, execute all required documents, file the necessary forms with the Registrar of Companies and any other statutory authorities and to do all such acts, deeds, matters and things, as may be considered necessary, proper or expedient to give effect to the aforesaid resolution and to settle any questions, difficulties or doubts that may arise in this regard."

7. **To approve the revision in remuneration payable to Mr. Rupesh Kumar Gupta (DIN:00540787), Managing Director of the Company.**

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

**"RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 198 and other applicable provisions, if any, of the Companies Act, 2013 and Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s), amendment(s), or re-enactment(s) thereof for the time being in force), read with Schedule V of the said Act, and subject to such other approvals, permissions and sanctions of such authorities and/or agencies as may be required in this regard and in accordance with the Articles of Association of the Company, upon the recommendation of Nomination and Remuneration Committee, with the prior approval of the Audit Committee of the Board, the consent of the Members be and is hereby accorded to revise the remuneration of Mr. Rupesh Kumar Gupta (DIN: 00540787), Managing Director of the Company, as mentioned in the below table, with effect from October 01, 2025 for his remaining tenure as the Managing Director of the Company and the other terms and conditions remaining same.

| Particulars | Amount |
|---|---|
| Basic Salary | Rs.2.40 Crore per annum |
| Commission | 2.5% of Net Profit |

**RESOLVED FURTHER THAT** notwithstanding anything to the contrary, in the event of the Company incurring a loss or having inadequate profits in any financial year during the tenure of the said Managing Director, the Company shall pay him the aforesaid remuneration as minimum remuneration, subject to the limits prescribed under Section II of Part II of Schedule V to the Companies Act, 2013, or such other limits as may be prescribed by the Central Government from time to time.

**RESOLVED FURTHER THAT** any of the Directors be and is hereby authorized to take all necessary steps, execute all required documents, file the necessary forms with the Registrar of Companies and any other statutory authorities and to do all such acts, deeds, matters and things, as may be considered necessary, proper or expedient to give effect to the aforesaid resolution and to settle any questions, difficulties or doubts that may arise in this regard."

8. **To approve the revision in remuneration payable to Mr. Sailesh Gupta (DIN: 00540862), Whole-time Director of the Company.**

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

**RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 198 and other applicable provisions, if any, of the Companies Act, 2013 and Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s), amendment(s), or re-enactment(s) thereof for the time being in force), read with Schedule V of the said Act, and subject to such other approvals, permissions and sanctions of such authorities and/or agencies as may be required in this regard and in accordance with the Articles of Association of the Company, upon the recommendation of Nomination and Remuneration Committee, with the prior approval of the Audit Committee of the Board, the consent of the Members be and is hereby accorded to revise the remuneration of Mr. Sailesh Gupta (DIN: 00540862), Whole-time Director of the Company, as mentioned in the below table, with effect from October 01, 2025 for his remaining tenure as a Whole-time Director of the Company and the other terms and conditions remaining same.

| Particulars | Amount |
|---|---|
| Basic Salary | Rs.2.20 Crore per annum |
| Commission | 2.5% of Net Profit |

**RESOLVED FURTHER THAT** notwithstanding anything to the contrary, in the event of the Company incurring a loss or having inadequate profits in any financial year during the tenure of the said Whole-time Director, the Company shall pay him the aforesaid remuneration as minimum remuneration, subject to the limits prescribed under Section II of Part II of Schedule V to the Companies Act, 2013, or such other limits as may be prescribed by the Central Government from time to time.

**RESOLVED FURTHER THAT** any of the Directors be and is hereby authorized to take all necessary steps, execute all required documents, file the necessary forms with the Registrar of Companies and any other statutory authorities and to do all such acts, deeds, matters and things, as may be considered necessary, proper or expedient to give effect to the aforesaid resolution and to settle any questions, difficulties or doubts that may arise in this regard."

9. **To increase the borrowing powers of the Company.**

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

**"RESOLVED THAT** in supersession to the resolution passed by the shareholders of the Company on February 08, 2023, and pursuant to the provisions of Section 180(1)(c) and other applicable provisions, if any, of the Companies Act, 2013, and other applicable provisions, if any, of the Companies Act, 2013 and rules made thereunder, as amended from time to time, and in accordance with the Articles of Association of the Company, the consent of the Members be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the "Board" which term shall be deemed to include any committee thereof) for borrowing, from time to time, at their discretion for the purpose of the business of the Company, from any one or more banks, financial institutions and other persons, firms, bodies corporate, as it may consider fit, any sum or sums of monies which together with the monies already borrowed by the Company (apart from temporary loans obtained or to be obtained from the Company's bankers in the ordinary course of business) may exceed the aggregate of the paid-up share capital, free reserves and securities premium provided that the total amount so borrowed by the Board shall not at any time exceed Rs.2,000 Crores (Rupees two Thousand Crores Only).

**RESOLVED FURTHER THAT** any of the Directors be and is hereby authorized to take all necessary steps, execute all required documents, file the necessary forms with the Registrar of Companies and any other statutory authorities and to do all such acts, deeds, matters and things, as may be considered necessary, proper or expedient to give effect to the aforesaid resolution and to settle any questions, difficulties or doubts that may arise in this regard."

10. **To create/modify charges on the movable and immovable properties of the Company, both present and future, in respect of its borrowings.**

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

**"RESOLVED THAT** in supersession to the resolution passed by the shareholders of the Company on February 08, 2023, and pursuant to the provisions of the Section 180(1)(a) and other applicable provisions, if any, of the Companies Act, 2013, and rules made thereunder as amended from time to time, the consent of the Members be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the "Board" which term shall be deemed to include any committee thereof) to create such charges, mortgages and hypothecations on such movable and immovable properties, both present and future, and in such manner as the Board may deem fit, together with power to take over the management and concern of the Company in certain events, if required, in favour of Banks/Financial Institutions/other investing agencies/trustees for the holders of debentures/bonds/other instruments which may be issued to or subscribed by all or any of the financial institutions/banks/any other investing agencies or any other person(s)/bodies corporate by way of private placement or otherwise to secure rupee/foreign currency loans, debentures, bonds or other instruments (hereinafter collectively referred to as "Loans"), whether already borrowed or to be borrowed, provided that the total amount of loans together with interest thereon, additional interest, compound interest, liquidated damages, commitment charges, premium on pre-payment or on redemption, costs, charges, expenses and all other moneys payable by the Company in respect of the said loans, shall not, at any time exceed the limit of Rs.2,000 Crores (Rupees Two Thousand Crores Only).

**RESOLVED FURTHER THAT** any of the Directors be and is hereby authorized to take all necessary steps, execute all required documents, file the necessary forms with the Registrar of Companies and any other statutory authorities and to do all such acts, deeds, matters and things, as may be considered necessary, proper or expedient to give effect to the aforesaid resolution and to settle any questions, difficulties or doubts that may arise in this regard."

BY ORDER OF THE BOARD
**For Hariom Pipe Industries Limited**

Sd/-
**Rupesh Kumar Gupta**
Managing Director
DIN: 00540787

Place: Hyderabad
Date: August 30, 2025

## NOTES:

1. The Ministry of Corporate Affairs ('MCA'), inter-alia, vide its General Circular Nos. 14/2020 dated April 8, 2020 and 17/2020 dated April 13, 2020, 20/2020 dated May 5, 2020, and subsequent circulars including the most latest being Circular Nos. 09/2023 dated September 25, 2023 and 09/2024 dated September 19, 2024 (collectively referred to as "MCA Circulars") and the Securities and Exchange Board of India (SEBI) vide its Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 and Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 and the latest being Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 07, 2023 and Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 3, 2024 (collectively referred to as "SEBI Circulars") have permitted Companies to conduct the Annual General Meeting (AGM) through Video Conferencing (VC)/Other Audio-Visual Means (OAVM), without the physical presence of the Members at a common venue.

   In compliance with the applicable provisions of the Act and the SEBI Listing Regulations read with aforesaid Circulars (MCA Circulars and SEBI Circulars), the 18th Annual General Meeting of the Company will be held through VC/OAVM on Tuesday, September 30, 2025, at 11.30 AM (IST). The proceedings of the AGM shall be deemed to be conducted at the Registered Office of the Company located at 3-4-174/12/2, SAMARPAN, 1st Floor, Near Pillar No. 125, Hyderabad, Attapur, K.V. Rangareddy, Rajendranagar, Telangana, India, 500048.

2. The Company has appointed Central Depository Services (India) Limited (CDSL) to provide VC/OAVM (Video Conferencing) platform and remote e-Voting facility for the e-AGM.

3. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 and Rules made thereunder, Secretarial Standard on General Meetings (SS-2) and SEBI Listing Regulations, 2015, wherever applicable, in respect of the items of Special Business set out in the notice, is annexed hereto and forms part of the Notice.

4. Pursuant to the provisions of the Companies Act, 2013, a Member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf, and the proxy need not be a Member of the Company. However, as the AGM is being conducted through VC/OAVM pursuant to the aforesaid Circulars, physical attendance of Members has been dispensed with. Accordingly, the Proxy Form, Attendance Slip and Route Map are not annexed to this Notice. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the Members such as the President of India or the Governor of a State or body corporate can attend the AGM through VC/OAVM and cast their votes through e-Voting.

5. In compliance with the provisions of Section 101 of the Companies Act, 2013 read with Rule 18 of the Companies (Management and Administration) Rules, 2014 and aforesaid Circulars, the Notice of the 18th AGM along with Annual Report 2024-25 are being sent only through electronic mode to those Members whose e-mail addresses are registered with Company/Depository Participant(s). Members who wish to receive a physical copy may request the same by writing to cs@hariompipes.com. Members may note that the Annual Report 2024-25 along with the Notice, Financial Statements and other Statutory Reports will also be available on the website of the Company (www.hariompipe.com), website of CDSL (www.evotingindia.com) and on the websites of the Stock Exchanges, i.e., BSE Limited (www. bseindia.com) and National Stock Exchange of India (www.nseindia.com).

6. Members who have not registered their e-mail addresses are requested to do so for receiving all communications electronically. For shares held in electronic form, Members may update their e-mail with their Depository Participant(s) and shares held in physical form, they may write to the Company's Registrar & Share Transfer Agent (RTA), Bigshare Services Private Limited, having its registered office at 306, Right Wing, 3rd Floor, Amurtha Ville, Opp. Yashoda Hospitals, Somajiguda, Raj Bhavan Road, Hyderabad – 500 082, e-mail: bsshyd@bigshareonline.com.

7. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 (as amended), and MCA Circulars dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-Voting and e-Voting during AGM to its Members in respect of the business to be transacted at the 18th Annual General Meeting. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting agency. The facility of casting votes by a member using remote e-Voting as well as the e-Voting during the AGM will be provided by CDSL.

8. Members can join the AGM through the VC/OAVM mode 15 (fifteen) minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available to at least 1000 Members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc., who are allowed to attend the AGM without restriction on account of first come first served basis.

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

10. In line with the aforesaid MCA Circulars, the Notice calling the 18th AGM has been uploaded on the website of the Company at www.hariompipe.com. The Notice can also be accessed from the websites of the Stock Exchanges i.e., BSE Limited at www.bseindia.com and National Stock Exchange of India Limited at www.nseindia.com. The AGM Notice is also disseminated on the website of CDSL (agency for providing the remote e-Voting and e-Voting during the AGM) i.e., www.evotingindia.com.

11. Corporate Members intending to authorize their representatives to participate and vote at the AGM are requested to send a scanned copy (PDF/JPEG format) of

the certified copy of Board Resolution authorizing their representative(s) to attend the 18th AGM through VC/OAVM and to cast their vote through e-Voting on their behalf. Such documents can be sent to the Company at cs@hariompipes.com with a copy marked to acs.vinod@gmail.com.

12. All the documents which are relevant and referred in the Notice and Explanatory Statement of the 18th AGM shall be available at the Registered Office of the Company for Inspection without any fee during the normal business hours on working days, up to the date of AGM of the Company.

13. The Board of Directors at its meeting held on May 09, 2025, has recommended a dividend of Re.0.61 paisa per equity share of Rs.10/- each as a final dividend for the FY 2024-25. The final dividend as recommended by the Board, if approved at the ensuing AGM, will be paid within 30 days from the date of declaration to those Members whose names appear in the Register of Members or list of beneficial ownership as furnished by the Depositories on the Record Date i.e., Tuesday, September 23, 2025. Members are requested to update their bank account details with their respective Depository Participants for receipt of final dividend, paid by the Company.

14. Pursuant to the relevant provisions of the Income Tax Act, 1961 as amended by the Finance Act, 2020, dividend income is taxable in the hands of Members w.e.f. April 01, 2020 and the Company is required to deduct tax at source ('TDS') from dividend paid to the Members at the rates prescribed under IT Act on the said Record Date. For the prescribed rates for various categories, the shareholders are requested to refer to the Finance Act, 2020 and amendments thereof. In general, to enable compliance with TDS requirements, Members are requested to complete and/or update their Residential Status, PAN details linked with Aadhaar, Category as per the IT Act with their Depository Participant(s) (in case of shares held in demat mode).

    a. A Resident Individual shareholder with PAN and who is not liable to pay income tax can submit a yearly declaration in Form No. 15G/15H, to avail the benefit of non-deduction of tax at source by email to bsshyd@bigshareonline.com latest by September 15, 2025 5:00 p.m. IST. Where any entity/person is entitled for exemption from TDS, TDS will not be deducted/deducted at lower rates provided such shareholder/entity provides valid self-attested documentary evidence (e.g. relevant copy of registration, notification, order, etc. issued by the Indian tax authorities) by email to bsshyd@bigshareonline.com latest by September 15, 2025 5:00 p.m. IST. Any documents/communication on the tax determination/deduction received after September 15, 2025 shall not be considered. Members are requested to note that in case their PAN is not registered, the tax will be deducted at a higher rate of 20%.

       In case tax on dividend is deducted at a higher rate in the absence of receipt of the aforementioned details/documents, the concerned Shareholder may still have the option of claiming refund at the time of filing the income tax return (provided a valid PAN is registered with the RTA or DP). No claim shall lie against the Company for such taxes deducted. In the event of any income tax demand (including interest, penalty, etc.) on the Company arising due to any declaration, misrepresentation, inaccurate or omission of any information provided by the shareholder, such shareholder would be responsible to indemnify the Company and provide the Company with all information/documents and co-operation in any appellate proceedings

    b. Non-resident shareholders [including Foreign Institutional Investors (FIIs)/Foreign Portfolio Investors (FPIs) can avail beneficial rates under tax treaty between India and their country of residence, subject to providing necessary documents i.e. No Permanent Establishment and Beneficial Ownership Declaration, Tax Residency Certificate, Form 10F, any other document which may be required to avail the tax treaty benefits by sending an email to bsshyd@bigshareonline.com. The aforesaid declarations and documents need to be submitted by the shareholders latest by September 15, 2025, 5:00 p.m. IST.

15. The relevant details of Directors seeking appointment and re-appointment under Item No. 2 and 6 of the Notice, as required under Regulations 36(3) of SEBI Listing Regulations read with applicable provisions of the Companies Act, 2013 and Secretarial Standard on General Meeting issued by the Institute of Company Secretaries of India, are provided separately as an **Annexure** to this Notice and also in the Corporate Governance Report forming part of the Annual Report.

16. The Register of Directors and Key Managerial Personnel (KMPs) and their shareholding, maintained under Section 170 of the Act, the Register of Contracts or Agreements in which the Directors are interested, maintained under Section 189 of the Act and the relevant documents referred to in the Notice will be available for inspection by the Members during the Annual General Meeting in electronic mode.

17. Any person, who acquires shares and become Member of the Company after the dispatch of the Notice of 18th AGM by e-mail and holds shares as on Tuesday, September 23, 2025 ("cut-off date") may obtain the User login credentials (ID and password) by sending a request to the Company's RTA at bsshyd@bigshareonline.com by mentioning their Folio No./DP ID and Client ID No. However, if you are already registered with CDSL for remote e-Voting then you can use your existing User ID and password for casting your vote. If you forget your password, you can reset your password by using "Forget User Details/Password" option available on www.evotingindia.com.

18. Members whose names appear in the Register of Members/List of Beneficial Owners maintained by the depositories as on Tuesday, September 23, 2025 (cut-off date) only shall be entitled to avail the facility of remote e-Voting or e-Voting during the AGM.

19. The Board has appointed Mr. Vinod Sakaram, (Membership No. A23285), Partner of M/s. VSSK & Associates, Company Secretaries, C.P. No. 8345, Practicing Company Secretary, as Scrutinizer to scrutinize the entire e-Voting process (remote e-Voting and e-Voting during the AGM) in a fair and transparent manner.

20. The Scrutinizer shall, immediately after the conclusion of e-Voting at the 18th AGM, unblock the votes cast through e-Voting (votes cast during the AGM and votes cast through remote e-Voting) and will submit a consolidated Scrutinizer's Report of the total votes cast in favour or against, invalid votes, if any, to the Chairman. The voting results declared along with Scrutinizer's Report will be announced within two working days of the conclusion of AGM. The said results shall be placed on the Company's website at www.hariompipes.com and simultaneously intimated to the CDSL and National Stock Exchange of India Limited ("NSE") and BSE Limited ("BSE"). The Scrutinizer's decision on the validity of votes cast will be final.

21. General and detailed instructions for accessing and participating in the 18th AGM through VC/OAVM and e-Voting electronically (both remote and during the AGM) are provided in this Notice:

## THE INTRUCTIONS FOR SHAREHOLDERS FOR E-VOTING AND JOINING VIRTUAL MEETINGS ARE AS UNDER:

(i) The remote e-Voting period begins on Saturday, September 27, 2025 at 9:00 AM (IST) and ends on Monday, September 29, 2025 at 5:00 PM (IST). During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e., Tuesday, September 23, 2025 may cast their vote electronically. The e-Voting module shall be disabled by CDSL for voting thereafter.

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

(iii) Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-Voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-Voting service providers (ESPs) providing e-Voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-Voting to all the demat account holders, by way of a single login credential, through their demat accounts/websites of Depositories/Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-Voting process.

### Step 1: Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

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

Pursuant to abovesaid SEBI Circular, Login method for e-Voting and joining virtual meetings for Individual Shareholders holding securities in demat mode CDSL/NSDL is given below:

| Type of Shareholders | Login Method |
|---|---|
| Individual Shareholders holding securities in Demat mode with **CDSL Depository** | 1) Users who have opted for CDSL Easi/Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi/Easiest are https://web.cdslindia.com/myeasi/home/login or to visit CDSL website www.cdslindia.com and click on Login icon and select My Easi New (Token) Tab.<br>2) After successful login the Easi/Easiest user will be able to see the e-Voting option for eligible companies where the e-Voting is in progress as per the information provided by Company. On clicking the e-Voting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/KARVY/LINKINTIME, so that the user can visit the e-Voting service providers' website directly.<br>3) If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & My Easi New (Token) Tab and then click on registration option or click on https://web.cdslindia.com/myeasi/Registration/EasiRegistration.<br>Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page or click on https://evoting.cdslindia.com/Evoting/EvotingLogin. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the e-Voting is in progress and also able to directly access the system of all e-Voting Service Providers. |

| | |
|---|---|
| Individual Shareholders holding securities in demat mode with **NSDL Depository** | If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. 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 name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.<br>If the user is 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.<br>Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen-digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.<br>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 name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting |
| Individual Shareholders (holding securities in demat mode) login through their **Depository Participants (DP)** | You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. |

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

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

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

### Step 2: Access through CDSL e-Voting system in case of shareholders holding shares in Physical mode and non-individual shareholders in demat mode.

(v) Login method for e-Voting and joining virtual meetings for **Physical shareholders and shareholders other than individual holding in Demat form.**

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

6) If you are a first-time user follow the steps given below:

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

(vi) After entering these details appropriately, click on "SUBMIT" tab.

(vii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-Voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

(viii) For shareholders holding shares in physical form, the details can be used only for e-Voting on the resolutions contained in this Notice.

(ix) Click on the EVSN for the relevant <Company Name> on which you choose to vote.

(x) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

(xi) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

(xii) After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.

(xiii) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

(xiv) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.

(xv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

(xvi) There is also an optional provision to upload BR/POA of any uploaded, which will be made available to scrutinizer for verification.

(xvii) **Additional Facility for Non-Individual Shareholders and Custodians – For Remote Voting only.**

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

## INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM THROUGH VC/OAVM & E-VOTING DURING MEETING ARE AS UNDER:

(i) The procedure for attending meeting & e-Voting on the day of the AGM is same as the instructions mentioned above for e-Voting.

(ii) The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-Voting.

(iii) Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM.

(iv) Shareholders are encouraged to join the Meeting through Laptops/IPads for better experience.

(v) Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.

(vi) 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.

(vii) Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance at least 7 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at cs@hariompipes.com. The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance at least 7 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at cs@hariompipes.com. These queries will be replied to by the company suitably by email.

(viii) Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.

(ix) Only those shareholders, who are present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the AGM.

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

## PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.

(i) For Physical shareholders – please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to Company/RTA email id.

(ii) For Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP).

(iii) For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911 and 022-23058542/43.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, Central Depository Services (India) Limited (CDSL), A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai – 400 013 or send an email to helpdesk.evoting@cdslindia.com or call toll free no. 1800 21 09911 and 022-23058542/43.

## EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013.

### ITEM NO. 4:

The Board of Directors, based on the recommendation of the Audit Committee, has approved the re-appointment of M/s. Seshadri & Associates., Cost Accountants (Regn. No 101476), Hyderabad as the Cost Auditors of the Company to conduct the audit of the cost records of the Company at a remuneration of Rs.50,000/- (Rupees Fifty Thousand Only) for the financial year ending March 31, 2026.

In accordance with the provisions of Section 148 of the Companies Act, 2013, read with Companies (Audit and Auditors) Rules, 2014, the remuneration payable to Cost Auditors as recommended by the Audit Committee and approved by the Board, has to be ratified by the Members of the Company.

Accordingly, the consent of the Members is sought for passing an Ordinary Resolution as set out at Item No. 4 of the Notice for ratification of the remuneration payable to the Cost Auditors for conducting the audit of the cost records of the Company for the Financial Year ending March 31, 2026.

The Board recommends the Ordinary Resolution set forth in Item No. 4 of the Notice for approval by the Members.

None of the Directors, Key Managerial Personnel of the Company and their relatives are in any way deemed to be interested or concerned in the proposed Resolution.

### ITEM NO. 5:

The Board of Directors, at its meeting held on August 30, 2025, based on the recommendation of the Audit Committee, has recommended, for the appointment of M/s. VSSK & Associates, Company Secretaries in Practice (Unique Identification No. P2015TL044700), as the Secretarial Auditors of the Company for a term of five (5) consecutive years, commencing from the conclusion of the 18$^{th}$ Annual General Meeting (AGM) until the conclusion of the 23$^{rd}$ AGM of the Company, to be held in the year 2030.

M/s. VSSK & Associates is a well-established firm with significant experience in compliance audits, advisory services, and regulatory affairs. The firm has demonstrated its expertise in navigating complex corporate governance environments, ensuring that businesses remain compliant with the ever-evolving legal and regulatory requirements. Their proficiency in conducting Secretarial Audits and preparing Secretarial Compliance Reports has earned them a strong reputation in the industry. They have agreed to take on the role of Secretarial Auditors for the Company and have confirmed that they meet all the eligibility requirements stipulated under the Companies Act, 2013 and SEBI Listing Regulations.

This appointment aligns with the provisions of Section 204 of the Companies Act, 2013, and Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, which mandate listed companies to appoint Secretarial Auditors for a consecutive term of five years. The proposed remuneration for carrying out the Secretarial Audit for the year 2025-26 as approved and recommended by the Audit Committee and the Board will be Rs.6.00 Lakhs per annum, exclusive of applicable taxes and out-of-pocket expenses. The remuneration for subsequent years will be mutually agreed upon based on the scope of work and regulatory requirements.

The Board recommends the appointment of M/s. VSSK & Associates as the Secretarial Auditors for the term of five years, recognizing their extensive experience and proven track record in corporate governance and compliance audits. The Members are requested to approve the proposed appointment and remuneration, which will help ensure the Company's compliance with legal and regulatory standards, further strengthening the governance framework of the Company.

Accordingly, the consent of the Members is being sought for passing an Ordinary Resolution as set out at Item No. 5 of the Notice for the appointment of M/s. VSSK & Associates as the Secretarial Auditors of the Company for a consecutive term of 5 years.

The Board recommends the Ordinary Resolution set forth in Item No. 5 of the Notice for approval by the Members.

None of the Directors, Key Managerial Personnel of the Company and their relatives are in any way deemed to be interested or concerned in the proposed Resolution.

### ITEM NO. 6:

The Board of Directors at its meeting held on August 8, 2025, based on the recommendation of the Nomination and Remuneration Committee, approved the appointment of Mr. Ansh Golas (DIN: 11225536) as an Additional Director and recommended to the members to regularize his appointment as a Whole-time Director of the Company, designated as Executive Director for a period of three (3) years with effect from August 8, 2025.

Mr. Ansh Golas has been associated with Hariom Pipes Industries Limited, since March 2020, and has played a significant role in driving the Company's operational growth and strategic transformation. With a strong educational background and extensive hands-on business experience, he has emerged as a key leader within the organization. He holds a Bachelor's Degree in Business Administration (BBA) from Queen Mary University of London further enhancing his expertise in managing and scaling family-owned enterprises.

Since taking charge of operations and business development responsibilities, Mr. Ansh Golas has consistently demonstrated strong leadership and operational expertise. His role has involved overseeing plant performance, improving production workflows, and leading digital marketing strategies. His efforts have significantly improved operational efficiency and driven a growth in orders, thereby strengthening the Company's digital footprint. Furthermore, his leadership in B2B sales has contributed to a notable increase in revenue, expanding the Company's market reach.

Mr. Ansh Golas has also played a crucial role in fostering cross-functional coordination, improving alignment between departments such as production, operations, and sales, thereby improving overall business efficiency. His focus on modernizing operations and implementing lean manufacturing principles has resulted in cost reductions and improved quality standards across the organization.

His appointment as a Whole-time Director aligns with the Company's succession planning strategy. Having demonstrated a deep understanding of the Company's culture, operations, and long-term vision, Mr. Ansh Golas is well-positioned to lead Hariom Pipes Industries Limited, into the future. His experience in digital transformation, strategic growth, and operational leadership makes him the ideal candidate for this role, ensuring continuity and sustained success for the Company.

In brief, Mr. Ansh Golas' educational qualifications, strategic vision, and achievements at Hariom Pipes Industries Limited, have prepared him for this important leadership role. The Board strongly believes that his appointment as Whole-time Director will contribute significantly to the company's long-term growth and development.

**Particulars of the appointment pursuant to Rule 15(3) of Companies (Meetings of Board and its Powers) Rules, 2014 under Section 188 of the Companies Act, 2013 are as follows:**

| | |
|---|---|
| a. Name of Related Party | Mr. Ansh Golas |
| b. Name of Director or KMP related | Mr. Rupesh Kumar Gupta (Managing Director), Mr. Sailesh Gupta (Whole-time Director), Mrs. Sunita Gupta (Non-Executive Director) |
| c. Nature of Relationship | Son of Mr. Rupesh Kumar Gupta,<br>Nephew of Mr. Sailesh Gupta,<br>Grandson of Mrs. Sunita Gupta |
| d. Nature, Material Terms, and Particulars of the Arrangement | Appointment as Whole-time Director (Executive Director) overseeing operations, marketing, and inter-departmental coordination |
| e. Duration | Three (3) years, commencing from August 8, 2025. |
| f. Remuneration | Rs.50 Lakhs per annum subject to Members approval. |
| g. Justification | Mr. Ansh Golas brings a combination of academic pedigree, international exposure, and on-ground execution skills that are critical for modernizing the Company's operations and ensuring a smooth generational transition. |

The proposed remuneration of Mr. Ansh Golas as a Whole-time Director is in line with the limits prescribed under Section II of Part II of Schedule V of the Companies Act, 2013. This remuneration structure complies fully with the statutory requirements and the applicable provisions of the Companies Act, 2013.

In the event that the Company incurs inadequate profits or no profits during any financial year in the tenure of Mr. Ansh Golas as a Whole-time Director, the Company shall pay him the above-mentioned remuneration as minimum remuneration, subject to the limits prescribed under Section II of Part II of Schedule V to the Companies Act, 2013, or such other limits as may be prescribed by the Central Government from time to time.

Further, Mr. Ansh Golas has given his consent to act as a Director and has confirmed that he is not disqualified under Section 164 of the Companies Act, 2013 and is not debarred from holding the office of Director by any regulatory authority such as SEBI. He is holding 1,46,500 equity shares of the Company.

Accordingly, the consent of the Members is being sought for passing an Ordinary Resolution as set out at Item No. 6 of the Notice for the appointment of Mr. Ansh Golas as a Whole-time Director of the Company.

The Board recommends the Ordinary Resolution set forth in Item No. 6 of the Notice for approval by the Members.

Except Mr. Rupesh Kumar Gupta (Father) along with Mr. Sailesh Gupta (Uncle) and Mrs. Sunita Gupta (Grandmother), being relatives of Mr. Ansh Golas, who may be deemed to be interested in the proposed resolutions to the extent of their shareholding or position in the Company. None of the other Directors, Key Managerial Personnel of the Company and their relatives are in any way deemed to be interested or concerned in the proposed Resolution.

### ITEM NO. 7:

The Board of Directors, at its meeting held on August 30, 2025, based on the recommendation of the Nomination and Remuneration Committee, approved the revision in the remuneration of Mr. Rupesh Kumar Gupta, Managing Director of the Company, for the remaining tenure of his office as Managing Director, effective from October 01, 2025. All other terms and conditions will remain the same.

Mr. Rupesh Kumar Gupta has been a pillar of strength and leadership for Hariom Pipes Industries Limited, since its inception. Under his leadership, the Company has experienced consistent growth, both in terms of operational performance and market share expansion. His strategic vision has led to significant operational improvements, expanded production capacity, and the introduction of advanced technologies, driving the Company to new heights in the highly competitive iron and steel industry. His notable contributions includes spearheading the Company's expansion projects and transformation efforts, which significantly improved the operational efficiency and market reach. His relentless pursuit of quality improvement, along with his focus on cost optimization, has been crucial in strengthening the Company's position in a dynamic market.

The Board has recommended an increase in his remuneration to Rs.2.4 Crore per annum and commission of 2.5% on Net Profit effective from October 01, 2025. This proposed increase is in recognition of his exemplary leadership and the significant value he has contributed to the Company's growth and performance. Under his guidance, the Company has successfully navigated industry challenges and capitalized on emerging opportunities, which has had a positive impact on its financial performance. The proposed remuneration is considered commensurate with market benchmarks for similar positions in the industry and is aligned with the Company's growth trajectory and long-term objectives. The Nomination and Remuneration Committee, after a comprehensive review, has recommended the increase in his compensation to ensure that it remains competitive and in line with the value he brings to the Company.

**Pursuant to clause (iv) of Section II of Schedule V of Companies Act 2013 the following statement is given:**

| | | |
|---|---|---|
| **I.** | **General Information** | |
| 1. | Nature of Industry | Iron & Steel |
| 2. | Date or expected date of commencement of commercial production | Not Applicable |
| 3. | In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus | Not Applicable |
| 4. | Financial performance based on given indicators | Performance for FY 2024-25<br>1. Gross Revenue: Rs.135,994.35 Lakhs<br>2. Profit after tax: Rs.6,172.60 Lakhs<br>3. EPS: Rs.20.25/- |
| 5. | Foreign investments or collaborations, if any. | Not Applicable |
| **II.** | **Information about the appointee:** | |
| 1. | Background details | Mr. Rupesh Kumar Gupta brings over 20 years of experience in the steel industry. Having been part of the Company since its inception, he has played a pivotal role in shaping its growth and guiding it through various challenges in the ever-evolving iron and steel sector. His hands-on experience and strategic vision have positioned him as an industry leader. |
| 2. | Past remuneration | For the FY 2024-25, Mr. Rupesh Kumar Gupta drew a remuneration of Rs.1,80,00,000 (One Crore Eighty Lakh Rupees Only) per annum. This includes a combination of fixed and variable compensation, which is in line with industry standards for the role and responsibilities he undertakes. |
| 3. | Recognition or awards | Not Applicable |
| 4. | Job profile and his suitability | His job profile as Managing Director encompasses overseeing the Company's strategic direction, managing operations, leading product development, and driving financial growth. His deep understanding of market dynamics coupled with operational expertise has enabled the Company to achieve several significant milestones. His leadership style emphasizes collaboration and cross-functional alignment, fostering a culture of teamwork and ensuring operational excellence across the organization. |
| 5. | Remuneration proposed | The revised remuneration, as set out in the resolution, has been proposed keeping in view the responsibilities and challenges associated with the position of Managing Director. It is aligned with prevailing industry standards and is commensurate with his invaluable contributions to the Company's growth and success. |
| 6. | Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be with respect to the country of his origin) | In terms of comparative remuneration, the proposed compensation package is commensurate with industry standards for similar roles in similarly sized companies in the iron and steel industry. Given the significant responsibilities associated with the role, including managing a large and growing organization, the proposed revision is well within industry norms. |
| 7. | Pecuniary relationship directly or indirectly with the company, or relation with the managerial personnel, if any. | Mr. Rupesh Kumar Gupta is the son of Mrs. Sunita Gupta, Non-Executive Director, and elder brother of Mr. Sailesh Gupta, Whole-time Director of the Company. |
| **III.** | **Other information:** | |
| 1. | Reasons of loss or inadequate profits | While the Company has posted profits in FY 2024-25, these profits may be deemed inadequate for the purpose of certain managerial remuneration limits, as defined under the Companies Act, 2013. However, the Company's management is committed to improving profitability through several strategic initiatives. |
| 2. | Steps taken or proposed to be taken for improvement | The Company continuously implements measures to improve productivity and operational efficiency. Strategic expansions and enhancements in both manufacturing processes and sales channels have been undertaken, with a particular focus on optimizing costs and increasing market penetration, both domestically and internationally. |
| 3. | Expected increase in productivity and profits in measurable terms | With the ongoing implementation of lean manufacturing techniques, and expansion into new markets, the Company is poised to achieve higher productivity and improved profits. The leadership of Mr. Rupesh Kumar Gupta has been instrumental in setting the Company on a path of long-term growth. |

In the event that the Company incurs inadequate profits or no profits during any financial year in the tenure as Managing Director, the Company shall pay him the above-mentioned remuneration as minimum remuneration, subject to the limits prescribed under Section II of Part II of Schedule V to the Companies Act, 2013, or such other limits as may be prescribed by the Central Government from time to time.

Accordingly, the consent of the Members is sought for passing a Special Resolution as set out at Item No. 7 of the Notice for approving the revision in the remuneration of Managing Director of the Company.

The Board recommends the Special Resolution set forth in Item No. 7 of the Notice for approval by the Members.

Except Mr. Sailesh Gupta (Younger Brother) and Mrs. Sunita Gupta (Mother), Mr. Ansh Golas (Son) (Proposed director) being relatives of Mr. Rupesh Kumar Gupta, who may be deemed to be interested in the proposed resolutions to the extent of their shareholding or position in the Company. None of the other Directors, Key Managerial Personnel of the Company and their relatives are in any way deemed to be interested or concerned in the proposed Resolution.

### ITEM NO. 8:

The Board of Directors, at its meeting held on August 30, 2025, based on the recommendation of the Nomination and Remuneration Committee, approved the revision in the remuneration of Mr. Sailesh Gupta, Whole-time Director of the Company, for the remaining tenure of his office as Whole-time Director, effective from October 01, 2025. All other terms and conditions will remain the same

Mr. Sailesh Gupta has been a cornerstone of Hariom Pipes Industries Limited, since 2010, playing a critical role in shaping the Company's strategic direction and growth journey. With over Fifteen years of rich experience in the steel industry, he has been instrumental in driving the Company's expansion and operational improvements. His visionary leadership approach has been key in optimizing the supply chain, enhancing production capacity, and streamlining business processes, leading to both cost reductions and higher productivity.

The Board has recommended an increase in his remuneration to Rs.2.2 Crore per annum and commission of 2.5% on Net Profit effective from October 01, 2025. This proposed increase is in recognition of his steadfast leadership and dedication towards the growth and success of the business. The adjustment has been carefully evaluated to ensure that it is commensurate with his responsibilities, aligned with the Company's growth trajectory, and consistent with industry benchmarks for comparable leadership positions. The Nomination and Remuneration Committee, after a comprehensive review, has endorsed the proposed revision, reaffirming that his contributions warrant such recognition and positioning him to continue providing exceptional leadership as the Company enters its next phase of growth.

### Pursuant to clause (iv) of Section II of Schedule V of Companies Act, 2013 the following statement is given:

| | | |
|---|---|---|
| **I.** | **General Information** | |
| 1. | Nature of Industry | Iron & Steel |
| 2. | Date or expected date of commencement of commercial production | Not Applicable |
| 3. | In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus | Not Applicable |
| 4. | Financial performance based on given indicators | Performance for FY 2024-25<br>1. Gross Revenue: Rs.135,994.35 Lakhs<br>2. Profit after tax: Rs.6,172.60 Lakhs<br>3. EPS: Rs.20.25/- |
| 5. | Foreign investments or collaborations, if any. | Not Applicable |
| **II.** | **Information about the appointee:** | |
| 1. | Background details | With over 15 years of experience in the steel industry, he has been instrumental in shaping the Company's strategic direction and growth. |
| 2. | Past remuneration | For the financial year 2024-25, Mr. Sailesh Gupta drew a remuneration of Rs.1,44,00,000 (One Crore forty-four Lakh Rupees Only) per annum. This includes a combination of fixed and variable compensation, which is in line with industry standards for the role and responsibilities he undertakes. |
| 3. | Recognition or awards | Not Applicable |
| 4. | Job profile and his suitability | As Whole-time Director, he is responsible for overseeing operations management, driving strategic partnerships, and leading product and process development, with a focus on aligning operations with the Company's long-term strategic objectives. |
| 5. | Remuneration proposed | The revised remuneration, as set out in the resolution, has been proposed in line with the responsibilities and challenges associated with the position of Whole-time Director. It reflects both the industry standards and his contribution to the Company's success. |
| 6. | Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be with respect to the country of his origin) | Given his level of responsibility and the size and scale of the Company, the proposed revision is well aligned with compensation levels for similar roles in comparable companies. |
| 7. | Pecuniary relationship directly or indirectly with the company, or relation with the managerial personnel, if any. | Mr. Sailesh Gupta is the son of Mrs. Sunita Gupta, Non-Executive Director, and younger brother of Mr. Rupesh Kumar Gupta, Managing Director. |

| | | |
|---|---|---|
| **III** | **Other information:** | |
| 1. | Reasons of loss or inadequate profits | While the Company has posted profits in FY 2024-25, these profits may be deemed inadequate for the purpose of certain managerial remuneration limits, as defined under the Companies Act, 2013. However, the Company's management is committed to improving profitability through several strategic initiatives. |
| 2. | Steps taken or proposed to be taken for improvement | The Company continuously implements measures to improve productivity and operational efficiency. Strategic expansions and enhancements in both manufacturing processes and sales channels have been undertaken, with a particular focus on optimizing costs and increasing market penetration, both domestically and internationally. |
| 3. | Expected increase in productivity and profits in measurable terms | The Company is very conscious about improvement in productivity and undertakes constant measures to improve it. |

In the event that the Company incurs inadequate profits or no profits during any financial year in the tenure as Whole-time Director, the Company shall pay him the above-mentioned remuneration as minimum remuneration, subject to the limits prescribed under Section II of Part II of Schedule V to the Companies Act, 2013, or such other limits as may be prescribed by the Central Government from time to time.

Accordingly, the consent of the Members is sought for passing a Special Resolution as set out at Item No. 8 of the Notice for approving the revision in the remuneration of Whole-time Director of the Company.

The Board recommends the Special Resolution set forth in Item No. 8 of the Notice for approval by the Members.

Except Mr. Rupesh Kumar Gupta (Brother) and Mrs. Sunita Gupta (Mother), Mr. Ansh Golas (Nephew) (Proposed director), being relatives of Mr. Sailesh Gupta, who may be deemed to be interested in the proposed resolutions to the extent of their shareholding or position in the Company. None of the other Directors, Key Managerial Personnel of the Company and their relatives are in any way deemed to be interested or concerned in the proposed Resolution.

## ITEM NO. 9 & 10:

The Members through Postal Ballot dated February 08, 2023, accorded their consent to the Board of Directors to borrow up to Rs.1,000 Crores (Rupees One Thousand Crore only) under Section 180(1)(c) and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and the rules made thereunder.

In order to meet the Company's long-term funding requirements for business operations, growth and expansion plans, it is proposed to authorize the Board to borrow monies, from time to time, as may be required. Pursuant to the provisions of Section 180(1)(c) of the Companies Act, 2013, the Board of Directors cannot, except with the consent of the Members by way of a special resolution in a general meeting, borrow moneys which, together with the moneys already borrowed by the Company (apart from temporary loans obtained from the Company's bankers in the ordinary course of business), exceed the aggregate of the paid-up share capital, free reserves and securities premium of the Company (i.e., reserves not set apart for any specific purpose). Accordingly, the members are requested to authorize the Board to borrow monies, as and when required for an amount not exceeding Rs.2,000 Crores (Rupees Two Thousand Crores only).

The proposed borrowings of the Company, if necessary, be secured by way of creation of charge/mortgage/hypothecation on the Company's assets (movable and immovable properties, both present and future) in favour of the security holders or any other lender(s). It is necessary in terms of Section 180(1)(a) of the Companies Act, 2013 to obtain the approval of the Members by way of a special resolution for creation/modification of charges/mortgages/hypothecations on the assets of the Company, for securing borrowing not exceeding the limit of Rs.2,000 Crores (Rupees Two Thousand Crores only).

Accordingly, the consent of the Members is sought for passing a Special Resolutions as set out at Item Nos. 9 & 10 of the Notice, for approving the borrowing limits of the Company and the creation/modification of charges for the aforesaid Limit.

The Board recommends the Special Resolution set forth in Item Nos. 9 & 10 of the Notice for approval by the Members.

None of the Directors, Key Managerial Personnel of the Company and their relatives are in any way deemed to be interested or concerned in the proposed Resolution.

## THE FOLLOWING ADDITIONAL DETAILED INFORMATION AS PER SECTION – II OF SCHEDULE V IS AS FOLLOWS:

| I. | General Information | |
|---|---|---|
| 1. | Nature of Industry | Manufacturing and Trading |
| 2. | Date or expected date of commencement of commercial production | Since incorporation |
| 3. | In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus | Not Applicable |
| 4. | Financial performance based on given indicators | Performance for FY 2024-25<br>1. Gross Revenue: Rs.135,994.35 Lakhs<br>2. Profit after tax: Rs.6,172.60 Lakhs<br>3. EPS: Rs.20.25/- |
| 5. | Foreign investments or collaborations, if any. | No Foreign Investments or Collaborations |

BY ORDER OF THE BOARD
**For Hariom Pipe Industries Limited**

Sd/-
**Rupesh Kumar Gupta**
Managing Director
DIN: 00540787

Place: Hyderabad
Date: August 30, 2025

## DETAILS OF DIRECTORS RETIRING BY ROTATION/SEEKING APPOINTMENT/RE- APPOINTMENT AT THE 18TH ANNUAL GENERAL MEETING OF THE COMPANY:

(Pursuant to Regulation 36 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India).

| Name of the Director | Mr. Soumen Bose | Mr. Ansh Golas |
|---|---|---|
| **Brief Profile** | | |
| Designation/Category of Director | Non-Executive Director | Whole-time Director (Executive Director) |
| DIN | 09608922 | 11225536 |
| Date of Birth | 10-09-1967 (58 Years) | 16-01-2000 (25 Years) |
| Qualifications | Bachelor of Technology (Chemical) | Bachelor of Business Administration |
| Nationality | Indian | Indian |
| Date of Appointment/Reappointment on the Board of the Company | September 30, 2025 (Original Appointment Date: June 10, 2022) | August 08, 2025 |
| Nature of expertise in specific functional areas | Over 30 years of experience in the steel and allied industries with expertise in operations, procurement, logistics, marketing, and business excellence models like Six Sigma and Malcolm Baldrige. Held leadership roles in Tata Group and as Group CEO of Singh Group, Thailand. | Over 5 years of experience at Hariom Pipes Industries Ltd. contributing significantly to operational growth, strategic transformation, and business development. Notable achievements include enhancing operational efficiency, leading digital marketing initiatives, and driving B2B sales growth. |
| Inter-se relationship between Directors and other Key Managerial Personnel | Not related to any Director or KMP of the Company. | Son of Mr. Rupesh Kumar Gupta (Managing Director), Nephew of Mr. Sailesh Gupta (Whole-time Director), Grandson of Mrs. Sunita Gupta (Non-Executive Director) |
| Terms and Conditions along with details of remuneration sought to be paid | Retires by rotation and being eligible offers himself for re-appointment | As mentioned in the Resolution & Explanatory Statement |
| No. of Equity Shares held | NIL | 1,46,500 Equity Shares |
| Details of remuneration last drawn | Rs.24.69 Lakhs per annum | Rs.35.78 lakhs per annum |
| No. of Board Meeting attended during the year | 7 out of 7 | NIL |
| Resignation from the Listed Entities in the past three years | NIL | NIL |
| Directorships of other Companies | NIL | NIL |
| Chairmanship/Membership of Committees of Boards of other Companies | NIL | NIL |

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