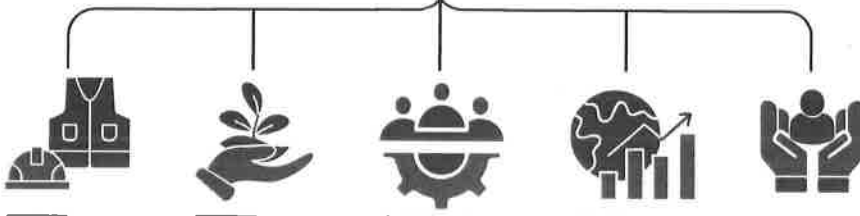




PRIVI SPECIALITY CHEMICALS LIMITED



**ONE VISION.
FIVE VALUES.
ACCELERATED GROWTH.**



Annual Report
2024-25

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Forward-looking statement

This document contains statements about aspects of future events and financials of Privi Specialty Chemicals Limited (the Company), who have been looking by their nature forward-looking statements represent the Company's expectations and are subject to inherent risks and uncertainties. There is a significant risk that the assumptions, predictions, and other forward-looking statements may not prove to be accurate. Readers are cautioned not to place undue reliance on forward-looking statements as several factors could cause actual results to differ materially from those expressed in the forward-looking statements. Accordingly, this document is subject to the disclaimer and qualified in its entirety by the assumptions, qualifications and risk factors contained in the Management Discussion and Analysis section of this Annual Report.

For more investor-related information, please visit:
<https://www.privi.com/investor-relations/corporate-governance/company-policies>

Or simply scan the QR code



INVESTOR INFORMATION

Market Capitalisation (as at March 01, 2025)	₹ 6,660 Crores
CIN	L15340MH1985PLC286828
BSE Code	530117
NSE Symbol	PRIVISCL
Bloomberg Code	PRIVISCL
AGM Date	Friday, August 01, 2025
AGM Venue	Video Conferencing (VC) / Other Audio-Visual Means (OAVM)

One Vision. Five Values. Accelerated Growth.

The specialty chemicals industry is at a critical crossroads where innovation must be balanced with responsibility. As global demand grows for products that perform exceptionally while remaining sustainable, companies face the challenge of meeting evolving customer expectations, navigating complex regulations, and managing intricate supply chains. Success in this environment depends on blending operational strength with clear strategic direction and a deep sense of purpose.

At Privi Specialty Chemicals Limited, this challenge defines the journey, anchored by One Vision, the belief that growth should be meaningful, inclusive, and enduring. This vision shapes every decision, ensuring that today's progress builds a stronger foundation for tomorrow.

Driving this vision are Five core values that shape both culture and action. Safety protects people and processes, while Sustainability commits the Company to safeguarding the environment for future generations. A Sense of Urgency keeps the team agile and responsive to market shifts. Super Transparency fosters trust through openness and accountability, and Sincere Respect and Care build genuine connections with employees, partners, and communities. These values guide not just what Privi does but how it does it.

From this foundation flows Accelerated Growth, a steady, resilient expansion powered by capacity building, infrastructure investment, and Innovation focussed on specialty chemicals and sustainable solutions. This growth reflects Privi's ability to anticipate change, embrace global trends, and maintain high standards of environmental and corporate governance.

Together, One Vision, Five Values, and Accelerated Growth create a clear, purposeful path forward for Privi.

About the Company

Accelerating Momentum with Purpose & Principles

Privi Speciality Chemicals Limited (referred to as 'Privi' or 'the Company') has firmly established itself as India's leading manufacturer and exporter of aroma and fragrance chemicals. Over the past three decades, the Company has earned the trust of some of the world's most respected fragrance and FMCG companies, becoming their preferred global supplier. What sets the Company apart is its seamless blend of experience, innovation, and scale. With a legacy built on deep industry knowledge and a forward-looking approach, the Company has consistently delivered high-quality products, while adapting to the evolving needs of a global market. Its ability to innovate, maintain consistency, and operate efficiently at scale has made Privi a recognised leader in the aroma chemicals space both in India and around the world.

Driven by a research-oriented mindset and close alignment with customer needs, Privi has built a portfolio in which more than ten key products together account for the majority of its revenue. Across these, the Company holds a global market share of over 20%, reflecting both focus and leadership. The Company's manufacturing footprint spans integrated manufacturing facilities in Mahad, Maharashtra, and Jhagadia, Gujarat. Among these, one facility holds distinction as the world's largest single-site

processor of Crude Sulphate Turpentine (CST), sourced from over 60 pulp mills worldwide, a capability matched by only four other companies globally. Through its strong focus on quality, regulatory discipline, and dependable delivery, Privi continues to support a wide range of aroma chemical applications, maintaining long-standing partnerships across the industry.

Leadership Position in the World Market



Vision

To emerge as a leading Sustainable Global manufacturer of Aroma Chemicals Privi intends to become the leading aroma chemicals brand across the globe with its wide range of innovative products, Sustainable Manufacturing, reliable quality along with exemplary services, to fulfil the ever-growing demands of our customers.

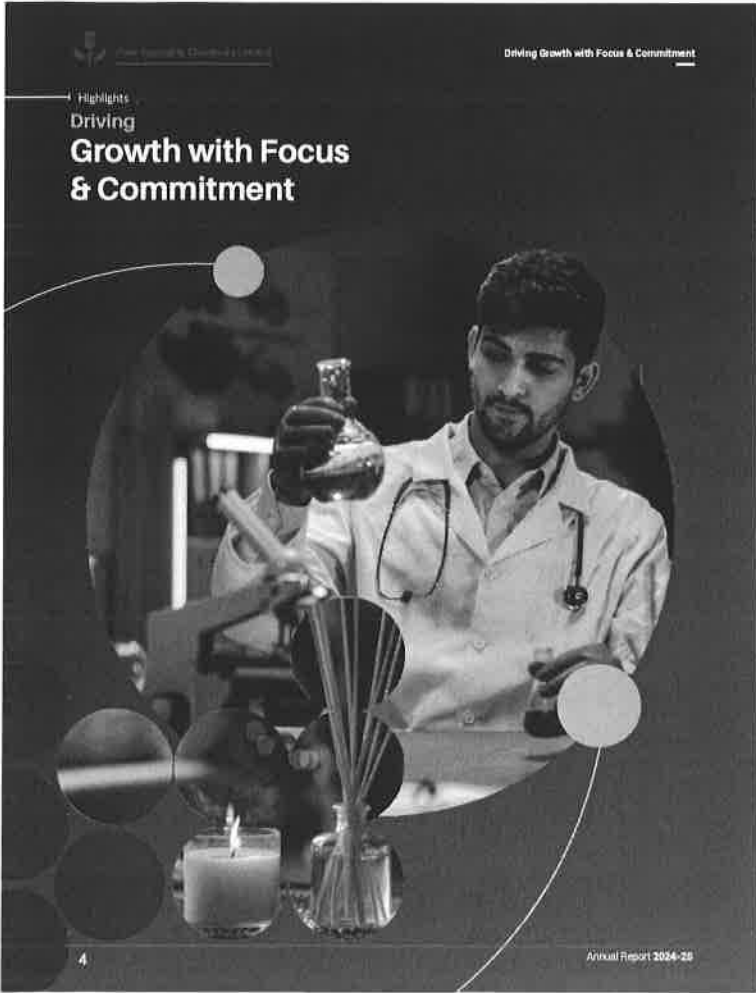


Mission

We shall continue to be a leader in the local aroma chemicals industry and keep on innovating to become the most sustainable supplier for the international market, thereby portraying India's potential as a market leader in Aroma Chemicals. Our mission shall always be to fulfil customer's needs first!

Values





Highlights
Driving
Growth with Focus
& Commitment



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Operational Highlights

75+ Products

7 State-of-the-art manufacturing facilities

48,000 MTPA Production capacity

36,000 MTPA CST processing capacity

9,600 MTPA GTO processing capacity

Financial Highlights

₹2,121.84 Crores Revenue

₹474.16 Crores EBITDA

₹184.75 Crores PAT

Business Highlights

Export contribution exceeding 70%, recognised as a 4-Star Export House

40+ countries Worldwide Presence

2 Centers Dedicated R&D centres driving innovation

Sustainability Highlights

Awarded EcoVadis 'Platinum Certification' in 2025

CLIMATE ACTION

- 1. Approved Science-based reduction target for Scope 1, Scope 2 and Scope 3
- 2. 25% renewable electricity
- 3. 3rd party assurance on GRI inventory
- 4. CDP A listed for water security, B listed for Carbon and forest disclosure

Offerings

Delivering Excellence with Innovation & Insight

Privi is steadily expanding its portfolio by developing value-added aroma chemicals and specialty ingredients that serve a wide range of industries. This strategic move up the value chain reflects the Company's commitment to innovation and its focus on delivering greater performance and differentiation.

By investing in the creation of more complex, high-performance products, Privi is enhancing its ability to meet with the evolving needs of customers across global markets. This shift strengthens Privi's competitive edge and reinforces its position as a forward-thinking partner capable of delivering solutions that align with the dynamic demands of today's industries.



Pinene

- Dihydromyrcenol
- Amber Fleur
- Terpineol
- Terpineol Acetate
- Pine Oil
- Camphor
- Iso Bornyl (IBO)
- Iso Bornyl Acetate (IBA)
- IBCH
- Sandal Fleur
- Indian Sandal Core
- Paracymene

Citral

- Cyclocitral
- Citronellal
- Citronellol
- Citronellyl Nitrate
- Alpha Ionone
- Beta Iso damascone

Musk & Speciality

- Galaxmusk
- Amber Woody Xtreme
- Indomereane
- Nimmerol
- Alpha Damiascone
- Timber Touch
- Timber Forte
- Prionyl

Phenol

- Ortho Tertiary Butyl Cyclo Hexyl Acetate
- Para Tertiary Butyl Cyclo Hexyl Acetate

Value Added

- 1,8 Cineol
- 1,4 Cineol
- Limonene 95
- Terpinen-4-ol

Fragrance

- Fine Fragrance
- Perfume
- Air Fresheners
- Incense Sticks

Home Care

- Soaps
- Floor and Disinfectant
- Cleaner
- Detergent
- Hand Wash

Personal Care

- Shampoos
- Conditioners
- Lipsticks
- Creams & Lotions

Others

- Antiseptic Liquids
- Healthcare
- Pharmaceuticals
- Among Others

Focussed on Creating Lasting Value



Journey

Advancing Legacy with Passion & Precision

Privi's journey reflects a story of steady progress, strategic transformation, and long-standing relationships. From its beginnings in aromatic chemicals, the Company has grown into a globally recognised name in aroma solutions, trusted by industry leaders around the world.

This evolution has been driven by a commitment to innovation, a willingness to explore new frontiers, and the ability to combine diverse strengths. By consistently adapting to changing market dynamics and expanding its global footprint, Privi continues to redefine what's possible in the world of aroma chemistry, while staying true to the principles that have guided its growth.

Initial Setup & Exploration

- 2005
 - Achieved turnover of ₹100 Crores
 - Appointed a full-time CEO to drive strategic growth.
- 1997
 - Exported first shipment to Germany.
- 1993
 - Started manufacturing aroma chemicals.

Scaling Up with Backward Integration

- 2014
 - Signed long-term contracts with Givaudan, P&G, Henkel.
 - Commenced production at Unit VI, Gujarat.
- 2012
 - Established CST capacity with 7200 MTPA.
 - Set up GTO capacity of 2400 MTPA.
- 2011-2012
 - Secured PE Investments from Standard Chartered.
- 2007
 - Received private equity capital from Avlgo.
 - Appointed a full-time CEO to drive strategic growth.

Investment by PE, Merger, Demerger

- 2019
 - Crossed turnover of ₹1,000 Crores
- 2017
 - Got listed indirectly as subsidiary of Fairchem Speciality.
- 2016
 - Secured PE Investment from Fairfax.

JV, Greenfield Expansion, Ramp-up

- 2025
 - Crossed turnover of ₹2,000 Crores.
 - Launched 3 new products, including Florovane, Indomerane, Amber Woody Xtreme.
 - Started commercial production at PRIGIV (JV with Givaudan).
- 2024
 - Commissioned Greenfield Plant 'PRIGIV' with Givaudan SA.
- 2023
 - Launched Galaxmusk, Camphor and Prioryl.
 - Crossed turnover of ₹1,500 Crores
- 2022
 - Announced JV with Givaudan SA as PRIGIV.
- 2021
 - Demerged from Fairchem Speciality
 - Renamed as Privi Speciality Chemicals Limited, as an independent listed entity.

₹100 Crores
Revenue

₹513 Crores
Revenue

₹1,060 Crores
Revenue

₹2,122 Crores.
Revenue

Presence

Expanding Reach with Confidence & Capability

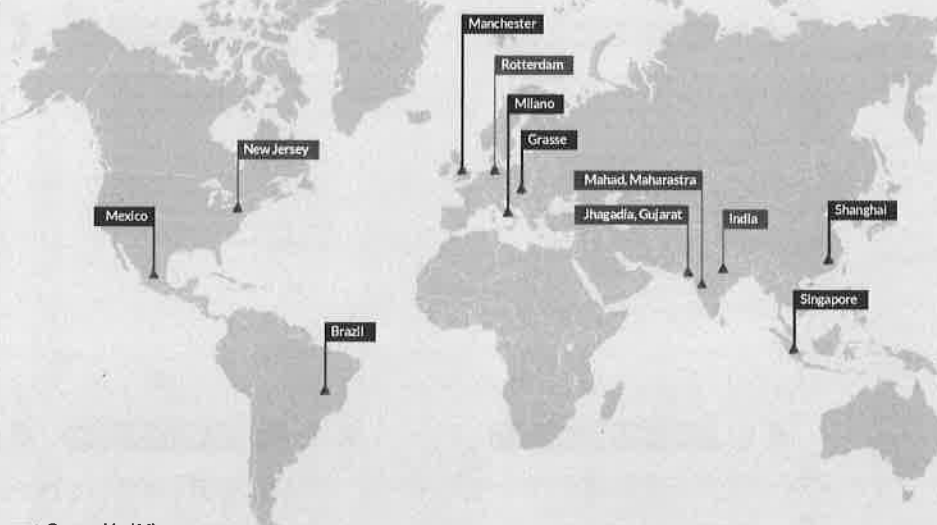
Privi's widespread presence across key global markets reflects its clear focus on being close to its customers and responsive to their needs. With well-developed infrastructure and an extensive operational footprint, the Company is positioned to meet demand efficiently and reliably across geographies. This global reach allows Privi to deliver products with consistency and speed, ensuring dependable service and strengthening its role as a reliable supplier in the aroma and specialty chemicals industry.

Expanding Reach with Confidence & Capability

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2
Manufacturing Plants

3
Stocking Points

7
Distribution Centres

Serving **30+**
Countries

Geographical Mix



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

Driving Value with Resilience & Responsibility

Privi has carved out a unique position in the aroma and specialty chemicals industry by combining scale, deep technical expertise, and a strong commitment to sustainability. Innovation lies at the core of its operations, supported by a diverse product portfolio and longstanding industry relationships that enable the Company to stay aligned with evolving global demand. Strategic partnerships and a skilled, dedicated workforce further strengthen Privi's ability to deliver consistent value. With fully integrated operations and a focus on responsible, forward-looking growth, the Company presents a compelling opportunity for those seeking sustainable and scalable long-term returns.



Unique Competitive Position

The Company leads the Indian aroma chemicals space as its largest manufacturer and exporter, holding a market share of over 20% across ten global products. With more than 75 offerings, this diverse portfolio contributes to 80% of its total revenue. On the global front, the Company remains one of the just five manufacturers of pine-based aroma chemicals made from Crude Sulphate Turpentine (CST), sourced from over 60 pulp mills. What makes the Company stand apart even further is its position as the only Asian company with such a level of backward integration, an approach rooted in sustainability that continues to support its growth and strengthen its presence in this niche market.



Innovation at the Core

The Company approaches Innovation through a structured R&D process that connects every stage, from concept to commercial production. With pilot plants and state-of-the-art laboratories forming the base, a skilled team of scientists works with high-end analytical tools to drive new product development and fine-tune existing processes. This ongoing commitment secures Privi's role in delivering sustainable, advanced aroma chemical solutions that grow in step with market expectations.



Premiulisation and a Diversified Product Mix

The Company continues to shape its growth by leaning into premiulisation and building a product mix that blends innovation, thoughtful use of technology, and a clear view of what customers value. With a portfolio of more than 75 aroma chemicals, the Company's strength is especially visible in pine-based products, and more than 10 products across categories hold over 20% share in global markets. This presence has been earned steadily, through consistency and care. Close to ₹ 200 Crores was invested to introduce and expand capacity in value-added categories, marking a significant step forward. As part of this effort, new products like Camphor, Galaxmusk, Pinyol, Indomene, and Floravone have been introduced where more than ₹ 500 crores was invested to set up commercial plant facilities over the last few years, each shaped by evolving market needs and a drive to keep refining what's possible.



PRIGV: A Strategic Alliance

PRIGV, a joint venture between Privi Specialty Chemicals and Givaudan SA, is founded on a long-standing relationship and strengthens the Company's position as a key global supplier of aroma chemicals. The recently inaugurated Greenfield facility in Mahad, Maharashtra, has been established and designed to manufacture a portfolio of specialised fragrance ingredients exclusively for Givaudan. Additionally, equipped with advanced manufacturing capabilities, the venture reflects the shared commitment of both companies to innovation and sustained growth within the fragrance industry.



Driven By Strong Human Assets

The Company's growth is rooted in the capabilities and commitment of its workforce, whose focus on operational efficiency, innovation, and cost-effective quality management remains integral to its progress. With a team of over 1,000 employees, including 116 professionals dedicated to R&D, the Company continues to nurture a workplace culture that values engagement, recognises contributions, and acknowledges performance. A significant portion of the workforce has been associated with the Company over the long term, reflecting a strong sense of belonging and loyalty that continues to reinforce Privi's culture of collective growth and shared purpose.



Guided by Visionary Board

Privi's long-term strategy is guided by a Board comprising experienced leaders who bring deep industry knowledge and a clear focus on sustainable growth. Their proactive and future-oriented perspective supports strong governance, drives ongoing innovation, and ensures consistent value creation for all stakeholders.

Management Message

Driving Excellence with Leadership & Vision

The year 2024-25 has been one of focused execution, strategic evolution, and consistent performance for Privi Specialty Chemicals. Guided by our theme of 'One Vision, Five Values, Accelerated Growth', we made progress on all fronts: refining processes, launching high-value specialty products, and strengthening operational efficiency. This year showcased our ability to turn strategy into real measurable growth, reflected in solid topline gains and improved margins. The steady nature of our performance, grounded in our core values, fuels our confidence to keep this pace as we move forward.

Navigating the Global Landscape

From a macroeconomic standpoint, global supply chains have been steadily regaining balance, while interest in sustainable, high-performance chemical solutions continues to build. Though certain regions have seen renewed volatility and shifting trade policies, India's manufacturing sector has moved forward with strength. At the same time, the Company's broad international presence has offered the flexibility needed to adjust to changes across markets with care and foresight. Within this landscape, we have stayed on track, drawing on innovation and agile operations to keep delivering value. What we are now seeing is a clear shift towards sustainable chemistry, towards deeper alignment with global leaders in fragrance and FMCG, and away from traditional volume-based supply towards solution-oriented collaboration. This direction is fully in step with the path we are already on, as we evolve from a reliable supplier into a partner that plays a more strategic, integrated role. Much of this shift has been made possible by our R&D and technical teams, who continue to craft customised solutions by combining proprietary expertise with a strong sense of what each client truly needs.

Performance of the Year

The year 2024-25 stood out as one of our strongest, shaped by clear priorities and precise execution. Revenue reached ₹ 2,122 Crores, reflecting a 19% year-on-year growth, supported by healthy demand across our key product segments, deep-rooted customer engagement, and the timely launch of high-value specialty offerings. EBITDA rose by 37% to ₹ 474 Crores, with EBITDA margins at 22.3%, strengthened by better yields, disciplined cost management, and a richer product mix.

Profit after tax came in at ₹ 185 Crores, nearly double from the year before, a result of both topline momentum and improved operational efficiency.

This sharp rise in profitability is a direct outcome of the way our business is structured and the choices we have made over time, particularly in expanding R&D, building capacity, and strengthening quality, each of which is now translating into accelerated returns. Strong demand for our core aroma chemicals kept all major plants operating at 85% to 90% utilisation, prompting us to initiate capacity debottlenecking in key product lines to meet growing customer needs.

Strengthening the Growth Engine

One of the key milestones during the year was the commissioning of our high-value specialty chemicals facility under PRIGIV. While we expect the operation to reach breakeven within a year, our confidence in its long-term viability is grounded in a strong offtake arrangement secured within our subsidiary. This vertical, serving one of the largest players globally, holds meaningful potential and a future marked by clarity and scale.

As we continue this scale-up journey, plans are already in motion to increase total production capacity from 48,000 MT to 54,000 MT by March 2026

This expansion is designed to align with rising demand, while ensuring product quality remains consistent and delivery remains dependable.

Alongside this, our international presence continued to deepen. Exports accounted for 70% of our total revenue, a reflection of growing trust across global markets and relationships built over time. Although our exposure to the U.S. remains modest, the impact of recent tariffs has been minimal, India's trade positioning, coupled with our broad-based presence across Europe, Asia, Latin America, and the Middle East, provides both resilience against shifts and room to grow across a diverse set of markets.

Value Chain Leadership through Integration

Our approach to backward integration, built on the CST and GTO platforms, is not simply structural. It gives shape to how we operate. It secures the availability of essential raw materials, enhances cost efficiency, and ensures consistency in quality, all while allowing us to retain control over the full length of the value chain. In an environment where raw materials are not always within easy reach, this integration has become an advantage that global clients recognise. It gives us room to move quickly when needs shift, to explore new directions in product development, and to reliably

deliver aroma chemicals that are complex in nature but consistent in performance, even at scale.

Sustainability at the Core

Sustainability has not been a separate chapter in our journey but a consistent thread running through how we have grown.

The 'Platinum' rating we hold from EcoVadis today stands as a recognition of the choices we have made across carbon efficiency, responsible energy use, supply chain transparency, and broader ESG practices.

We are steadily advancing towards this 'Platinum' with each step, reflecting progress that is measured, deliberate, and real. Our transition towards green energy continues to take shape, with expanded solar capacity across sites contributing not just to a lighter carbon footprint but also to a leaner energy cost structure. On the social front, our focus remains on creating a workplace where safety, inclusion, and long-term growth are lived realities. Beyond the organisation, we continue to engage with communities around us in ways that reflect shared responsibility and lasting impact.

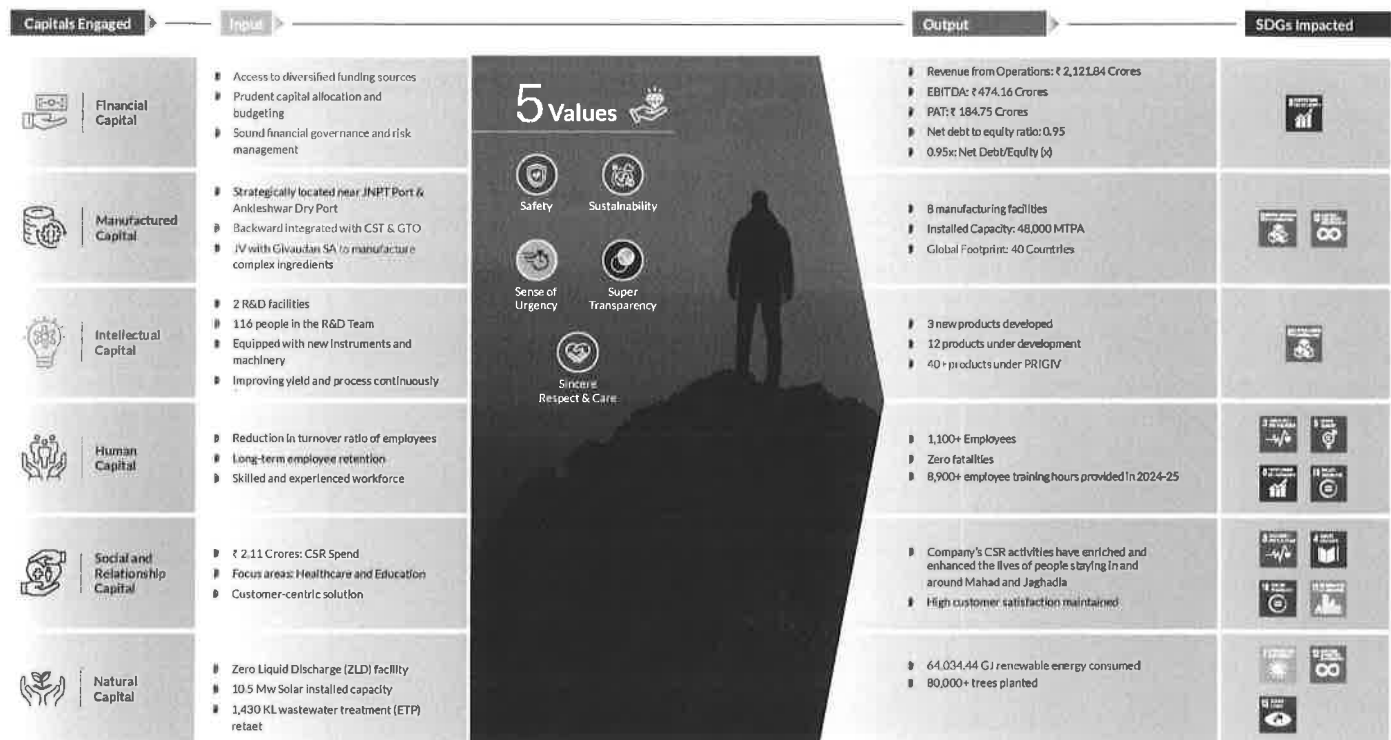
As we look ahead, our direction is clear. We remain centred on innovation, committed to deeper integration, and guided by a thoughtful approach to growth. The investments we make in talent, in processes, and in our product pipeline will keep us responsive to change and positioned where we need to be. While we have covered ground, our journey is still gaining momentum. 'One Vision' anchors us. Our 'Five Values' shape every decision. And with 'Accelerated Growth' as our rhythm, we are building an organisation prepared for what lies ahead, with purpose at its core and value in every step.

Before I close, I wish to thank all those who continue to walk this path with us. To our stakeholders, employees, partners, customers, bankers, investors, and Board members, your trust and support make the journey possible.

Maresh Babani
Chairman & Managing Director

Value Creation

Creating Value with Focus & Foresight

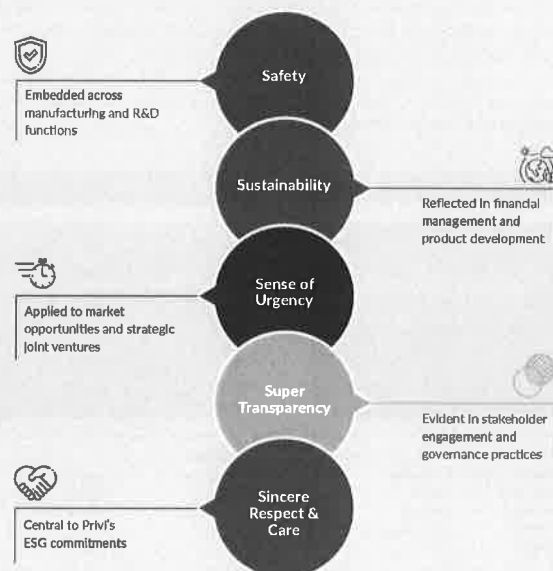


5S: The Pillars of Sustainable Progress



Priva follows a balanced and Integrated approach to business, guided by its '5S' framework, a structured philosophy that reinforces its commitment to responsible growth, operational excellence, and long-term stakeholder value.

This framework enables the Company to remain agile and adaptable, ensuring it can respond effectively to changing global dynamics while maintaining consistency in performance and purpose. Through this approach, Priva continues to build a strong foundation for sustainable success.



Manufacturing

Safety:

Crafting Quality with Consistency and Care

Privi has built a strong foundation anchored in world-class manufacturing, distinctive backward integration, and a highly capable in-house R&D ecosystem. This combination enables the Company to scale efficiently while maintaining a clear edge in cost leadership. The Company's success is driven by a holistic approach that blends process innovation, disciplined capital management, and a deep-rooted commitment to sustainability and safety. Together, these elements position Privi to deliver consistent performance while staying ahead in a competitive, evolving industry.

Mahad, Maharashtra

6 Units



Products

- Dihydromyrcenol
- Pine oil and Terpineol
- Camphor
- Speciality
- Citral
- Prionyl
- Ionone products

Jhagadia, Gujarat

1 Units



Products

- OTBCHA
- PTBCHA
- Galaxmink
- Indomereane
- Floravone

Key Supporting Metrics

48,000 MTPA

Optimum Production Capacity

70%

Raw Materials Used are derived from Renewable Resources

36,000 MTPA

CST Processing Capacity

9,600 MTPA

GTO Processing Capacity

Robust Capacity and Backward Integration

With a total production capacity exceeding 48,000 MTPA, Privi continues to enhance its capabilities across key product segments. The Company stands among a select group globally, and uniquely in Asia with complete backward integration for pine-based aroma chemicals. The Company sources Crude Sulphate Turpentine (CST) from more than 60 paper mills worldwide. It also sources Gum Turpentine Oil (GTO) from several Latin American and Southeast Asian countries. This integration ensures a stable supply of raw materials, reduces dependence on external markets, and provides greater control.

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Crude Sulphate Turpentine (CST)

- Derived as the main product by tapping pine trees
- Offers a sustainable advantage by converting waste into valuable raw materials

Gum Turpentine Oil (GTO)

- Derived as an agro-input by tapping pine trees
- Significant price volatility due to uncertainties
- The market is largely dominated by China, with other countries including Brazil, Argentina, Indonesia, and Vietnam

Certifications



- Compliant with the Globally Harmonised System (GHS)
- Adheres to IFRA standards

Research & Development

Safety: Driving Innovation with Insight & Ingenuity

Privi's growth is fuelled by a profound dedication to Research and Development (R&D). The Company's R&D capabilities do more than just respond to present needs; they anticipate and shape future demands through intelligent chemistry, crafting innovative solutions that uphold consistent standards of quality, safety, and sustainability.

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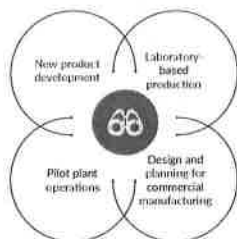
R&D Centers in Mahad and Nerul, Maharashtra

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Team Strength, Including Scientists, Microbiologist and Chemistry Professionals

Translating Vision into Scalable Solutions

Guided by a comprehensive 'Concept to Commissioning' framework, the Company ensures a smooth progression from initial ideas to full-scale commercial production, covering:



Key Features of the R&D Infrastructure

DSIR-Approved Facilities	Advanced Analytical Equipment	Integrated Processing Units	Continuous Process Improvement
Synthetic and Biotechnology Research Lab and Pilot Plants recognised by the Department of Scientific and Industrial Research (DSIR) under the Ministry of Science and Technology	Equipped with cutting-edge instruments such as GCMS, GLCS, FTIR, UV spectrophotometer, refractometer, polarimeter, colorimeter, and bomb calorimeter	Dedicated units for reaction, distillation, and recovery support seamless process scale-up and optimisation	A consistent focus on boosting yield, efficiency, and scalability drives continuous product improvement efforts

Product Innovation

New Products Developed

- Camphor
- Galaxomusk
- Prionyl
- Florovane
- Indomerane
- Amber Woody Xtreme

Products Under Development

- Menthol
- Peppermint Oil
- 112 Other High-End Specialty Products under Development
- 40+ Products under PRIGIV

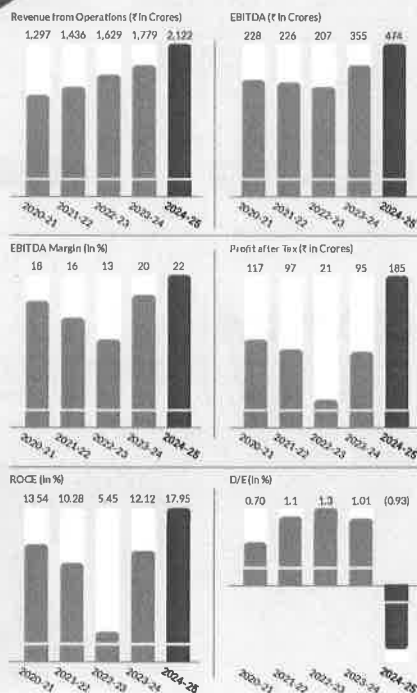
Biotechnology Products

Through its 'Biorefinery' initiative, the Company is breaking new ground by converting agricultural biowaste into specialty chemicals using natural fermentation processes. Moreover, partnering with ICT Mumbai, the Company is dedicated to developing sustainable, value-added products that reflect a commitment to the future.



Sustainability: Delivering Results with Discipline & Direction

Privi's financial strength has provided the steady ground needed to invest in innovation, improve resource efficiency, and champion sustainability. Over the past five years, this foundation has supported consistent growth and adaptability, highlighting a clear, strategic approach and operational finesse, focussed on value creation to stakeholders.



Sustainability:
Delivering Results with Discipline & Direction

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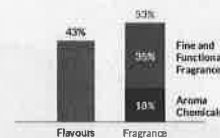
Financial Statements

Operating Landscape

Sense of Urgency: Navigating Markets with Agility & Awareness

Privi moves swiftly and thoughtfully to keep pace with the shifting global landscape. By tuning into the core forces shaping the market and embracing a strategy that anticipates what is ahead, the Company transforms challenges into pathways for expansion and influence. This responsiveness positions the Company to navigate industry currents effectively, unlocking new potential at every turn.

Global Flavours & Fragrances (F&F) Market: Approximately US\$ 30.4 Bn

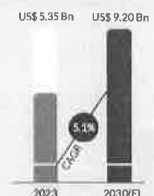


Within F&F Segment, Aroma Chemicals Constitutes 18%



Global Aroma Chemicals Market

Valued at US\$ 5.35 Bn in 2023, with projections reaching US\$ 9.20 Bn by 2030.



Market Demand Drivers



Industry Tailwinds

- 1 Stringent environmental norms in developed nations, including China, continue to drive demand for compliant alternative suppliers
- 2 Rising production costs, alongside supply chain disruptions, are shifting preferences towards cost-efficient manufacturers
- 3 The recent US tariffs have prompted global players to diversify their sourcing and manufacturing base

India's Opportunity

- 1 India benefits from lower labour costs, which enable competitive manufacturing
- 2 A large and growing consumer base fuels consistent local demand
- 3 Government initiatives actively encourage domestic production and promote self-reliance



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Partnership

Sense of Urgency: Accelerating Growth with Synergy & Strength

In a marketplace defined by rapid change and evolving expectations, the ability to act decisively and scale thoughtfully is of paramount importance. With this in mind, the Company has established a strategic joint venture with Givaudan SA, a world-renowned leader in fragrance and flavour. This collaboration signals the Company's proactive approach to seizing emerging opportunities, amplifying innovation, and extending its global footprint. By combining their complementary strengths, both organisations are positioned to accelerate growth and deliver uniquely differentiated solutions within the aroma chemicals industry.

Givaudan SA: A Global Leader in the Flavours and Fragrances Industry

With a legacy that spans more than 250 years, Givaudan SA is a Swiss multinational company, recognised as a global leader in flavours, fragrances, and active cosmetic ingredients. Its global reach is matched by a reputation for blending tradition with continuous innovation, creating sensory experiences that resonate across diverse markets and cultures.

Key Synergies

- A well-established collaboration with a leading global F&F powerhouse
- The JV further strengthens the alliance with the largest entity in the F&F landscape worldwide
- The facility is designed to manufacture limited volumes of high-value fragrance ingredients, featuring medium to high molecular complexity

Inauguration of a Greenfield Facility

The state-of-the-art Greenfield facility in Mahad, Maharashtra, was inaugurated on October 04, 2024. This modern plant is dedicated to manufacturing complex fragrance molecules for Givaudan SA, reinforcing the strategic partnership and significantly enhancing production capacity. Commercial production and sales started in February 2025.

- 40 bespoke products manufactured especially for Givaudan SA
- Total capital expenditure of ₹ 178 Crores
- Financing structured through a calibrated mix of debt and equity
- Projected asset turnover maintained between 1.00x and 1.10x

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Stakeholder Engagement

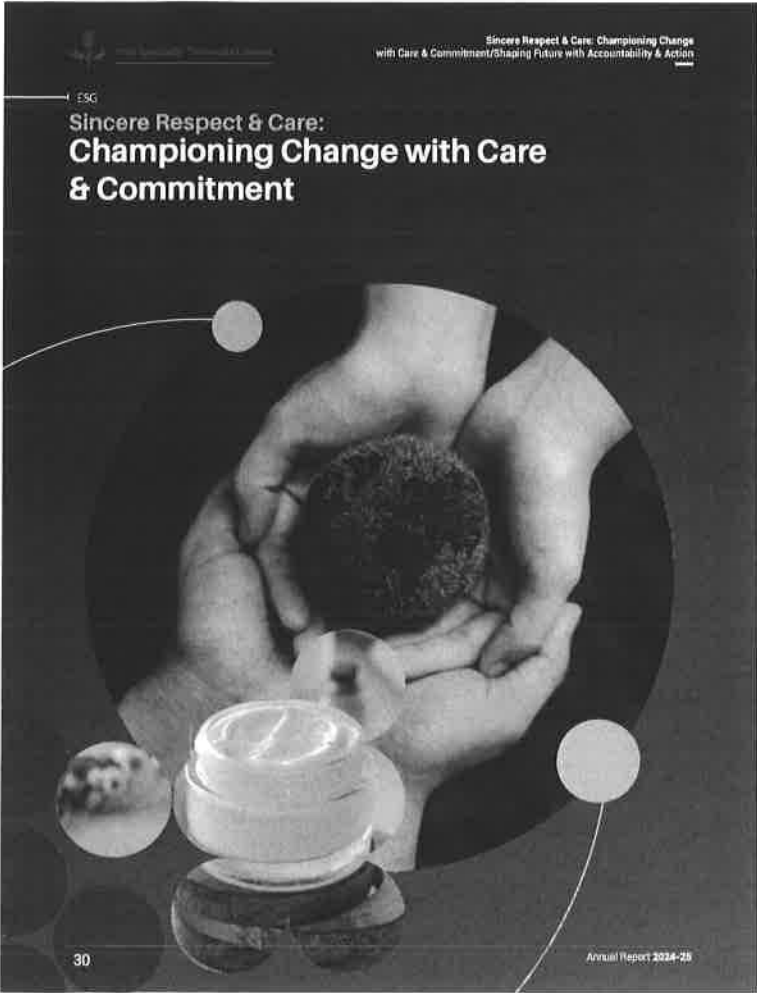
Super Transparency: Building Trust with Transparency & Togetherness

Privi keeps an open line with everyone involved, from investors and employees to customers, suppliers, bankers, communities, and regulators. By staying in regular conversation and paying close attention to what each group needs, the Company makes sure no concerns go unheard and every expectation receives a thoughtful response. This ongoing exchange fosters trust, deepens connections, and lays the groundwork for value that lasts for all parties.



Stakeholder Group	Investors	Bankers	Employees
Company's Response	- Regular disclosures - Detailed Quarterly and Annual Reports - Investor relations support	- Timely servicing of debt obligations - Regular submission of financial statements - Maintaining credit discipline - Compliance with loan covenants	- Training and upskilling programmes - Performance recognition - Workplace safety initiatives
Engagement Mode	- Earnings calls - Annual General Meeting (AGM) - Investor newsletters - Investor Meetings	- Digital banking platforms - One-on-one meetings - Email and formal correspondence	- Internal communications - Feedback surveys - Town halls and workshops
Frequency	Quarterly/Annually	Monthly/Quarterly/Annually	Monthly/Quarterly/Biannually

Customers	Suppliers	Community
- Rigorous quality control - Efficient customer service - Continuous product innovation	- Transparent agreements - On-time payments - Supplier development programmes	- Sustainable manufacturing - CSR projects
- Customer feedback channels - Support helpdesk - Satisfaction surveys	- Regular supplier meetings - Performance reviews - Vendor audits	- Outreach programmes - CSR events - Public disclosures
Ongoing	Quarterly/Biannual/Annual	Annually



Corporate Overview

Statutory Reports

Financial Statements

At Privi, sustainability shapes everyday decisions. The approach is grounded in clear ESG principles that influence how resources are used, how waste is managed, and how the Company treats its impact on the environment. In 2024-25, efforts to bring operations in line with environmental responsibility continued to gather momentum.

Environment

Caring for the environment is how work gets done at Privi. Sourcing practices are being rethought, production processes are being made clear, and energy sourcing is shifting towards renewables. Waste is managed with purpose, and emissions are disclosed in a way that reflects accountability. Each move is directed towards protecting resources that future generations will depend on.

EcoVadis Sustainable Procurement: Secured 99th Percentile 99th Percentile

PLATINUM Top 1%

ecovadis

Sustainability Rating

MAY 2025

Commitment to Certified Sustainability

Supply Chain: Certified and Sustainable A collaborative industry initiative set up in 2011 to evaluate and improve supply chain sustainability across chemical companies.	Roundtable on Sustainable Palm Oil (RSPO) Membership registration has been completed, and certification is currently underway.	Sedex As a participating member, Privi aligns with its four key assessment areas: Labour Standards, Health and Safety, Environment, and Business Ethics.
Forest Stewardship Council (FSC) Turpentine-based raw materials are sourced from FSC certified suppliers, with the share of sustainable sourcing set to rise to 100%.	Carbon Disclosure Project (CDP) Scope 1, 2, and 3 emissions along with water-related data are reported through the CDP platform to support transparency and improvement.	

Annual Report 2024-25

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Commitment to Net Zero

Privi is committed to achieving 'Net Zero' greenhouse gas (GHG) emissions by 2050, in alignment with both the SBTi and UNGC frameworks. The plan is active, and work is already in motion. MSME suppliers are being brought into the process through training and engagement, while awareness sessions are being held to build understanding of emission calculations and reduction paths.

A Steady Move towards Solar

Privi has taken clear steps to shift a significant part of its energy consumption to solar power, with the goal of meeting 25% of its total electricity needs through this cleaner source. The transition is being built through a combination of rooftop installations and an Open Access Agreement, creating a setup that reduces dependency on conventional energy sources while adding stability to future power supply. Every part of this transition reflects a clear focus on reducing environmental load through practical, long-term choices.



Social Initiatives

People-First, Always

The energy behind everything achieved comes from the people who bring their skills, care, and commitment every day. Safety, Integrity, and innovation are part of the everyday rhythm here, creating a space where individuals grow and take on leadership in their own way. Experienced experts guide the way, and together the team delivers solutions that reach far beyond the workplace, making a real difference worldwide.



Privi's focus on safety has been recognised with a record of 83 accident-free days in the Chemical and Fertiliser group for the third consecutive year. Alongside this, the Company scored 83 out of 100 in labour and human rights in the recent EcoVadis survey, reflecting the Company's strong commitment to fair and respectful workplace practices.

A Culture of Engagement, Recognition and Celebrating Success to drive better



Employee Association with Privi

More than 510 employees have been with Privi for over 5 years, with 218⁺ crossing the 15 year milestone, reflecting a strong culture of trust, purpose, and professional growth.

Seasoned Minds for Sustainable Moves

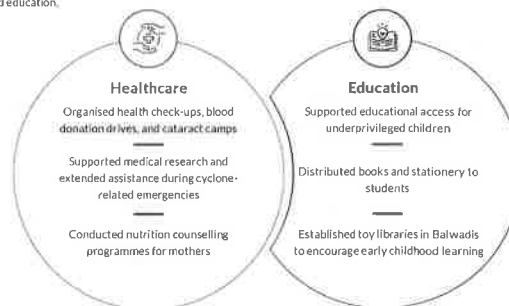
Every part of the Company moves forward because of a team shaped by deep knowledge and years of hands-on experience. With more than two decades in their fields, these seasoned

professionals do not just look for growth; they make sure it fits with careful attention to sustainability at every step. Their focus on safety, caring for the environment, and

supporting the communities around them drives the kind of growth that lasts and matters.

Corporate Social Responsibility (CSR)

The Company goes beyond business by dedicating efforts to making a meaningful impact on people's lives, particularly in health and education.



Governance with Grit

Privi upholds a strong governance framework that integrates risk management and ethical compliance throughout its operations and partnerships. The Company's approach to decision-making reflects a commitment to accountability and long-term, sustainable growth, grounded in defined policies and supervisory systems.

Key Highlights



Corporate Information

BOARD OF DIRECTORS

Mr. Mahesh P Bahani
Chairman & Managing Director

Mr. Bhaktavatsala Rao Doppalapudi
Executive Director

Mr. Dwarko Topandas Khilnani
Non-Executive Independent Director
(upto March 31, 2025)

Mr. Anurag Surana
Non-Executive Independent Director

Mrs. Anuradha Thakur
Non-Executive Independent Director
(upto March 31, 2025)

Mr. Hemang Manhar Gandhi
Non-Executive Independent Director
(w.e.f. October 25, 2024)

Mr. Naresh Madhu Tejwani
Non-Executive Independent Director
(w.e.f. October 25, 2024)

Mrs. Priyamvada Ashesh Bhumkar
Non-Executive Independent Director
(w.e.f. October 25, 2024)

President

Mr. R. S. Rajan

Chief Financial Officer

Mr. Narayan S. Iyer

Company Secretary & Compliance Officer

Ms. Ashwini Saumil Shah

STATUTORY AUDITORS

M/s. BSR & Associates, LLP
Chartered Accountants

COMMITTEES OF THE BOARD

Audit Committee

Mr. Naresh Tejwani ^M ^C
Mr. Anurag Surana
Mr. Hemang Gandhi
Mrs. Priyamvada Bhumkar

Nomination and Remuneration Committee

Mr. Naresh Tejwani ^M ^C
Mr. Anurag Surana
Mr. Hemang Gandhi

Corporate Social Responsibility Committee

Mr. Anurag Surana ^C
Mr. D B Rao
Mr. Naresh Tejwani ^M
Mrs. Priyamvada Bhumkar

Stakeholders and Relationship Committee

Mr. Hemang Gandhi
Mr. D B Rao
Mrs. Priyamvada Bhumkar ^M
Mr. Naresh Tejwani ^M

Risk Management Committee

Mr. Anurag Surana
Mr. D B Rao
Mr. Mahesh Babani
Mr. Hemang Gandhi
Mr. Naresh Tejwani ^M
Mrs. Priyamvada Bhumkar ^M

Note: All the Committees of the Board were reconstituted w.e.f. February 12, 2025

^M Appointed as a Member w.e.f. February 13, 2025

^C Designated as Chairperson of the Committee w.e.f. February 13, 2025

COST AUDITORS

M/s. Kishore Bhatla & Associates
Cost Accountants

INTERNAL AUDITORS

M/s. Aneja & Associates
Chartered Accountants

REGISTERED OFFICE & KNOWLEDGE CENTRE

Privi House, A-71, TTC, & Regd. Office
Thane Belapur Road,
Koparkhairane, Navi Mumbai - 400 710.
Website: www.privi.com
CIN - L15140MH1985PLC286828

REGISTRAR AND SHARE TRANSFER AGENT

MUFG Inlime India Private Limited
(Formerly Known as LINK Inlime India Private Limited)
C-101, 247 Park, L.B.S. Marg,
Vikhroli (West), Mumbai - 400083.
Phone Nos.: (022) 4918 6000/ 4918 6270

BANKERS

HDFC Bank Limited
Standard Chartered Bank
RBL Bank Limited
Citi Bank N.A.
ICICI Bank Limited
Yes Bank Limited
IDBI Bank Limited

MANUFACTURING UNITS

UNIT - I
Plot No. A-7, MIDC Mahad,
District Raigad - 402 309.

UNIT - III
Plot No. A-3 MIDC Mahad,
District Raigad - 402 309.

UNIT - VII
Plot No. L-35, MIDC Mahad,
District Raigad - 402 309.

UNIT - II, IV & X (EOU)
Plot Nos. C-3,4,5,6, 6/1, 6/2, 7,8,9,
10, 11/1, 13 & 33, 33/1, 33/2,
X-8,9,10,11 & 12 and B-8, B-9/1,
9/2, 9/6
MIDC Mahad,
District Raigad - 402 309.

UNIT - V
Plot No. B - 1/1, B-1/2, B - 1/3,
MIDC Mahad, District Raigad -
402309.

Research and Development Facilities

Plot No. C-8, MIDC Mahad,
District Raigad - 402309.

Plot No. D/122, TTC Industrial Area
MIDC, Shiravane, Nerul- Navi Mumbai,
Thane District - 400706, Maharashtra.

MANAGEMENT DISCUSSION AND ANALYSIS

GLOBAL ECONOMIC OVERVIEW

In 2024, the global economy faced a rapidly changing scenario, characterised by both resilience and emerging challenges. Inflation eased, driven by lower commodity prices and stricter monetary policies. Advanced economies began to adopt gradual monetary easing, boosting consumption and investment. In contrast, emerging markets maintained their growth momentum by focussing on domestic demand and advancing crucial structural reforms. Investments in the digital economy, green energy, and supply chain diversification further enhanced global adaptability, providing a solid foundation for long-term stability.

Even amid these positive developments, some challenges remain. Sectoral growth was uneven across regions. Although trade volumes rose, economies continued adjusting to shifting geopolitical dynamics and evolving policies. These trends highlighted the complexities still present in the global economy.

(Source: World Economic Outlook by IMF, January 2025)

Looking ahead, the global economy is projected to grow at 2.8% in CY 2025 and 3.0% in CY 2026. Emerging markets are expected to surpass advanced economies, supported by strong domestic consumption, favourable demographics, and targeted policy reforms. The US has enacted a series of new tariff measures, triggering forceful retaliations from major trading partners. This culminated in the implementation of non-universal tariffs on April 02. Meanwhile, the European area contends with structural challenges, including sluggish productivity growth, demographic shifts, energy transition pressures, and the lingering impact of tighter monetary policies.

Uncertainties around geopolitical risks, policy shifts, and financial market volatility are expected to persist. In this scenario, supply chain endurance, infrastructure investments, and digital transformation will continue to drive and shape the global economic trajectory.

(Source: World Economic Outlook by IMF, January 2025)

INDIAN ECONOMY

India's economy continues to show strength, supported by solid domestic consumption, robust services and manufacturing sectors, and significant government investment in infrastructure. The International Monetary Fund (IMF) projects a 6.2% growth for 2024-25, driven primarily by these sectors.

The services sector continues to lead, contributing an estimated 55% to Gross Value Added (GVA) in 2024-25, with IT and business process management (BPM) exports achieving double digit growth in 2023-24. Meanwhile, the manufacturing sector, supported by initiatives like 'Make in India', has also contributed to the country's growth. Agriculture has seen steady growth, averaging 5% annually from 2016-17 to 2022-23, benefitting from government initiatives aimed at improving productivity. In addition, financial services have expanded significantly, especially due to the thriving fintech ecosystem, which raised over US\$ 4 Bn in 2024.

(Source: Economic Survey 2024-25, Press Information Bureau on Union Budget 2025-26)

The government's emphasis on infrastructure development remains a central pillar of long-term economic growth. In the Union Budget 2025-26, significant capital expenditure has been allocated to enhance transportation networks, expand energy capacity, and strengthen digital infrastructure. These investments aim to boost productivity and create employment opportunities.

Alongside infrastructure, the government is focussed on accelerating growth in manufacturing. The nation's manufacturing sector is on track to reach US\$ 1 trillion by 2025-26, fuelled by initiatives like the National Manufacturing Mission, targeted tax incentives, and the Production-Linked Incentive (PLI) scheme. Strategic investments, along with strong participation from states like Gujarat, are positioning India as a global manufacturing hub.

The Union Budget 2025-26 also outlines targeted investments in industrial corridors, incentives for domestic production through schemes like PLI, and efforts to streamline logistics and supply chains. These measures aim to build a strong domestic manufacturing base and reduce the country's dependence on imports.

At the same time, macroeconomic stability remains a priority, with prudent fiscal and monetary policies expected to keep inflation contained. Structural reforms such as Ease of Doing Business 2.0, labour market flexibility, and tax rationalisation are creating a more competitive investment climate. These efforts are vital to India's long-term aim of becoming a developed economy by 2047.

(Source: Economic Survey 2024-25, Press Information Bureau on Union Budget 2025-26)

GLOBAL FLAVOUR AND FRAGRANCE MARKET

The global flavours & fragrances (F&F) market includes a broad array of products like flavourings, fragrances, and essential oils. These serve industries such as food and beverages, personal care, home care, and pharmaceuticals. The market is segmented by product type (natural and synthetic), application (beverages, bakery, confectionery, cosmetics, personal care, household care, and pharmaceuticals), and end-use industry. A notable trend in the sector is the shift towards personalised products, clean-label formulations, and plant-based alternatives. This shift is driving innovation across various sectors.

(Sources: <https://www.fortunebusinessinsights.com/industry-report/flavour-and-fragrance-market-108975>, <http://www.marketresearchinsights.com/Market-Reports/Bakery-Fragrance-market-176769012.html>).

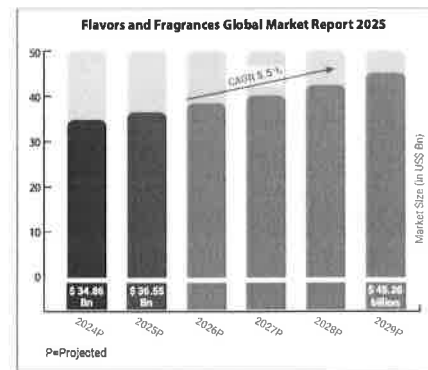
<https://www.fortunebusinessinsights.com/industry-report/flavour-and-fragrance-market-108975>

Emerging markets in Asia-Pacific and Latin America are witnessing rapid growth, supported by rising disposable incomes and evolving lifestyle preferences.

The industry is undergoing dynamic growth, fuelled by a significant shift in consumer preferences. With an estimated value of US\$ 36.55 Bn in 2025, the market is poised to reach approximately US\$ 44.2 Bn by 2030, recording a robust CAGR of 4.9% throughout the forecast period.

Today's consumers demand more than just functionality. They seek multisensory experiences that captivate and engage, pushing companies to innovate rapidly. This surge in demand has led to the creation of distinctive flavours and fragrances that not only satisfy evolving tastes but also align with the growing emphasis on sustainability and health-conscious choices.

In 2024, the industry made notable strides in adopting natural and organic ingredients, personalising scents, and exploring novel flavour profiles. This momentum is expected to accelerate further from 2025 onwards, supporting continued market expansion.



(Source: <https://www.marketresearchinsights.com/industry-report/56884861025-flavors-and-fragrances-market-outlook-branded-flavor-market-165631> <http://www.fortunebusinessinsights.com/industry-report/flavour-and-fragrance-market-108975>).

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KEY TRENDS

- Shift Towards Natural and Organic Products:** Consumers are placing greater emphasis on clean-label, sustainable, and eco-friendly products, prompting manufacturers to replace synthetic ingredients with natural alternatives. To meet this growing demand, brands are enhancing transparency in sourcing and formulation, reshaping product portfolios across the food, beverage, and personal care sectors.
- Urbanisation and Changing Lifestyles:** Rapid urban migration is accelerating the demand for premium and convenience-oriented products. As disposable incomes rise and lifestyles become busier, consumers are seeking high-quality personal care items, gourmet food items, and innovative home care solutions. This shift is accelerating diversification and premiumisation within the F&F market.
- Regulatory Stringency:** Stricter regulations on ingredient safety, environmental impact, and labelling standards are influencing how companies formulate their products. Compliance with frameworks such as REACH (Registration, Evaluation, Authorisation and Restriction of Chemicals) in Europe and the US FDA regulations has become crucial, prompting greater investment in research and safer alternatives.
- Raw Material Price Volatility:** Environmental issues such as climate change, natural disasters, and geopolitical tensions are causing price fluctuations of key natural ingredients like vanilla, citrus oils, and sandalwood. This unpredictability in supply chains is pushing companies to diversify sourcing strategies and invest in synthetic or lab-grown substitutes.
- Rise of Functional Fragrances:** Consumers are seeking products that go beyond traditional sensory appeal to offer health and wellness benefits. Functional fragrances that relieve stress, boost energy, improve sleep, or enhance mood are gaining traction, particularly in sectors like personal care, home ambience, and wellness products.
- Market Expansion in Emerging Economies:** The Asia-Pacific, Latin America, and Africa regions are emerging as key growth markets. Rising middle-class populations, urbanisation, and higher disposable incomes are driving this shift. Companies are tailoring flavours and fragrances to local tastes and preferences, offering customised products to capture these expanding markets.

- Technological Advancements in Extraction and Formulation:** Innovations in biotechnology, green chemistry, and sustainable extraction methods are enabling the production of high-quality, eco-friendly ingredients. Techniques like enzyme-based extraction and precision fermentation enhance efficiency and reduce waste. These methods also support the development of novel, complex flavour and fragrance profiles in a sustainable manner.

(Source: https://www.researchandmarkets.com/reports/5688486/2025-Flavour-and-Fragrance-market-outlook.html#:~:q=AromaChemicals&from_view=detail&from_uid=20250418202541770440300)

DEMAND DRIVERS

- Increase in Consumer Health Awareness:** With growing awareness of health and wellness, consumers are carefully scrutinising product labels. They are favouring products with fewer synthetic chemicals. This shift is driving demand for natural flavours, organic personal care products, and eco-friendly household items, prompting brands to reformulate products with clean, safe, and transparent ingredients.
- Higher Disposable Income:** In both developed and emerging economies, rising disposable incomes are enabling consumers to explore premium product categories. These include luxury fragrances, artisanal food products, and high-end personal care items. The trend towards aspirational purchasing is particularly pronounced in Asia-Pacific, the Middle East, and Latin America, further broadening market opportunities.
- Customisation and Regional Preferences:** Consumers are seeking products that resonate with their cultural tastes and preferences. To meet these demands, companies are creating region-specific flavours and fragrances. For instance, they are incorporating spicy notes for Asian cuisines and floral profiles for the Middle Eastern fragrances. This approach enhances market penetration and fosters stronger brand loyalty.
- Expansion in Personal Care and Homecare Industry:** The personal care and homecare sectors are experiencing global growth, boosting demand for innovative fragrance and flavour solutions. Increasing consumption of skincare, cosmetics, perfumes, air fresheners, and fabric care products is creating consistent opportunities for tailored and multifunctional sensory experiences.

- Growth in the Food and Beverage Sector:** Consumer demand for natural ingredients, healthier choices, and new taste experiences is driving innovation in the food and beverage industry. To meet these evolving dietary and lifestyle trends, flavour houses are focussing on developing natural enhancers, plant-based alternatives, and organic formulations.
- Sustainability and Ethical Sourcing:** Consumers who prioritise environmental consciousness are increasingly favouring brands that uphold responsible sourcing and ethical production. This shift is propelling companies to invest in sustainable ingredient supply chains, fair-trade certifications, and eco-friendly product development. By doing so, they aim to attract value-driven buyers.
- E-commerce and Digital Influence:** Online retail channels and digital marketing are playing a pivotal role in shaping consumer choices. E-commerce platforms have made niche and premium fragrance and flavour products more accessible. Simultaneously, social media and influencer marketing boost awareness.

- The trend towards plant-based and natural ingredients is further fuelling flavour innovation, especially in alternative proteins and vegan-friendly offerings.

Within the Fragrance Segment:

- Fine and functional fragrances hold the largest share at 35%, driven by the rising demand for perfumes, personal care products, and homecare solutions.
- Aroma chemicals account for 18%, playing a crucial role in fragrance formulation by providing unique and long-lasting scent compounds.

encourage trials, and drive brand adoption across various demographics.

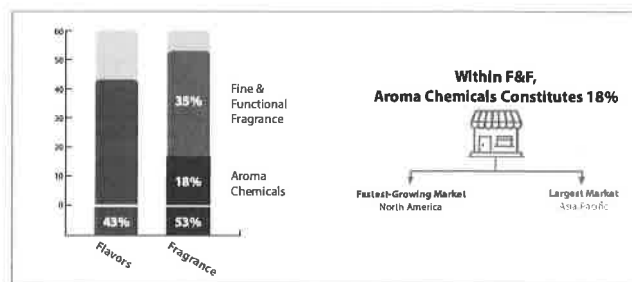
(Source: https://www.researchandmarkets.com/reports/5688486/2025-Flavour-and-Fragrance-market-outlook.html#:~:q=AromaChemicals&from_view=detail&from_uid=20250418202541770440300)

SEGMENTATION OF THE INDUSTRY

The F&F industry is divided into two main segments: Flavours, which account for 43% of the market, and Fragrances, representing 57%.

Within the Flavour Segment:

- Beverages dominate this category, with growing demand for flavoured water, functional drinks, and ready-to-drink options.
- Dairy, bakery, and confectionery are also significant contributors, as consumers seek innovative, clean-label, and healthier flavour profiles across these categories.



INDIAN FRAGRANCE MARKET

India has a rich legacy of olfactory traditions, with aromatherapy, incense, and ittar deeply rooted in its cultural and medicinal history. Ancient practices like Ayurveda promoted the use of aromatic herbs and essential oils for healing, beauty, and well-being. Today, this traditional foundation has evolved into a dynamic and rapidly growing fragrance market. The Indian fragrances market reached US\$ 1,000.8 Mn in 2024 and is projected to clock in a CAGR of 13.9% between 2025 and 2033, touching US\$ 6,233.9 Mn by 2033, according to IMARC Group. This growth is fuelled by rising disposable incomes, increasing brand awareness, demand from a growing middle class, and the affordability of mass-market perfumes and deodorants. India's diverse flora and fauna across 15 geo-climatic zones also position it as a key global supplier of organic fragrant raw materials, offering vast opportunities for both domestic growth and international trade.

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

INDIA FRAGRANCES MARKET TRENDS

Leading brands are ramping up their advertising efforts to influence consumer purchasing behaviour. Many are increasingly relying on social media platforms and celebrity partnerships as part of their marketing and promotional strategies.

A 2022 Financial Express article reported that over 36% of Indian marketers allocate nearly 60% of their marketing budgets to digital channels. Among these, Instagram and Facebook are the most widely used for advertising within India's fragrances market, with Facebook enjoying a slightly higher usage share. Exemplifying the growing focus on digital investments, L'Oréal has introduced a tool called 'Cockpit', which enables real-time assessment of the return on investment and efficiency of its media spending.

In parallel, the rise of online shopping and e-commerce platforms has encouraged fragrance brands to strengthen their digital investments. Responding to this shift, brands now use more imagery, video content, and personalised offerings to drive sales.

(Source: <https://www.financialexpress.com/india-fragrances-market/>)

AI IN FRAGRANCE INNOVATION

Artificial Intelligence (AI) is reshaping the fragrance industry, which has traditionally relied on human expertise and sensory evaluations. Today, AI is being used across the value chain from analysing consumer behaviour in e-commerce to creating models for scent design and formulation. Key innovations include: formula-to-brief matching, predictive formulation, olfactory sensing, and novel chemical design. These tools help fragrance houses repurpose existing formulations, develop cost-effective **malodour control solutions**, and create **near-identical reformulations** or personalised scents. As demand grows for micro-personalised fragrances fuelled by social media and a rising global middle class, AI is helping brands meet evolving consumer preferences with precision and speed.

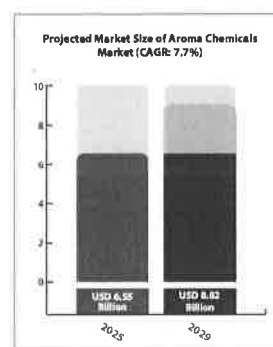
GLOBAL AROMA CHEMICALS MARKET

The global aroma chemicals market has witnessed strong growth in recent years. It is expected to expand from US\$ 6.55 Bn in 2025 to US\$ 8.82 Bn, recording a 7.7% CAGR.

The growth of the global aroma chemicals market during the forecast period stems from evolving consumer preferences and ongoing industry innovations. The increasing adoption of sustainable and green chemistry practices plays a crucial role. The rising popularity of home fragrances and the exploration of alternative sources for aroma chemicals further drive momentum.

Additionally, the surging demand for cosmetics and personal care products, along with the growing consumption of confectionery and bakery products, is significantly expanding the market base. Heightened consumer awareness regarding product transparency and safety, coupled with rising disposable incomes, also contribute to market's progress.

Several trends are expected to shape the industry. These include a growing preference for natural and biodegradable aroma chemicals, along with customisation of fragrances to regional tastes. Innovation in multifunctional aroma solutions, advancements in olfactory science, and progress in microencapsulation technology will also influence the market. Additionally, sustainable sourcing and formulation practices will continue to drive the market's evolution.



(Source: <https://www.researchandmarkets.com/report/5806897/aroma-chemicals-market-report.html>)

KEY MARKET TAKEAWAYS

Growth Drivers

- Surge in Demand Across Industries:** The market for aroma chemicals is expanding rapidly due to their growing use in sectors like fragrances, flavours, personal care, and home care. As consumers seek richer sensory experiences, the demand for high-quality aroma chemicals has surged, particularly within the fragrance and food & beverage industries. Innovations in flavouring techniques and fragrance profiles are further expanding their application.
- Government Support:** Government initiatives and supportive policies, particularly in sustainability and innovation, are fostering growth in the chemical manufacturing sector. These efforts enhance infrastructure, simplify business operations, and attract investment, supporting market growth.
- Growth in Disposable Incomes and Changing Preferences:** The demand for premium products is growing as disposable incomes rise in emerging economies, particularly in regions like Asia-Pacific and Latin America. Consumers are becoming more inclined towards personalised, natural, and customised

fragrances. There is also an increasing interest in organic and clean-label products. This shift in preferences is prompting companies to innovate and offer products that align with consumers' health-conscious and sustainability-driven choices.

Innovation and Sustainability: The global inclination towards sustainability and eco-conscious living is transforming the aroma chemicals market. With a heightened focus on reducing environmental impact, there is an increasing emphasis on sourcing sustainable ingredients and using greener technologies for extraction and formulation. Moreover, advancements in product development, such as the creation of new molecules derived from renewable feedstock, are setting new standards in the industry, allowing companies to offer advanced, sustainable solutions that appeal to both consumers and regulators.

Regional Insights

- Asia-Pacific (APAC):** The APAC perfume market generated USD 11.1 billion in 2023 and is projected to reach USD 17.4 billion by 2030, growing at a CAGR of 6.6%. Growth is driven by rising disposable incomes, urbanisation, and increasing interest in personal grooming.
- Europe:** Valued at USD 21.2 billion in 2024, the European perfume market is expected to reach USD 38.1 billion by 2034 at a CAGR of 6.0%. The region favours luxury and eco-friendly fragrances, with a strong focus on regulatory compliance and safety.
- North America:** North America recorded revenues of USD 15.0 billion in 2023, with a projected CAGR of 5.7% through 2030. Consumers increasingly seek artisanal, sustainable fragrances that reflect personal identity and environmental consciousness.
- Middle East:** The Middle East market is driven by cultural preferences for rich, opulent scents such as oud and incense. A long-standing tradition of perfume use ensures steady demand for both traditional and contemporary fragrances.
- Latin America:** Latin American markets like Brazil are growing due to rising incomes, urbanisation, and a brand-conscious middle class. Consumers are increasingly drawn to premium and luxury fragrances as personal grooming gains importance.

Opportunities

- Customisation and Regional Preferences:** The demand for localised flavours and fragrances catering to specific cultural tastes presents significant opportunities. Manufacturers can capitalise on this trend by

developing region-specific products that resonate with local consumers.

- **Sustainability and Ethical Sourcing:** Consumers' preference for brands committed to environmentally friendly and responsible sourcing is creating opportunities for companies to enhance their sustainability practices. This includes adopting greener technologies and sourcing ingredients ethically.
- **Technological Advancements:** Innovations in biotechnology and green chemistry are enabling sustainable ingredient production. The adoption of microencapsulation technology and advancements in olfactory science are further enhancing product offerings and creating new market opportunities.

Challenges

- **Raw Material Price Volatility:** The costs of natural ingredients fluctuate due to environmental and geopolitical factors, creating challenges for manufacturers. The high prices of natural aroma ingredients, which are often scarce and costly due to their reliance on agricultural production, further complicate the market.
(Source: Fortune Business Insights)
- **Regulatory Stringency:** Strict regulations regarding ingredient safety and labelling are influencing product formulations. Adhering to these regulations requires significant investment and adaptation, posing challenges for companies operating across multiple regions.
- **Supply Chain Disruptions:** The aroma chemical industry faces challenges related to interrupted raw material supply. To address this, manufacturers are focussing on developing products that are both natural and compliant with environmental standards.
(Source: <https://www.procedenceintelligence.com/aroma-chemicals-market/>)

High Entry Barriers in the Aroma Chemicals Market

- **A Lifestyle Product:** Fragrance products are deeply tied to individual preferences, values, social status, and personal style, making them lifestyle products that vary widely from person to person.
- **Capex-Intensive Industry:** High initial investment, strict regulations, and operational challenges make the aroma chemicals industry difficult for new entrants to access.
- **Complex Chemistry:** Producing aroma chemicals involves intricate chemical processes, making commercial scale-up both challenging and costly.

- **Regulatory Norms:** Adhering to multiple regulatory standards and agency requirements adds significant complexity, creating further hurdles for new participants.
- **Technical Know-How:** The handling of aroma chemicals demands advanced technical skills and expertise, with operations requiring precise and advanced knowledge.
- **Long Gestation Period:** Securing customers takes considerable time, with only a few market players capable of enduring the lengthy acquisition cycle.
- **Stringent Purity Measures:** Every process and product must meet rigorous purity and quality specifications, raising production challenges and entry costs.
- **High Replacement Cost:** Changing vendors or product formulations demands extensive time and investment, as customers require exact composition replacements.
- **Customer Olfactive Sensitivity:** Maintaining consistent scent profiles is crucial, as olfactory preferences differ widely among customers, requiring tailored and precise product offerings.

INDIAN AROMA CHEMICALS MARKET

The Indian aroma chemical market is growing significantly, fuelled by the expanding fragrance industry. Rising demand for natural and niche fragrances, customised to individual preferences, has accelerated this momentum. Consumers increasingly seek unique scents and personalised fragrance experiences, further boosting market expansion. As a result, the market is projected to reach a value of ₹25,460.4 Mn by 2033, clocking in a 5.22% CAGR during the period from 2025 to 2033.

(Source: <https://www.marketresearch.com/india-aroma-chemicals-market-grow/>)

Aroma chemicals are gaining popularity across sectors as evolving consumer preferences and wider applications drive demand. Their growing use in aromatherapy highlights a rising interest in products that promote emotional and psychological well-being. In the food and beverages sector, the introduction of innovative flavours is fuelling the need for specialised aroma chemicals. Greater awareness of hygiene is also fuelling demand for cleaning products and toiletries, where these chemicals play a key role in enhancing sensory appeal. Parallely, a shift towards natural, plant-based ingredients and the adoption of cleaner extraction methods such as supercritical fluid and microwave-assisted techniques are expected to further propel market growth.

(Source: <https://www.marketresearch.com/india-aroma-chemicals-market-grow/>)

Key Region and Segment Dominating the Market

The Southern region of India, especially Tamil Nadu and Kerala, drives the aroma chemicals market. Major manufacturers and a strong industrial base support this leadership. The region's robust infrastructure and deep expertise in fragrance and flavour production further strengthen its position.

(Source: <https://www.marketresearch.com/india-aroma-chemicals-market-grow/>)

Cosmetics and toiletries represent the largest application segment, primarily driven by the rising use of aroma chemicals in skincare, hair care, and perfumes. Furthermore, the growing demand for premium personal care products, along with evolving consumer preferences, continues to accelerate growth in this segment.

(Source: <https://www.marketresearch.com/india-aroma-chemicals-market-grow/>)

Growth Drivers of the Indian Aroma Chemicals Market

- **Rising Demand Across Industries:** The growing use of aroma chemicals in fragrances, flavours, personal care, and home care is driving growth. As consumers look for more sensory experiences, the demand for high-quality aroma chemicals has increased. This is particularly evident in the fragrance and food and beverage industries. Additionally, new innovations in flavouring techniques and fragrance profiles are expanding their use.
- **Government Support:** Several government initiatives and favourable policies are contributing to the growth of the aroma chemicals sector. Programmes promoting sustainable manufacturing, the promotion of 'Make in India,' and investment in infrastructure development are creating a conducive environment for growth. These efforts benefit manufacturers, while encouraging the adoption of eco-friendly technologies.
- **Growing Disposable Income and Changing Preferences:** Rising disposable incomes in emerging economies, particularly in Asia-Pacific and Latin America, are boosting demand for premium products. Consumers are becoming more drawn to personalised, natural, and customised fragrances. There is a growing preference for organic and clean-label items. As a result, companies are responding by innovating to offer products that align with consumers' health-conscious and sustainability-driven choices.
- **Innovation and Sustainability:** The global transition towards sustainability and eco-conscious living is

reshaping the aroma chemicals market. With an intensified focus on minimising environmental impact, companies are increasingly prioritising the sourcing of sustainable ingredients and embracing eco-friendly technologies for extraction and formulation. Significant strides in product innovation, such as the development of novel molecules from renewable feedstocks, are setting new benchmarks in the industry. These advancements empower companies to deliver advanced, sustainable solutions that appeal to both consumers and regulatory bodies.

(Source: <https://www.marketresearch.com/india-aroma-chemicals-market-grow/>)

COMPANY OVERVIEW

About Privi Speciality Chemicals

Established in 1993, Privi Speciality Chemicals Limited (also referred to as 'Privi' or 'The Company') has evolved into India's leading manufacturer, supplier, and exporter of aroma and fragrance chemicals. With a portfolio spanning over 75 specialised products and an annual production capacity exceeding 48,000 metric tonnes, the Company has earned a prominent place in the global aroma chemicals market, reaching customers across more than 30 countries. Central to its growth is a dedicated in-house R&D team, which drives continuous innovation in products and processes.

Looking ahead, Privi's next phase of growth is underpinned by a strategic focus on improving margins. The Company is improving yields and refining its product mix to boost profitability and sharpen its competitive edge. Simultaneously, it is scaling capacities for its flagship products through carefully planned incremental capital expenditures.

These investments are being made in response to customer inquiries for long-term tie-ups, ensuring Privi meets growing demand, while securing a stable supply chain. A key element of the Company's growth strategy is the continuous development of high-value products. The Company has made significant strides in the creation of a new molecule from renewable feedstock, reinforcing its commitment to sustainability and innovation. This, along with its strong operational foundation, ensures that Privi remains well-positioned to strengthen its leadership in the global fragrance industry.

The Company's state-of-the-art manufacturing facilities in Mahad, Maharashtra, and Jhagadia, Gujarat, are pivotal to its operational excellence. These sites, equipped with advanced technologies, enable complex chemical processes and meet the stringent olfactive demands of the global fragrance market.

Backward integration of manufacturing capabilities, including Crude Sulphate Turpentine (CST) and Gum Turpentine Oil (GTO) facilities, ensures a secure supply of essential raw materials like α - and β -Pinenes, ensuring supply chain efficiency.

The Company maintains a strong focus on sustainability, consistently upholding the highest environmental, quality, and safety standards. It holds certifications including ISO 9001:2015, ISO 14001:2015, and ISO 45001:2018. Furthermore, Privi's Gold Certification from EcoVadis highlights its top-tier performance in sustainability, placing it among the top 5% of global manufacturers in this area.

The Company's Five S Values—Safety, Sustainability, Sense of Urgency, Super Transparency, and Sincere Respect & Care—serve as its guiding principles. They drive Privi's strong commitment to employee well-being, environmental responsibility, rapid innovation, open communication, and respectful relationships. These values shape business decisions and ensure long-term growth, trust, and integrity across all operations.

The Company has entered a new phase of growth with the PRICIV joint venture and a greenfield facility in Mahad, Maharashtra. This significant milestone involves a total capital expenditure of ₹178 Crores. Through this venture, the Company will manufacture 42 products exclusively.

Risk Management

Privi's risk management framework ensures proactive identification, assessment, and mitigation of financial, operational, and regulatory risks. It adopts a structured approach to protect business continuity and support sustained growth.

Risk	About the Risk	Mitigation Measures
Foreign Exchange Rate Risk	Fluctuations in exchange rates, particularly between the Indian Rupee and the US Dollar, can impact financial performance.	- Maintaining a natural hedge as over 55% of raw materials are imported, while more than 65% of finished goods are exported. - Implementing additional hedging strategies such as forward contracts and USD-denominated borrowings to manage currency risks.
Pricing and Availability of Raw Materials	Volatility in key raw material prices and supply chain disruptions can affect cost structures and production.	- Securing supply through long-term contracts. - Ensuring backward integration using CST waste from pulp mills. - Maintaining diversified supplier base to ensure cost stability and availability.
Quality Risk	Maintenance of consistent product quality poses risks, particularly in meeting customer expectations and regulatory standards.	- Adhering to the ISO 9001:2015 quality management standard. - Utilising state-of-the-art quality assurance laboratories. - Implementing advanced Lab Information Management Systems for rigorous testing and monitoring.

for Givaudan SA's high-end product line, strengthening its position in the global fragrance industry.

Financial Performance

In 2024-25, the Company delivered a strong financial performance. Revenue from operations rose to ₹ 210,119.09 Lakhs from ₹ 175,223.47 Lakhs in 2023-24, driven by robust demand for core products and the successful launch of new specialty aroma chemicals.

The expansion of production capacity, particularly for high-demand products such as Dihydromyrcenol and Amber Fleur, and the new products launched in the previous year Gafaxmusk and Camphor and all their variants contributed significantly to this growth. EBITDA improved to ₹ 47,415.94 Lakhs from ₹ 35,126.21 Lakhs, supported by enhanced operational efficiency, cost optimisation initiatives, and the integration of sustainable practices into production processes, which helped reduce overall costs.

Profit after Tax (PAT) increased to ₹ 18,460.73 Lakhs from ₹ 9,584.24 Lakhs, largely due to higher revenue and effective management of raw material costs. The Company stabilised these costs through long-term contracts and strategic hedging mechanisms. Diluted Earnings per Share (EPS) rose to ₹ 47.87 from ₹ 24.43, underscoring the Company's focus on value creation and sustainable growth.

Risk	About the Risk	Mitigation Measures
Market Risk	Increase in competition and shifting market trends may impact revenue and profitability.	- Expanding the product portfolio with specialty aroma chemicals. - Increasing manufacturing capacity. - Adopting a waste-to-wealth approach to enhance market positioning and profitability.
Climate Risk	Climate change poses risks to business operations due to extreme weather events and regulatory pressures for sustainable practices.	- Setting science-based emission reduction targets. - Implementing zero liquid discharge initiatives. - Improving CDP and EcoVadis ratings. - Developing sustainable, effluent-free chemical processes to mitigate climate risks.
Capex-Intensive Industry Risk	High startup costs and stringent regulations create entry barriers and financial challenges.	- Driving strategic capital investments in backward integration specialty chemicals and efficiency-driven process technologies. - Targeting high-margin niche markets globally to ensure sustainable growth.
Technical Know-How	Manufacture of aroma chemicals involve intricate chemical processes that require specialised expertise.	- Using strong in-house R&D to drive process innovations. - Embracing biotechnology to expand industry reach.
Regulatory Compliance	Adherence to global regulatory norms like REACH and IFRA is crucial to market access and reputation.	- Ensuring compliance through a dedicated regulatory team. - Maintaining sustainable sourcing and benchmarking through CDP and EcoVadis. - Enhancing adherence to international standards.
Long Customer Acquisition Cycle	Customer approvals take a long time due to stringent olfactive and quality requirements.	- Strengthening relationships with global fragrance and flavour companies. - Combining expertise in olfactive customisation and supply chain efficiency to secure long-term contracts.
Stringent Purity & Quality Standards	High purity and olfactive requirements increase manufacturing complexity and quality control demands.	- Implementing advanced quality control. - Driving continuous process improvements. - Maintaining in-house testing facilities to ensure compliance with customer expectations.
High Vendor Replacement Cost	Customers face high costs and risks when switching vendors, making reliability critical.	- Ensuring strong customer retention and minimising the risk of vendor replacement through consistent quality. - Offering olfactive customisation and long-term reliability.

Compliance with International Chemical Regulations

Country/Region	Requirement	Privi's Response
EU/EEA (European Union/ European Economic Area)	Products with volumes of 1 MTPA or more require registration under the EU REACH Regulation (EC 1907/2006).	[56] products have been registered under the EU REACH Regulation through a Sweden-based representative.
Türkiye	Products with volumes of 1 MTPA or more must be pre-registered under Türkiye's REACH Regulation (KKDK) by December 2026.	[39] products have been pre-registered under the KKDK regulation, extending the registration deadline to December 2026.

TECHNOLOGY INITIATIVES

The Company has recently strengthened its technological and sustainability focus through several key initiatives. In 2024-25, it commenced operations at a world-class greenfield facility in Mahad, Maharashtra. Developed in partnership with Givaudan, the plant is dedicated to manufacturing high-complexity fragrance ingredients. Strengthening its commitment to clean energy, the Company also approved an additional investment to acquire a 26% stake in a solar power project for some of its other units located at Mahad and Jagadia.

The Company further broadened its product portfolio within the aroma chemicals space. It launched commercial production of Indomereane, Floravane and Amber Woody Xtreme all coming out of the Galaxmusk and its byproducts at its Jhagadia unit. The launch of Camphor manufacturing at its Mahad facility previous year has yielded good results, enhancing its footprint across the aroma chemicals segment.

IFRA STANDARDS COMPLIANCE

The International Fragrance Association (IFRA) sets global benchmarks for the safe use of fragrance ingredients. These benchmarks form the foundation of a widely accepted risk management system across the fragrance industry.

The IFRA Code of Practice contains these standards, which rely on detailed risk assessments by independent experts. The Company ensures full compliance with these standards across all its products, reinforcing its strong focus on safety and quality. As a proud supporting member of IFRA, Privi continues to uphold these standards, adding credibility and trust to its product portfolio.

HUMAN RESOURCES

The Company builds its success on a strong human resource base, powered by a skilled workforce and an agile R&D team. This foundation drives both innovation and operational

excellence. As of March 31, 2025, the Company employed over 1,400 personnel, underlining its continued investment in acquiring and nurturing talent.

Over the past year, Privi strengthened its people-first culture through initiatives focussed on employee well-being, leadership development, and continuous learning programmes. Policies promoting diversity, inclusion, and safety were further reinforced, while targeted skill enhancement workshops supported professional growth. The leadership team, comprising seasoned industry professionals, fosters an environment of collaboration, recognition, and accountability. Rooted in sustainability and community engagement, the Company's human resource practices continue to build a motivated, resilient, and future-ready workforce.

PRODUCT AND MANAGEMENT SYSTEM CERTIFICATIONS

The Company's manufacturing facilities hold vital certifications like ISO 9001:2015, ISO 14001:2015, and ISO 45001:2018. They also hold Kosher and Halal certifications. These certifications, issued by the esteemed Bureau Veritas after rigorous audits demonstrate the Company's commitment to maintaining the highest standards of quality, environmental management, and workplace safety.

CAUTIONARY STATEMENT

The statements in the Management Discussion and Analysis may contain forward-looking statements, as defined under applicable laws and regulations. Actual outcomes may differ materially from those projected or implied. Key factors that could impact the Company's operations include, but are not limited to, economic conditions influencing demand and supply, price fluctuations in both domestic and international markets, changes in government regulations, tax laws, other legal provisions, and unforeseen events such as Force Majeure.

BOARD'S REPORT

The Directors' present this Fortieth Annual Report of Privi Speciality Chemicals Limited together with the Audited Financial Statements of the Company for the year ended March 31, 2025.

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

FINANCIAL RESULTS

Particulars	Standalone for the year ended on		Consolidated for the year ended on	
	March 31, 2025	March 31, 2024	March 31, 2025	March 31, 2024
Total Income	2,05,624.73	1,73,967.75	2,12,183.65	1,77,853.43
Profit before Exceptional Item Interest & Depreciation & Taxation	46,434.16	34,895.41	47,415.94	35,126.21
Less: Interest	8,379.31	9,502.36	8,798.33	9,793.85
Profit before Exceptional item, Depreciation and Taxation	38,054.85	25,393.05	38,617.61	25,332.36
Less: Depreciation	12,667.94	12,195.37	13,175.33	12,341.43
Profit before Exceptional Item and Taxation	25,386.91	13,197.68	25,442.28	12,990.93
Add: Exceptional Item	-	-	-	-
Profit before Tax for the year	25,386.91	13,197.68	25,442.28	12,990.93
Less: Provision for Taxation:				
a. Current Tax	6,563.27	3,080.18	6,857.89	3,115.75
b. Deferred Tax	(106.61)	329.01	119.36	332.22
c. Tax adjustments for earlier years (Net)	-	-	-	-
Sub-Total	6,456.66	3,409.19	6,977.25	3,447.97
Profit after Tax for the year	18,930.25	9,788.49	18,465.03	9,542.96
Add: Other Comprehensive Income	(77.61)	11.73	(14.30)	41.28
Total Comprehensive Income for the year	18,852.64	9,800.22	18,450.73	9,584.24
Earnings Per Share (EPS) of ₹ 10/- each	48.46	25.06	47.87	24.43

OPERATIONS AND THE STATE OF COMPANY'S AFFAIRS (CONSOLIDATED):

During the year under review, the consolidated revenue from operations and other income was ₹ 2,12,183.65 Lakhs (Previous year ₹ 1,77,853.43 Lakhs). The Company achieved consolidated profit before tax of ₹ 25,452.28 Lakhs (Previous year ₹ 12,990.93 Lakhs) and profit after tax & Other Comprehensive Income of ₹ 18,460.73 Lakhs (Previous year ₹ 9,584.24 Lakhs). The EPS on Consolidated financial statements for the year ended March 31, 2025, was ₹ 47.87 (Previous year ₹ 24.43) on a diluted basis.

CAPITAL STRUCTURE:

The paid-up Equity Share Capital as on March 31, 2025, was ₹ 39,06,27,060 and Authorised Capital was of ₹ 55,00,00,000. During the year, there was no change in the Capital structure i.e., Authorised, Issued and Paid-up Equity Share Capital of the Company. The Company has only one class of shares.

EMPLOYEE STOCK OPTION SCHEME:

In order to motivate, incentivise and reward loyalty of employees, recognise past performance, attract and retain talent, thereby drive future growth, the Company

implemented its first Employee Stock Option Scheme 2024 (ESOP 2024). The ESOP scheme was approved by the members through Postal Ballot dated January 09, 2025. The Scheme ESOP 2024 shall be administered by Privi Employee Welfare Trust under supervision of Nomination and Remuneration Committee who shall act as a Compensation Committee as required under Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021.

As approved by the Members, the scheme has also been extended to the employees of group Companies including Subsidiary(ies) or Associate Company(ies). The members have approved a grant of options which after conversion to Equity Shares, shall not exceed 2% of Paid-up Equity Share Capital of the Company under ESOP 2024.

In the year 2024-25, no options were granted to any of the employees and accordingly, the disclosures pursuant to Rule 12(9) of the Companies (Share Capital and Debentures) Rules, 2014 are not applicable.

DIVIDEND:

The Board of Directors at its meeting held on May 03, 2025, have recommended a Final Dividend of ₹ 5.00/- (i.e. 50%) per equity share for the 2024-25. A proposal seeking shareholders' approval for declaration and payment of the said final dividend for 2024-25 is forming part of the Notice of 40th Annual General Meeting. If approved by the shareholders, the Final Dividend will be paid to those shareholders whose names appear in the Register of Members as on Book Closure Date on and before August 30, 2025.

In view of the changes made under the Income Tax Act, 1961, by the Finance Act, 2020, the dividend paid or distributed by the Company shall be taxable in the hands of shareholders w.e.f. April 01, 2020. The Company shall, accordingly, make the payment of Final Dividend after deduction of tax at source. The dividend payout is in accordance with the Company's Dividend Distribution Policy.

Our Company's Dividend Distribution Policy aims to strike a thoughtful balance between rewarding shareholders and sustaining long-term financial health. Dividend declarations are guided by a thorough assessment of our financial performance, liquidity position, future growth strategies, and applicable regulatory obligations. The Board regularly reviews factors such as profitability, retained earnings, and market dynamics before proposing any dividend. We remain fully compliant with the regulatory framework while focusing

on maximising shareholder value. This disciplined and strategic approach reflects our commitment to consistent value creation and prudent capital management.

DIVIDEND DISTRIBUTION POLICY

In accordance with Regulation 43A of the SEBI Listing Regulations, the Board of Directors of the Company has adopted a Dividend Distribution Policy ("Policy") which endeavor for fairness, consistency and sustainability while distributing profits to the shareholders. The Policy is available on the Company's website at https://www.privicon.com/Downloads/Policies-PSCL/PSCL_Dividend-Distribution-Policy.pdf.

BOOK CLOSURE AND RECORD DATE:

The Register of Members and Share Transfer Books of the Company will be closed from Friday, July 25, 2025, to Friday, August 01, 2025 (both days inclusive) and the Company has fixed Thursday, July 24, 2024, as the 'Record Date' for the purpose of determining the entitlement of Members to receive final dividend for the financial year ended March 31, 2025.

SUBSIDIARY COMPANIES:

Your Company has three Subsidiaries out of which two are wholly owned subsidiaries namely Privi Biotechnologies Private Limited and Privi Speciality USA Corporation, Privi Specialties Private Limited is a subsidiary wherein your Company controls 51% of total voting power and also controls the Composition of Board of Directors.

The Consolidated Financial Statements presented by the Company includes the financial results of its subsidiary companies. Further, as provided in Section 135 of the Act, the Balance Sheet, Statement of Profit and Loss and other documents of the subsidiary companies are not attached to the Financial Statements of the Company. The Company will make available free of cost the Audited Financial Statements of the subsidiary companies and the related detailed information to any member of the Company who may be interested in obtaining the same. The Financial Statements of the subsidiary companies will also be kept open for inspection at the Registered Office of the Company and that of the respective subsidiary companies.

As provided in Section 129(3) of the Act and Rules made thereunder, a statement containing the salient features of the financial statements of its subsidiaries in the format AOC (I) is attached to the financial statements as **Annexure - 1**.

TRANSFER TO RESERVES:

The Board of Directors decided to retain the entire amount of Profits post distribution of Dividend for the Financial Year 2024-25 in the Retained Earnings.

MAJOR EVENTS OCCURRED DURING THE YEAR UNDER REVIEW:

- Trishul Award**
For achieving the highest export performance, the Company has been awarded the prestigious 'Trishul Award' by Honorable Union Minister of State for Ministry of Chemicals and Fertilisers & Ministry of Health and Family Welfare, Government of India Ms. Anupriya Patel and CHEMEXCIL. This award recognises the industry's top exporter in large sector category, signifying exceptional export excellence and representing the highest accolade conferred by CHEMEXCIL.
- Commencement of Commercial Production by Joint Venture Company, Privi Specialties Private Limited**
The Joint Venture Company, Privi Specialties Private Limited have commenced its operations at its greenfield facility in the Mahad, Maharashtra. This greenfield facility is a state-of-the-art manufacturing unit, custom-built to produce small volume fragrance ingredients of medium to high complexity exclusively for Givaudan. The total capital expenditure incurred for this project is approximately ₹ 178 Crores, funded through equity contributions from both partners and loan financing from Givaudan. Privi holds a 51% equity stake in the joint venture with Givaudan holding the remaining 49%. The JV initially targets to manufacture a broad portfolio of value-added products with a progressive ramp up in activities over the next two to three years. The Commercialisation of operations further solidifies the partnership between the two companies, who have had a long-standing relationship. The joint venture's infrastructure has also been expanded with an additional 5-acre area, adjacent to the existing 4-acre site, laying the foundation for significant future growth.
- Improved CDP Score**
We are delighted to report an enhancement of our CDP score indicating enhanced transparency, accountability and action towards environmental sustainability. Climate Change: Improved from B- to B
Water Security held at A-
Forest sustained at B

These enhanced and consistent scores reflect our commitment to transparent reporting and effective environmental action. Though we celebrate this achievement, we continue to push forward on our sustainability agenda and further align with science-based targets and international best practices.

BUSINESS RESPONSIBILITY AND SUSTAINABILITY REPORT:

At your company, sustainability isn't just a practice—it's a deeply rooted belief and culture. From sustainable manufacturing and product safety to economic analysis, socially responsible sourcing, and a community-focused supply chain, your approach embraces every facet of sustainable development.

In alignment with Regulation 34(2)(f) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015—and as guided by SEBI Circulars dated May 05, 2021, May 10, 2021, and July 12, 2023—the top 1000 listed companies by market capitalisation are required to include a Business Responsibility and Sustainability Report (BRSR) as part of their Annual Report. Your company proudly upholds this mandate, further reinforcing its commitment to transparent, responsible, and sustainability-driven business practices.

The BRSR initiatives taken from an Environmental, Social and Governance perspective in the prescribed format is available as a Separate Section of this Report and is also available on the Company's website: www.privicon.com.

DEPOSITS FROM PUBLIC:

The Company has not accepted any Deposits from public and as such no amount on account of Principle or interest on Deposit from public was outstanding as on the date of the Balance Sheet.

CREDIT RATING:

The Company's credit rating was reaffirmed during the year under review. CRISIL Ratings Limited, vide its letter dated March 10, 2025, have reaffirmed the rating as follows:

- For Long-term Bank facilities: CRISIL AA- / Stable (Revised from A+/Positive)
- For Short term Bank facilities: CRISIL A1+ / (Revised from A1)

INVESTOR EDUCATION AND PROTECTION FUND (IEPF):

In accordance with the applicable provisions of the Act, read with Investor Education and Protection Fund (Accounting,

Audit, Transfer and Refund) Rules, 2016 ("IEPF Rules"), all unclaimed dividends are required to be transferred by the Company to the IEPF, after completion of seven (7) years. Further, according to IEPF Rules, the shares on which the dividend has not been claimed by the shareholders for seven (7) consecutive years or more shall be transferred to the demat account of the IEPF Authority. The details relating to the amount of dividend transferred to the IEPF and corresponding shares on which dividends were unclaimed for seven (7) consecutive years, are provided in the General Shareholders Information Section of this Annual Report.

DETAILS OF NODAL OFFICER:

According to rule 7(2A), each company shall nominate a Nodal Officer, who shall either be a Director or Chief Financial Officer or Company Secretary of the Company. The Company had appointed Ms. Ashwini Saunil Shah, Company Secretary and Compliance Officer of the Company as a Nodal Officer as per the aforesaid rule.

TECHNICAL ACHIEVEMENT:

The Company keeps on exploring the possibility of technical improvement and process optimisation for better yields / product mix / energy efficiency.

The Company's registered office and its Manufacturing Units located at Mahad and Jhagadia have been assessed and certified as meeting requirements of ISO/IEC 27001:2022 on March 21, 2025.

COMPANY'S POLICY ON DIRECTORS' APPOINTMENT AND REMUNERATION INCLUDING CRITERIA FOR DETERMINING QUALIFICATIONS, POSITIVE ATTRIBUTES, INDEPENDENCE OF A DIRECTOR ETC.:

The Board of Directors has established comprehensive criteria for the appointment of Directors and their remuneration. These criteria encompass qualifications, positive attributes and the independence of directors, as mandated under sub-section (3) of Section 178 of the Companies Act, 2013. This policy not only aims to attract and retain top talent but also ensures that remuneration practices are aligned with the Company's objectives and shareholder interests.

The salient features of the said policy covering the policy on appointments and remuneration and other matters have been provided in the Corporate Governance Report. The Policy is available on the Company's website at <http://www.privichem.com/investor-relation/corporate-governance/company-policies/>.

BOARD EVALUATION:

The Evaluation of Board, its Committees, Individual Directors (Independent and Non-Independent Directors), Executive Director and Chairman & Managing Director was carried out as per the process and criteria laid down by the Board of Directors based on the recommendation of the Nomination and Remuneration Committee. The evaluation report criteria for Independent Directors include participation and contribution by a director in Board / Committee Meetings, commitment, expertise, integrity, maintenance of confidentiality and independent behavior. The feedback on evaluation of the Board and its Committees was discussed at the meeting of the Independent Directors and coordinated by the Chairperson of the Nomination & Remuneration Committee. The Independent Directors met on March 03, 2025, with respect to the above process.

DIRECTORS' RESPONSIBILITY STATEMENT:

Pursuant to the requirement of Section 134(3)(c) of the Companies Act, 2013 and to the best of their knowledge and belief and according to the information and explanations provided to them, your Directors hereby make the following statements:

- that in the preparation of the financial statements for the year ended March 31, 2025, the applicable accounting standards read with requirements set out under Schedule III of the Companies Act, 2013 have been followed and there are no material departures from the same;
- that the Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year viz. March 31, 2025, and of the profit of the Company for that period;
- that the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- that the Directors have prepared the annual accounts on a 'Going Concern' basis;
- that the Directors have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively and

- that the Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

DIRECTORS:

During the year under review, Mr. Naresh Madhu Tejwani (DIN: 008474) and Mrs. Priyamvada Ashesh Bhurkar (DIN: 00726138) were appointed as Additional Directors in the capacity of Independent Directors w.e.f. October 25, 2024. The Shareholders approved their appointment through postal ballot on January 09, 2025.

Mr. D. T. Khilnani and Mrs. Anuradha Thakur, Independent Directors of the Company, resigned with effect from March 31, 2025. Mr. Khilnani expressed his inability to continue as an Independent Director of the Company due to age and health reasons. Mrs. Thakur's first term as an Independent Director concluded on March 31, 2025, and she opted to retire from all her professional engagements due to age-related considerations. Consequently, she did not seek reappointment for a second term.

As on date of this report there are a total of 6 (Six) Directors on the Board out of which 2 (Two) are executive directors and 4 (Four) are Non-Executive Independent Directors.

The Board epitomizes a blend of professionalism, knowledge, and experience, contributing significantly to the strategic direction of the Company. The Independent Directors appointed during the year symbolise professional integrity and are known for their extensive expertise and experience.

In line with Section 152 of the Companies Act, the Companies (Management & Administration) Rules, 2014, and the Articles of Association of the Company, Mr. Bhaktavatsala Doppalapudi Rao (DIN 00356218), an Executive Director, is due to retire by rotation at the upcoming Annual General Meeting.

Mr. Bhaktavatsala Doppalapudi Rao, being eligible, has offered himself for reappointment. The Board of Directors recommends his reappointment, acknowledging his invaluable contributions to the board and the Company at large.

KEY MANAGEMENT PERSONNEL (KMP):

In terms of Provisions of Section 251 and Section 203 of the Act, the following are the KMP's of the Company as on March 31, 2025:

- Mr. Narayan S. Iyer - Chief Financial Officer
- Ms. Ashwini Saunil Shah - Company Secretary & Compliance Officer

STATEMENT ON DECLARATION GIVEN BY INDEPENDENT DIRECTORS:

The Company has received declarations from all the Independent Directors of the Company, *inter alia*, confirming that they meet the criteria of Independence as prescribed under Section 149 of the Act and Regulation 16(1)(b) of Listing Regulations, as amended, from Independent Directors confirming that they are not disqualified from continuing as an Independent Director.

PARTICULARS OF EMPLOYEES:

Disclosures pertaining to remuneration and other details as required under Section 197(12) of the Act read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are annexed to this report as Annexure 2.

The Statement containing particulars of employees as required under Section 197 (12) of the Act read with Rule 5(2) and 5(3) of the Rules forms part of this report. However, in accordance with Section 136 of the Act and the stated rules, the annual report and financial statements dispatched to shareholders and other stakeholders do not include this specific employee statement. Further, the Report and the Accounts are being sent to the Members excluding the aforesaid Statement. The said statement is open for inspection upon request by the Members. Any Member interested in obtaining such particulars may write to the Company Secretary at investors@privi.co.in.

LISTING:

The Company's securities are listed with BSE Limited and National Stock Exchange of India Limited. The Company has paid the listing fees for 2025-26 on the Paid-up equity share capital.

RELATED PARTY TRANSACTIONS:

The Company has formulated a Policy on Related Party Transactions, in line with the requirements of the Act, and Listing Regulations, as amended from time to time. The policy on Related Party Transactions as approved by the Board is uploaded on the Company's website at <https://www.privichem.com/Downloads/Policies-PSCL/PSCL-Policy-on-Related-Party-transactions-V-1-2.pdf>.

All related party transactions entered during 2024-25 were on arm's length basis, in the ordinary course of business and were in compliance with the applicable provisions of the Act and the Listing Regulations. An omnibus approval is obtained for related party transactions which are of repetitive nature and entered in the ordinary course of business and on

arrin's length basis. A statement giving details of all related party transactions pursuant to omnibus approval so granted is placed before the Audit Committee on a quarterly basis for its review.

The Company has not entered into contracts or arrangements with related parties in terms of Section 188(1) of the Act and there were no material related party transactions entered into by the Company with Promoters, Directors, KMPs or other designated persons which may have a potential conflict with the interest of the Company at large. Accordingly, the disclosure of related party transactions as required under Section 134(3)(h) of the Act in Form No. AOC-2 is not applicable to the Company for 2024-25 and hence does not form part of this Report.

Pursuant to Regulation 23 of the Listing Regulations, the Company submits details of related party transactions on a consolidated basis to the stock exchanges as per the specified format on a half-yearly basis.

The details of Related Party Transactions are provided in the accompanying Financial Statements.

INTERNAL CONTROL AND ITS ADEQUACY:

Adequate internal control systems commensurate with the nature of the Company's business, size and complexity of its operations are in place and have been operating effectively. The Directors have laid down policies and procedures which are adopted by the Company 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.

Apart from this your Company has also engaged a full-fledged professional Internal Audit firm to test and check the Internal Controls of all systems and suggest corrective and remedial measures.

The Audit Committee deliberated with the members of the Management, considered the systems as laid down and met the internal audit team and statutory auditors to ascertain their views on the internal financial control systems. The Audit Committee satisfied itself as to the adequacy and effectiveness of the internal financial control systems as laid down and kept the Board of Directors informed. However, the Company recognises that no matter how the internal control framework is, it has inherent limitations and accordingly, periodic audits and reviews ensure that such systems are updated on regular intervals. The Statutory Auditors have also issued a report on the review of Internal Financial

Controls (ICFR) and have stated that the Internal Controls over Financial Reporting are adequate and operating effectively.

GOVERNANCE AND COMPLIANCE:

The Secretarial and Legal functions of the Company ensure maintenance of good governance at all levels. They assist the Company by being compliant in all areas including legislative expertise, corporate structuring, regulatory changes and governance. Compliances across various locations are monitored through a Legal Risk Management System.

RISK MANAGEMENT POLICY:

The Company has put in place the Risk Management Plan as detailed in the Risk Management Policy which is approved by the Board of Directors and adopted by the Company. The Risk Management Policy is uploaded on the Company's website at <https://www.privi.com/Downloads/Policies/PSCL/PSCL-Risk-Management-Policy-V-1-1.pdf>.

The Policy provides a framework for identification, evaluation, management, continuous monitoring of risks and implementation of mitigation strategies. The risk management strategy is integrated with the overall business strategies of the organisation and its mission statement to ensure that its risk management capabilities aid in establishing competitive advantage and allow management to develop reasonable assurance regarding the achievement of the Company's objectives.

The Risk Management Committee (RMC) oversees the risk management process in the Company. The RMC is chaired by an Independent Director who is also a member of the Audit Committee.

A sub-committee consisting of the Head of the Department / Senior Leadership Team of the Company has been formed which meets monthly. A systematic review of risks identified is subject to a series of focused meetings of the empowered Sub-Committee. Each sub-committee member ensures the effectiveness of the risk monitoring process across his work area and the sub-committee makes assessments of long term, strategic, macro risks and implementation of mitigation strategies across business units.

REPORTING FRAUD:

During the year, the Statutory Auditors, Cost Auditors, Internal Auditors, Tax Auditors and Secretarial Auditors have not reported any instances of fraud committed in the Company by its officers and employees under Section 143(12) of the Act details of which need to be mentioned in this Report.

MANAGEMENT DISCUSSION AND ANALYSIS REPORT:

In accordance with Regulation 34 of the SEBI (LODR) Regulations, 2015, the Management Discussion and Analysis Report for the year under review is presented in a dedicated section of this report. This analysis is integral to understanding the context of our financial results and the strategic initiatives undertaken by the Company during FY2024-25.

CORPORATE SOCIAL RESPONSIBILITY:

The Corporate Social Responsibility Committee has formulated and recommended to the Board a Corporate Social Responsibility Policy which has been approved by the Board. The other details of the CSR activities as required under Section 135 of the Act are given in the CSR Report as Annexure 2 to this Report.

VIGIL MECHANISM AND WHISTLEBLOWER POLICY:

As required under the Act and Listing Regulations, the Company has devised an effective Whistleblower mechanism enabling stakeholders, including individual employees and their representative bodies, to communicate their concerns about illegal or unethical practices freely. The Company has adopted a Vigil Mechanism and Whistleblower Policy (the Policy) for stakeholders to report concerns about any unethical behavior, actual or suspected fraud or violation of the Company's Code of Conduct. Protected disclosures can be made by a whistleblower through several channels. The Policy provides for adequate safeguards against victimisation of employees. No personnel of the Company have been denied access to the Chairman of the Audit Committee. The Policy also facilitates all employees of the Company report any instance of leakage of unpublished price sensitive information.

Vigil Mechanism and Whistle Blower Policy is available on the Company's Website at <https://www.privi.com/Downloads/Policies/PSCL/PSCL-Vigil-Mechanism-Policy-V-1-1.pdf>.

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

The Company has adopted a policy on prevention, prohibition and redressal of sexual harassment at workplace in line with the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the Rules made thereunder. The Company has

also constituted Internal Complaints Committee (ICC) for its workplaces to address complaints pertaining to sexual harassment in accordance with the POSH Act.

No complaints were pending at the beginning of the financial year. No complaint was made/pending as at the end of the financial year.

To build awareness in this area, the Company has been conducting awareness sessions during induction of new employees and periodically for permanent employees, third-party employees and contract workmen through online modules and webinars.

MEETINGS OF THE BOARD:

During the Financial Year 2024-25, 6 (Six) meetings of the Board of Directors took place. The time gap between two meetings was less than 120 days.

A comprehensive disclosure regarding the Board, its committees, their composition, and terms of reference, along with the number of board and committee meetings held and the attendance of directors at each meeting, is meticulously detailed in the Report on Corporate Governance. This report is an integral part of the main document.

PARTICULARS OF LOANS GUARANTEES AND INVESTMENTS:

Particulars of loans, guarantees and investments made by the Company as required under Section 186 (4) of the Act are contained in Note No. 35 to the Standalone Financial Statements.

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

As detailed in the financial statements, there have been no material changes or commitments that would affect the financial position of the Company from the end of the fiscal year in question to the date of this report except as disclosed therein. This statement attests to the stability and continuity of our financial operations.

MATERIAL ORDERS OF JUDICIAL BODIES /REGULATORS:

Throughout the year under review, there have been no significant or material orders passed by any regulators.

courts, or tribunals that could impact the going concern status or future operations of the Company.

CORPORATE GOVERNANCE REPORT:

A Report on Corporate Governance along with a certificate from a Practising Company Secretary regarding the compliance of conditions of Corporate Governance as stipulated in Regulation 34 of Listing Regulations, 2015 as also the Management Discussion and Analysis Report are annexed to this Report.

AUDITORS

I. STATUTORY AUDITORS AND THEIR REPORT:

The auditors M/s. BSR & Co. LLP, Chartered Accountants, were appointed as Statutory Auditors at the 35th Annual General Meeting (AGM) held on November 02, 2020, for a term of five years, from the conclusion of 35th AGM till the conclusion of 40th AGM to be held for the year 2024-25.

The Board of Directors have, pursuant to the recommendation of the Audit Committee, recommended the re-appointment of M/s. BSR & Co. LLP, Chartered Accountants as the Statutory Auditors of the Company for the further term of five years from the conclusion of 40th AGM till the conclusion of 45th AGM to be held for Financial Year 2029-30. They have furnished an eligibility certificate as well as a declaration confirming their independence as well as their arm's length relationship with the Company and that they have not taken up any prohibited non-audit assignments for the Company.

The Board has duly reviewed the Statutory Auditor's Report for the Financial Year ended on March 31, 2025, and the observations and comments, appearing in the report are self-explanatory and do not call for any further explanation / clarification by the Board in their Report as provided under Section 134 of the Act.

II. SECRETARIAL AUDITORS AND SECRETARIAL AUDIT REPORT:

As required by Section 204 of the Act, read with The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, and pursuant to Regulation 24A of SEBI (LODR) Regulations, 2015, the Board has recommended the appointment of M/s. Rathi & Associates, Practising Company Secretaries, to conduct Secretarial Audit for the period of five years starting from Financial year 2025-26. M/s. Rathi & Associates is a peer reviewed firm and

they have furnished an eligibility certificate and peer review certificate.

The Report of the Secretarial Audit for the financial year ended on March 31, 2025, is annexed to this Report and does not have any observations/comments.

III. COST AUDITORS:

As per Section 148 of the Act read with the Companies (Cost Records and Audit) Rules, 2014, the Company is required to prepare, maintain as well as have the audit of its cost records conducted by a Cost Accountant and accordingly, it has made and maintained such cost accounts and records.

The Board of Directors have, pursuant to the recommendation of the Audit Committee, appointed M/s. Kishore Bhatia & Associates, Cost Accountants as the Cost Auditors of the Company for the Financial Year 2024-25. Pursuant to the provisions of Section 148 of the Act read with The Companies (Audit and Auditors) Rules 2014, the Members are requested to ratify the remuneration payable to M/s. Kishore Bhatia & Associates.

The remuneration payable to the Cost Auditors is required to be placed before the Members in a General Meeting for their ratification. Accordingly, a resolution seeking Members' ratification for the remuneration payable to M/s. Kishore Bhatia & Associates, Cost Accountant forms part of the Notice of the 40th AGM.

CONFIRMATION OF COMPLIANCE OF SECRETARIAL STANDARDS:

During the year under review, the Company has complied with the applicable Secretarial Standards i.e. SS-1 and SS-2, relating to "Meetings of the Board of Directors" and "General Meetings" respectively, issued by The Institute of Company Secretaries of India (ICSI).

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, AND FOREIGN EXCHANGE EARNINGS AND OUT GO:

A. CONSERVATION OF ENERGY

I. IMPACT ON ENERGY CONSERVATION IN THE FINANCIAL YEAR 2024-25:

- Total installed captive power plant is 1425 MW (500 MW & 925 MW). We generated 4332 MWH power from steam Turbine in 2024-25.
- VFDs are provided on the vacuum Pumps, Cooling Tower Pumps, Fans and Reactor agitators for optimising the power consumption. We have

installed VFDs for CT fans in the first stage in 2024-25. The total cost saving due to energy conservation is ₹ 50.67 Lakhs.

- Replaced the regular and CFL lighting with energy efficient LED lighting across all plants. Now we use LED lighting throughout the plant.
- By recycling treated effluent water (ZLD ~ 400-450 KLD), specific consumption of water has been brought down significantly to almost NIL in some of the plants.
- Rainwater harvesting is done and the same is used for process applications and gardening (3603 KL recycled).
- Solar Power (400 KWp) installed & total power generated by Roof top solar plant is 478.95 MW during 2024-25.
- Process improved, hence there is reduction in raw material consumption, utility consumption, water consumption, effluent & number of batches of reaction and distillation reduced.
- The amber fleur process yield improved, hence there is reduction in raw material consumption, utility consumption, water consumption, effluent & number of batches of reaction and distillation reduced.
- Dihydromyrcenol process yield improved, hence there is reduction in raw material consumption, utility consumption, water consumption, effluent & number of batches of reaction and distillation reduced.
- Camphor process yields improved, hence there is reduction in raw material consumption, utility consumption, water consumption, effluent & number of batches of reaction and distillation reduced.
- Timber touch process yields improved, hence there is reduction in raw material consumption, utility consumption, water consumption, effluent & number of batches of reaction and distillation reduced.

II. ENERGY CONSERVATION PLANNING FOR 2024-25/ CAPITAL INVESTMENT:

- Solar power from Open access for Unit-I 1.35 MW & Unit-III 2.35 MW & for Unit-7 1.4 MW will start from 2025-2026. Legal approval is under

progress. Investment of ₹ 265 Lakhs is made & this will take the renewable energy share in total electricity consumption to 50%.

- Planning to reduce RO reject to 40% by installing ultra high-pressure RO. This will help to reduce the steam consumption & improve the water recycle.
- Steam conservation approx. 11500 Kg/hr by heat recovery using TVR technology (3500 Kg/hr from DHMOL column & 8000 Kg/hr from CST).
- During Steam conservation Cooling tower requirement will reduce i.e. 630 TR x 2 numbers.
- Cooling tower saving by replacing fan with aerodynamics designed blade (MOC-FRP) for nearly 20 cooling towers.
- 7 Nos of Italvac vacuum pump to replace steam ejector this reduces steam consumption & effluent generation by 600 kg/hr.
- Power (Electricity) saving by optimisation of Brine plant, Air compressor plant & chilling plant.
- New improved Rainwater harvesting system installation across the units will be completed in 2025-2026.
- Evaluating the option of Mechanical vapor Recompression evaporation (MVRE) system, this will reduce the consumption of steam.
- Value added products from the side stream of various production processes with purification & treatment.
- Green Technology development at pilot scale from intermediates of various Products.

III. New Process Developments:

- New products from Amberfleur intermediate such Silveramber and Ambersilk developed. Now in pilot.
- New products development such as Privilide (Habanolide), Privitolide (Exaltolide), Muskolide (Helvetolide)
- Batch Process to Continuous process in DHMOL.
- Batch Process to Continuous process in PCM.
- MPO by Resin process Green Technology development at pilot scale
- Process improvement of Delta Damascone process

To introduce Apherate, Menthofuran, L-Camphor Sulphonic acid, Privional (Hellonal), Pricyclal (Cyclal C) as new products.

B: TECHNOLOGY ABSORPTION

During the FY 2024-25, the Company advanced its research and development (R&D) initiatives, emphasising sustainable practices and innovative technologies. The Company's R&D strategy focused on continuous batch processes, the development of green technologies from intermediate products, and the creation of value-added products from side streams.

During 2024-25 Company undertook below expenditure on Research and Development:

(in Lakhs)		
Sr. No.	Particulars	Amount
A	Capital	235.77
B	Revenue	132.36
	Total (a+b)	368.13
	Total Research & Development Expenses as % of Turnover	0.18%

C: FOREIGN EXCHANGE EARNINGS AND OUTGO

(in Lakhs)		
Particulars	Amount	
Foreign Exchange Earnings	1,43,647.85	
Foreign Exchange Outgo	81,168.41	

Annual Return:

Pursuant to Section 92(3) of the Act read with Section 134(3)(e) of the Companies Act and the applicable

Rules, the Annual Return in Form MGT-7 shall be available on Company's Website at [https:// www.privi.com/investor-relations/reports/annual-return](https://www.privi.com/investor-relations/reports/annual-return).

OTHER DISCLOSURES:

- There were no changes in the nature of the business during the year under review.
- There were no applications made or proceedings pending under the Insolvency and Bankruptcy Code, 2016.
- The Company did not enter into any one-time settlements with banks or financial institutions regarding any loans, demonstrating prudent financial management and stable creditor relations.

ACKNOWLEDGEMENTS:

Your Directors' value the consistent support and encouragement given by Customers, Suppliers, Bankers, Business Associates and Government Agencies to the Company. The Board of Directors also join us in applauding the employees at all levels for their dedication, hard work and support at all times.

For and on behalf of the Board of Directors

Place: Navi Mumbai
Date: May 03, 2025

Maheesh P Babani
Chairman & Managing Director
DIN: 0051162

Statement containing salient features of the financial statement of subsidiaries:
(Pursuant to first proviso to sub-section (3) of Section 129 read with rule 5 of Companies (Accounts) Rules, 2014)

(₹ in Lakhs)			
Particulars / Subsidiaries	Privi Biotechnologies Private Limited	Privi Specialties Private Limited	Privi Speciality Chemicals USA Corporation
The date since when subsidiary was acquired	August 22, 2012	September 01, 2023	
Reporting currency	NA	NA	USD
Exchange Rate	NA	NA	84.57
Share Capital	3,627.47	3,500.00	33.90
Reserves & Surplus	(1,194.28)	(542.84)	2,941.95
Total Assets	2,697.38	30,924.21	17,849.75
Total Liabilities	264.19	27,967.05	14,873.90
Investments	-	254.01	-
Gross Turnover	614.64	646.60	48,683.05
Profit/(Loss) before Tax	(748.94)	(272.90)	988.97
Provision for Tax	11.28	185.40	278.00
Profit/(Loss) after Tax	(760.22)	(458.30)	710.97
Proposed Dividend and Tax thereon	-	-	-
Proportion of ownership interest	100%	51%	100%

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ANNEXURE -2
ANNEXURE II – THE ANNUAL REPORT ON CSR ACTIVITIES FOR FINANCIAL YEAR 2024-25
1. BRIEF OUTLINE OF THE CSR POLICY OF THE COMPANY.

Privi Specialty Chemicals Limited is dedicated to the cause of social development. Through our Corporate Social Responsibility (CSR) initiatives, Privi is committed to bring positive and sustainable change in the lives of people living in the vicinity of our manufacturing facilities and administrative offices. We strive to attain sustainable development of society by active engagement with community and capability development of people. We attain this by providing direct benefit to the concerned, making people self-reliant, focusing on grass-root issues of community, empowerment, training and guidance, and facilitative support.

All projects are identified as per the prevalent needs of society. Primarily we focus on areas such as Education, Health & Hygiene and Environment Sustainability.

2. COMPOSITION OF CSR COMMITTEE:-

Sr. No.	Name of the Director	Designation/Nature of Directorship	Number of Meetings of CSR Committee held during the year	Number of Meetings of CSR Committee attended during the year
1	Mr. Anurag Surana (Chairman w.e.f. February 13, 2025)*	Chairman, Non-Executive Independent Director	3	2
2	Mrs. Anuradha E. Thakur (Upto February 12, 2025)	Chairperson, Non-Executive Independent Director	4	4
3	Mr. Naresh Tejwani	Member, Non-Executive Independent Director	-	-
4	Mr. D. B. Rao	Member, Non-Executive Independent Director	3	2
5	Mrs. Priyarnvada Bhumkar	Member, Non-Executive Independent Director	-	-

* The Committee was re-constituted with effect from February 12, 2025

3. PROVIDE WEblink WHERE COMPOSITION OF CSR COMMITTEE, CSR POLICY AND CSR PROJECTS APPROVED BY THE BOARD ARE DISCLOSED ON THE WEBSITE OF THE COMPANY.

- <https://www.privi.com/privi-world/board-of-directors>
- <http://www.privi.com/investor-relations/corporate-governance/company-policies>
- <https://www.privi.com/csr>

4. PROVIDE THE DETAILS OF IMPACT ASSESSMENT OF CSR PROJECTS CARRIED OUT IN PURSUANCE OF SUB-RULE (3) OF RULE 8 OF THE COMPANIES (CORPORATE SOCIAL RESPONSIBILITY POLICY) RULES, 2014, IF APPLICABLE (ATTACH THE REPORT)

Impact Assessment of CSR projects is not applicable to the Company.

5. DETAILS OF THE AMOUNT AVAILABLE FOR SET OFF IN PURSUANCE OF SUB-RULE (3) OF RULE 7 OF THE COMPANIES (CORPORATE SOCIAL RESPONSIBILITY POLICY) RULES, 2014 AND AMOUNT REQUIRED FOR SET OFF FOR THE FINANCIAL YEAR, IF ANY.

Sr. No.	Financial Year	Amount Available for Set-off from preceding financial years	Amount required to be Set-off for the financial year, if any
1	2024-25	Nil	Nil

6. AVERAGE NET PROFIT OF THE COMPANY AS PER SECTION 135(5)

₹ 10,499.05 Lakhs

- Two percent of average net profit of the Company as per section 135(5): ₹ 209.98 Lakhs
 - Surplus arising out of the CSR projects or programs or activities of the previous financial years: Nil
 - Amount required to be set off for the financial year, if any: Nil
 - Total CSR obligation for the financial year (7+a7b7c): ₹ 210 Lakhs (rounded off)

8. A. CSR amount spent or unspent for the financial year:

Total amount spent for the financial year (₹ in Lakhs)	Amount Unspent (in ₹)				
	Total Amount transferred to Unspent CSR Account as per Section 135(6)		Amount transferred to any fund specified under Schedule VII as per second proviso to Section 135(5)		
	Amount	Date of Transfer	Name of the Fund	Amount	Date of Transfer
	NA				

B. Details of CSR amount spent against ongoing projects for the financial year: Nil
C. Details of CSR amount spent against other than ongoing projects for the financial year:

Sr. No.	Name of the Project	Item from the list of activities in Sch VII to the Act	Local Area (Yes/No)	Location of the Project		Amount Spent for the Project (in Lakhs)	Mode of Implementation Direct (Yes/No)	Mode of Implementation Through Implementing Agency	
				State	District			Name	CSR Registration No.
1	Support to underprivileged student for education aid and livelihood	Education	Yes	Maharashtra	Raigad	15.45	Yes		
2	Anganwadi building and repair at Shetoli	Education	Yes	Maharashtra	Raigad	10.75	Yes		
3	Science Lab setup at High School	Education	Yes	Maharashtra	Raigad	15.00	No	Hinval Education trust	CSR00017065
4	Giving free higher education in medical & nursing field to needy Arvi Medical	Education	Yes	Maharashtra	Navi Mumbai	25.00	No	Arvi Medical and Education Foundation	CSR00012251
5	Support to underprivileged student for education aid and livelihood (T3 or older)	Education	Yes	Gujarat	Jhagadia	0.75	Yes		
6	Education kit at Aanganwadi Morbali	Education	Yes	Gujarat	Jhagadia	1.06	Yes		
7	Maintenance of Green zone development at various villages in Mahad (Panshet, Karganjrol, Amnesht, Chanshet, MOC road)	Environment	Yes	Maharashtra	Raigad	23.11	Yes		
8	Truck Mounted Squeezer Machine - Operational Cost & AMC	Environment	Yes	Maharashtra	Raigad	9.22	Yes		
9	Site Lake restoration work	Environment	Yes	Maharashtra	Raigad	3.00	Yes		
10	Chonashind tree plantation	Environment	Yes	Maharashtra	Raigad	2.03	Yes		
11	Bridge construction in Desmukh/Karbole	Environment	Yes	Maharashtra	Raigad	21.18	Yes		

Sr. No.	Name of the Project	Item from the list of activities in Sch VII to the Act	Local Area (Yes/No)	Location of the Project		Amount Spent for the Project (₹ in Lakhs)	Mode of Implementation (Direct/Yes/No)	Mode of Implementation Through Implementing Agency	
				State	District			Name	CSR Registration No.
12	Mahad Highway Police Helpline Centre	Environment	Yes	Maharashtra	Raigad	2.36	Yes		
13	Maintenance of Green zone development at Darga	Environment	Yes	Gujarat	Jhagadia	17.62	Yes		
14	GIDC police station repair & maintenance	Environment	Yes	Gujarat	Jhagadia	0.34	Yes		
15	Pure Drinking Water HO System and water scheme (Repair and Maintenance) at Mahad Kumbhari, Nangalwadi, Kumbhari, Bhawad, Anand/Karamshi	Health & Hygiene	Yes	Maharashtra	Raigad	3.22	Yes		
16	Financial Help to Dialysis center MMA Hospital	Health & Hygiene	Yes	Maharashtra	Raigad	1.30	Yes		
17	Drinking water scheme at Bundebar	Health & Hygiene	Yes	Maharashtra	Raigad	30.68	Yes		
18	Medical Aid to underprivileged person	Health & Hygiene	Yes	Maharashtra	Raigad	6.00	Yes		
19	Old age home	Health & Hygiene	Yes	Maharashtra	Navi Mumbai	15.00	No	Ragimben Bhambardip Seva Kanya Trust	CSR00011645
20	GIDC ambulance support for nearby village (Dachroda, Utiya, Santarpura and Phardha)	Health & Hygiene	Yes	Gujarat	Jhagadia	9.52	Yes		

D. Amount spent in Administrative Overheads: Nil

E. Amount spent on Impact Assessment, if applicable: NA

F. Total Amount spent for the Financial Year (8b+8c+8d+8e): ₹ 211.59 Lakhs

G. Excess Amount for set off, if any

Sr. No.	Particular	(in Lakhs)
		Amount
i.	Two percent of average net profit of the Company as per section 135(5)	210.00
ii.	Total amount spent for the Financial Year	211.59
iii.	Excess amount spent for the financial year [(ii)-(i)]	(1.59)
iv.	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	-
v.	Amount available for set off in succeeding financial years	-

9. (a) Details of Unspent CSR amount for the preceding three financial years: Nil
(b) Details of CSR amount spent against ongoing projects for the financial year: Nil

10. IN CASE OF CREATION OR ACQUISITION OF CAPITAL ASSET, FURNISH THE DETAILS RELATING TO THE ASSET SO CREATED OR ACQUIRED THROUGH CSR SPENT IN THE FINANCIAL YEAR (ASSET WISE DETAILS):

Not Applicable

- (a) Date of creation or acquisition of the capital asset(s).
(b) Amount of CSR spent for creation or acquisition of capital asset.
(c) Details of the entity or public authority or beneficiary under whose name such capital asset is registered, their address etc.
(d) Provide details of the capital asset(s) created or acquired (including complete address and location of the capital asset)

11. SPECIFY THE REASON(S), IF THE COMPANY HAS FAILED TO SPEND TWO PER CENT OF THE AVERAGE NET PROFIT AS PER SECTION 135(5).

Not Applicable

Place: Navi Mumbai
Date: May 03, 2025

Mahesh P Babani
Chairman & Managing Director
DIN: 0051162

Anurag Surana
Chairperson CSR Committee
DIN: 00006665

A. DETAILS OF THE RATION OF REMUNERATION OF EACH DIRECTOR TO THE MEDIAN EMPLOYEE'S REMUNERATION.

i. The ratio of the remuneration of each director to the median remuneration of the employees of the Company for the financial year:

Sr. No.	Name of the Director	Designation	Ration of remuneration to the median remuneration of the employees
1.	Mr. Mahesh P Babani	Chairman and Managing Director	57.11%
2.	Mr. Bhaktavatsala Doppalapudi Rao	Executive Director	3.26%
3.	Mr. D. T. Khilnani	Non-Executive – Independent Director	0.82%
4.	Mrs. Anuradha Thakur	Non-Executive – Independent Director	0.82%
5.	Mr. Anurag Surana	Non-Executive – Independent Director	0.82%
6.	Mr. Hemang Gandhi	Non-Executive – Independent Director	0.68%
7.	Mr. Naresh Madhu Tejwani*	Non-Executive – Independent Director	0.27%
8.	Mrs. Priyamvada Ashesh Bhumikar*	Non-Executive – Independent Director	0.27%

* Appointed w.e.f. October 25, 2024

ii. The percentage increase in remuneration of each Director, CFO, CEO, Company Secretary or Manager, if any, in the financial year

Sr. No.	Name of the Director/ KMP	% Increase over last F.Y.
1.	Mr. Mahesh P Babani	0%
2.	Mr. Bhaktavatsala Doppalapudi Rao	0%
3.	Mr. Narayan S. Iyer	10%
4.	Ms. Ashwini Saumil Shah	10%

iii. The percentage increase in the median remuneration of employees: 9.48%

iv. The number of permanent employees on the rolls of the Company: 695 as of March 31, 2025

v. Average percentiles 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: 5%

We hereby confirm that the remuneration is as per the remuneration policy recommended by Nomination and Remuneration Committee of the Company and adopted by the Company.

Place: Navi Mumbai
Date: May 03, 2025

Mahesh P Babani
Chairman & Managing Director
DIN: 0051162

Naresh Madhu Tejwani
Chairman of Nomination & Remuneration Committee
DIN: 00847424

SECRETARIAL AUDIT REPORT

[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]

FOR THE FINANCIAL YEAR ENDED MARCH 31, 2025

To
The Members,
PRIVI SPECIALITY CHEMICALS LIMITED
'Privi House', A-71, TTC Thane Belapur Road,
Kopar Khairane,
Navi Mumbai - 400 710

Dear Sirs,

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate governance practice by Privi Specialty Chemicals Limited (hereinafter called 'the Company'). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's Books, Papers, Minutes Books, Forms and Returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended March 31, 2025, complied with the statutory provisions listed hereunder and also that the Company has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

- We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on March 31, 2025, according to the provisions of:
 - The Companies Act, 2013 (the Act) and the rules made thereunder to the extent applicable;
 - The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
 - The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
 - Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investments Regulation.

(v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):

- The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;
- The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011; and
- The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;

2. Provisions of the following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') were not applicable to the Company during the financial year under report:

- The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998;
- 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;
- The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021;
- The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021;

3. We further report that, having regard to the compliance system prevailing in the Company and on examination of the relevant documents and records in pursuance thereof, on test-check basis, the Company has

complied with other Acts, Laws and Regulations applicable specifically to the Company as per the list given in **Annexure I**.

We have also examined compliance with the applicable clauses of (i) the Secretarial Standards issued by The Institute of Company Secretaries of India under the provisions of the Companies Act, 2013, and (ii) the Listing Agreements entered into by the Company with BSE Limited and The National Stock Exchange of India Limited.

During the financial year under report, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above.

We further report that:

The Board of Directors of the Company is duly constituted with a 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 financial year under report were carried out in compliance with the provisions of the Act.

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

None of the members have communicated dissenting views, in the matters/agenda proposed from time to time for consideration of the Board and its Committees thereof, during the year under the report, hence were not required to be 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.

With regard to the actions/events which had a major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc. we report as under:

The Shareholders of the Company, through Postal Ballot on August 12, 2024, approved raising of further capital by way of one or more public and / or private offerings, Qualified Institutions Placement ("QIP") and / or on preferential allotment basis or any combination thereof, in one or more tranches, of an aggregate amount not exceeding ₹ 1,000 Crores (Rupees One Thousand Crores only).

**For RATHI & ASSOCIATES
COMPANY SECRETARIES**

HIMANSHU S KAMDAR
PARTNER
MEM No. FCS: 5171
COP No. 3030

DATE: May 03, 2025
PLACE: MUMBAI

UDIN: F005171G000258151
Peer Review Cer. No: 6391/2025

Note: This report should be read with our letter of even date which is annexed as Annexure II and forms an integral part of this report.

LIST OF APPLICABLE LAWS TO THE COMPANY

1. The Narcotic Drugs and Psychotropic Substances Act, 1985 (As amended) & NDPS (Regulation of controlled substance) Order 1993.
2. Maharashtra Poisons (Amendment Rule, 2011 under Poison Act, 1919).
3. The Maharashtra Factories (Safety Audit) Rules, 2014.
4. The Maharashtra Factories (Control of Industrial Major Accident Hazards) Rules, 2003 and the Manufacture, Storage and Import of Hazardous Chemical Rules, 1989.
5. The Chemical Weapons Convention (CWC) Act, 2000.
6. The Hazardous Waste (Management & Handling) Rules 1989 (As amended).
7. Maharashtra Non-Bio-Degradable (Garbage Control) Act, 2006.
8. Petroleum Act, 1934, Amendment Act 1977, read with Petroleum Rules 2002, Amendment Rules 2011; Conditions of Petroleum License.

To
The Members,
PRIVI SPECIALITY CHEMICALS LIMITED
"Privi House", A-71, TTC Thane Belapur Road,
Kopar Khairane,
Navi Mumbai -400 710

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

1. Maintenance of Secretarial records is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices that 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 procedures on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

For RATHI & ASSOCIATES
COMPANY SECRETARIES

HIMANSHU S KAMDAR
PARTNER

MEM No. FCS: F5171
COP No. 3030
UDIN: F005171G000258151
Peer Review Cer. No: 6391/2025

Date: May 03, 2025
Place: Mumbai

REPORT ON CORPORATE GOVERNANCE

[Pursuant to Regulation 34(3) read with Schedule V and other applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the Listing Regulations")]

1. COMPANY'S PHILOSOPHY ON THE CODE OF GOVERNANCE

The Company believes that good Corporate Governance is essential for enabling efficient, effective and entrepreneurial management that drives the long-term success of the Company. It is the system by which the Company is directed and controlled, serving as a critical toolkit that enables both management and the Board to navigate the challenges of operating a business in a dynamic environment. At its core, Corporate Governance reflects a commitment to values, ethical business conduct and sound decision-making.

Governance encompasses the set of laws, regulations, processes, and customs that influence how a company is directed, administered, and controlled. It provides the foundation for resilient and successful organisations, institutions, and markets. Strong corporate governance is rooted in the principles of integrity, fairness, equity, transparency, accountability, and a steadfast commitment to ethical values.

The Company recognises that good corporate governance ensures that robust decision-making processes and controls are in place to balance the interests of all stakeholders—shareholders, employees, customers, suppliers, and the wider community. As a proponent of strong governance, the Company believes that a well-governed organisation lays the foundation for high-quality, ethical decision-making, which in turn fosters sustainable growth and long-term value creation.

To cultivate a culture of good governance, the Company has adopted a comprehensive set of practices, including:

- Clear performance accountability at all levels.
- Effective internal management controls.
- Constitution of Board Committees to strengthen oversight and internal controls.
- Fair representation of professionally qualified, non-executive, and independent directors on the Board.
- Timely compliance with legal and regulatory requirements.

- Transparent disclosure of performance, ownership, and governance matters.
- Responsible for payment of statutory dues.

These measures reflect the Company's commitment to uphold the highest standards of corporate governance, ensuring integrity, transparency, and sustainability in all its operations.

The Company is proud of the values with which it conducts its business: SAFETY, SUSTAINABILITY, SENSE OF URGENCY, SUPREME TRANSPARENCY and SINCERE RESPECT & CARE. The Company's Corporate Governance philosophy has been further strengthened through the Code of Conduct for Prevention of Insider Trading, Anti-Bribery/ Anti-Corruption/ Anti-Money Laundering, Anti-discrimination and Equal Opportunity, Grievance redressal Policy etc.

The Compliance Report on Corporate Governance herein signifies compliance with all mandatory requirements of Listing Regulations. The Company has adhered to the requirements stipulated under Regulations 17 to 27 read with Para C & D of Schedule V and other related regulations of the Listing Regulations with regard to Corporate Governance. The details of Company's board structure and the various committees that constitute the governance structure of the organisation are covered in detail in this report.

We believe Corporate Governance is not just a destination, but a journey to constantly improve sustainable value creation.

POLICIES

In compliance with the requirements of Listing Regulations, and The Companies Act, 2013 ("the Act"), the Board of Directors of the Company have approved various policies, as detailed herein:

Vigil Mechanism & Whistle Blower Policy

The Company is committed to maintaining highest standard of ethical conduct, transparency and accountability in all its operations. To reinforce this commitment and as per Section 177 of the Act and Regulation 22 of Listing Regulation, the Company has established a comprehensive Vigil Mechanism & Whistle Blower Policy. The Policy has been formulated with a

view to provide a mechanism for directors, employees as well as other stakeholders of the Company to approach the Chairman of the Audit Committee of the Company to report instances of any unethical act or suspected incidents of fraud or violation of Companies Code of Conduct. This mechanism/Policy provides adequate safeguards to whistle blowers against reprisals or victimisation.

The copy of the Policy has been uploaded on the Company's Website viz. <https://www.privi.com/Downloads/Policies-PSCL/PSCL-Vigil-Mechanism-Policy-V-1-1.pdf>

Code of Conduct

The Company has in place a Code of Conduct for all the Directors and the Senior Management Personnel. It seeks to achieve, among others, the highest standards of personal and professional integrity. A copy of the code has been placed on the Company's website <https://www.privi.com/Downloads/Policies-PSCL/PSCL-Code-of-Conduct-V-1-1.pdf>. The code has been circulated to all the Directors and Senior Management Personnel, and they affirm their compliance every year.

The Company also has in place a Code of Conduct for Prevention of Insider Trading based on SEBI (Prohibition of Insider Trading) Regulations, 2015 (SEBI PIT Regulations). This code is applicable to all Designated Persons / Insiders defined under the Code of Conduct for Prevention of Insider Trading adopted by the Company. The code ensures prevention of dealing in shares by people having access to unpublished price sensitive information.

The Company has availed the special/ additional service of the Registrar and Share Transfer Agent of the Company M/s. MUFG Intime (India) Private Limited (RTA) to monitor the trading in the equity shares of the Company mainly during the trading window closure and the reverse transactions, by the Designated Persons. The necessary information with regard to designated employees and their relatives has been forwarded to the RTA in order to enable them to provide the service. The Company has also installed an in-house software 'Trackin', which enables the Company in maintaining structural digital database, preserving the data, monitoring and ensure compliance to SEBI PIT Regulations. The said software is installed on the Company's server and access is given only to the Company Secretary and other designated officials of the Company, who monitor the transactions.

Structural Digital Database (SDD)

With reference to Regulation 3(5) and 3(6) of SEBI (PIT) Regulations, 2015 which required SDD to be maintained by the Company, in this regard, company have availed software facility from MUFG Intime (India) Private Limited which is maintained inhouse with adequate controls and checks such as time stamping, audit trails to ensure non tampering of data. Entries once entered into SDD cannot be altered or modified. If any entry needs to be altered, then a separate entry can be made citing reference to the earlier one with fully corrected details and the reasons for correction. The Company has a provision to maintain such a database for the period of Eight years after completion of relevant transaction. The Company has submitted defined compliance certificates certified by the Practicing Company Secretary, as a Standard Operating Process under SEBI (PIT) Regulations.

Annual Disclosure

A declaration affirming compliance with the Code of Conduct by the Members of the Board and Senior Management personnel is given below:

Declaration

I, Mahesh P Babani, Chairman and Managing Director of the Company, hereby declare that all the members of the Board of Directors and the Senior Management personnel have affirmed compliance with the Code of Conduct applicable to them as laid down by the Board of Directors in terms of Regulation 26(3) of the Listing Regulations for the year ended March 31, 2025.

Mahesh P Babani

Chairman & Managing Director

DIN: 00051162

Navi Mumbai, April 01, 2025

Related Party Transaction Policy

In compliance with the requirements of Regulation 23 of Listing Regulations, the Board of Directors of the Company has approved a Related Party Transaction Policy, to facilitate management to report and seek approval for any Related Party Transaction proposed to be entered into by the Company. The said Related Party Transaction Policy can be viewed on <https://www.privi.com/Downloads/Policies-PSCL/PSCL-Policy-on-Related-Party-Transactions-V-1-2.pdf>.

Familiarisation Programmes for Independent Directors

Independent Directors are familiarised with their roles, rights and responsibilities in the Company as well as

with the nature of industry and business model of the Company through induction programs at the time of their appointment as Directors and on regular basis by providing detailed presentations on the businesses/ operations of the Company at each of the Board Meeting. The review and approval of quarterly and annual financial statements of the Company, as well as detailed presentation covering inter alia economy and industry overview, key regulatory developments, strategy, CAPEX Plans and performance of Company is made to the Board. The board is also being apprised of the amendments in various laws applicable to the Company from time to time, by way of presentation or circulating brief notes on such amendments. In compliance with the requirements of Regulations 46(2) of Listing Regulations, the details of familiarisation programmes imparted to Independent Directors is also disseminated on Company's website and can be viewed on <https://www.privi.com/Downloads/Policies-PSCL/PSCL-Directors-Familiarization-Programme.pdf>.

Apart from the above policies, the Board has in accordance with the requirements of the Act and Listing Regulations approved and adopted a Policy for determining Material Subsidiary, Nomination and Remuneration Policy, Policy on Determination of Materiality of Events/Information and Policy for Preservation of Documents and Archival of Records.

2. BOARD OF DIRECTORS

Composition of Board of Directors:

The Composition of the Board of Directors of the Company is in conformity with the requirement of Regulation 17 of Listing Regulations as amended from time to time. In compliance with the Corporate Governance norms, in terms of constitution of the Board, the Board is headed by Chairman and Managing

Director and consist of One Executive Director, Four Non-Executive Independent Directors including one woman Director, representing optimum combination of professionalism, knowledge, and experience to ensure the independence of the Board and to separate the Board functions of governance and management. Non-Executive and Independent Directors have expert knowledge in the fields of finance, taxation, legal and industry. Thus, the Board represents a balanced mix of professionals, who bring the benefits of their knowledge and expertise.

Upto March 31, 2025, there were Six Non-Executive Independent Directors on the Board. However, due to the advance age Mr. D T Khilnani and Mrs. Anuradha Bhakur, Independent Directors resigned from the Directorship from Closing hours of March 31, 2025.

As per the declarations received by the Company from each of the Directors, none of them are disqualified under Section 164(2) of the Companies Act, 2013.

None of the Independent Directors has any pecuniary relationship, transaction or association with the Company, which adversely affects their independence.

Board Skills, Expertise and Competencies:

The Board of Directors possesses a comprehensive blend of skills, knowledge, and experience necessary to effectively govern and guide the organisation. The current size of the Board is considered optimal for efficient and balanced decision-making.

The Company conducts an annual assessment to map and evaluate the skills, expertise, and competencies of its directors. Eligibility for appointment as a director is determined based on the specific skillsets identified by the Nomination and Remuneration Committee, in line with the criteria outlined in the Company's Nomination and Remuneration Policy.

Director's Particulars

Attendance of each Director at the Board Meetings, last Annual General Meeting (AGM) and the number of other Directorship(s) and Chairmanship(s) of Committees in various Companies as on March 31, 2025, is as follows:

Name of Directors	Category & Position	Attendance of the Meeting during 2024-25		No. of Directorship in listed entities including this listed entity (as per Reg17A of Listing Regulations)	No. of Membership/ Chairmanship(s) in Committee held in listed entities including this listed entity (as per Reg26(1) of Listing Regulations)	
		Board Meeting	Last AGM dated August 01, 2024		Member	Chairman
Mr. Mahesh M Babani	Chairman & Managing Director	6	6	1	-	-
Mr. Bhaktavatsala Doppalapudi Rao	Executive Director	5	5	1	1	-
Mrs. Anuradha Thakur	Non-Executive Independent Director	6	6	1	1*	1*
Mr. Dwarko T Khilnani	Non-Executive Independent Director	6	6	1	2*	-
Mr. Anurag Surana	Non-Executive Independent Director	6	6	3	3	-
Mr. Hemang Manhar Gandhi	Non-Executive Independent Director	5	5	1	2	-
Mr. Naresh Madhu Tejwani	Non-Executive Independent Director	2	2	2	3	2
Mrs. Priyamvada Ashesh Bhumkar	Non-Executive Independent Director	2	2	1	2	-

* Newly inducted on Board of the Company w.e.f. October 25, 2024

* Upto February 12, 2025, All the Committees re-constituted thereafter.

* Resigned w.e.f. March 31, 2025

A video / tele-conferencing facility is offered to facilitate the Directors to participate in the meetings.

The number of Directorship(s) and Committee Membership(s) / Chairmanship(s) of all Directors is / are within the respective limits prescribed under the Act and Listing Regulations.

Given below is the list of Directors of the Company and their Directorship(s) of Other Listed Company(s)

Sr. No.	Name of the Directors of the Company	Name of the listed entities in which the Director of the Company is a Director.	Category of Directorship in the Listed Companies
1	Mr. Mahesh M Babani	Privi Speciality Chemicals Limited	Chairman & Managing Director
2	Mr. Bhaktavatsala Doppalapudi Rao	Privi Speciality Chemicals Limited	Executive Director
3	Mrs. Anuradha Thakur (upto March 31, 2025)	Privi Speciality Chemicals Limited	Non-Executive Independent Director

Sr. No.	Name of the Directors of the Company	Name of the listed entities in which the Director of the Company is a Director.	Category of Directorship in the Listed Companies
4	Mr. Dwarko T Khilnani (upto March 31, 2025)	Privi Speciality Chemicals Limited	Non-Executive Independent Director
5	Mr. Anurag Surana	Privi Speciality Chemicals Limited Neogen Chemicals Limited Yasho Industries Limited	Non-Executive Independent Director
6	Mr. Hemang Manhar Gandhi	Privi Speciality Chemicals Limited	Non-Executive Independent Director
7	Mr. Naresh Madhu Tejwani (appointed w.e.f. October 25, 2024)	Privi Speciality Chemicals Limited Abans Holdings Limited	Non-Executive Independent Director
8	Mrs. Priyamvada Ashesh Bhumkar (appointed w.e.f. October 25, 2024)	Privi Speciality Chemicals Limited	Non-Executive Independent Director

During the year, there have been no materially significant related party transactions, pecuniary relationships or transactions between the Company and its Non-Executive Directors that may have potential conflict with the interests of the Company at large. None of the Directors are related to each other.

Shareholding of Non- Executive Directors as on March 31, 2025, is as under:

Sr. No.	Name of Director	No. of Equity Shares Held	% of total Equity Shares of the Company
1	Anurag Surana	20,000	0.05%

Board Meeting and Attendance

The Board meets at least once in a quarter inter-alia to review the performance of the Company and for consideration and approval/adoption of quarterly/ annual financial results. The Company Secretary, in consultation with the Chairman prepares detailed agenda for the meetings. Six Board meetings were held in the year 2024-25 and the gap between two Board meetings has not exceeded 120 days. The dates on which meetings were held are as follows:

Sr. No.	Date of Meeting	No. of Directors Present
1	May 02, 2024	6
2	June 24, 2024	6
3	July 29, 2024	6
4	October 24, 2024	5
5	November 29, 2024	7
6	February 12, 2025	8

Appointment of Independent Directors

The Nomination & Remuneration Committee, based on Company's policy for such position identifies suitable person having expert knowledge and skill in his/her profession / area of business and who can effectively participate in Board proceedings and recommends the same to the Board. The Board, after evaluating the said Committee's recommendation, takes the decision which according to the Board is in the best interest of the Company.

During the year under review, the Board Members with the recommendation of Nomination and Remuneration Committee, appointed Mr. Naresh Madhu Tejwani and Mrs. Priyamvada Ashesh Bhumkar, as Independent Directors of the Company w.e.f. October 25, 2024. The Shareholders of the Company also approved their appointment via Postal Ballot. The formalities in respect of their appointment were duly completed within the statutory time limits.

Confirmation regarding Independence

With respect to the declarations given by the Independent Directors of the Company during the year under review, the Board hereby confirms that all the Independent Directors fulfill the conditions specified in the Listing Regulations and are independent of the management.

Meeting of Independent Directors

The Independent Directors meet at least once in a financial year without the presence of Promoter Directors and management personnel. They discuss matters pertaining to the business and other related affairs of the Company. The views expressed at such meeting are brought to the knowledge of the Chairman of the Board. During the year, one meeting of Independent Directors was held on March 03, 2025.

Re-appointment of Directors

As required under Regulation 35(3) of the Listing Regulations and Secretarial Standard 2 on General Meetings issued by the ICSI, particulars of Directors seeking re-appointment are given in the Notice of AGM which forms part of this Annual Report.

3. AUDIT COMMITTEE COMPOSITION

The composition of the Audit Committee is in line with the provision of Section 177 of the Act and is in compliance with Regulation 18 of the Listing Regulations.

For the period upto February 12, 2025, the Audit Committee comprised of four Non-Executive Independent Directors, Mrs. Anuradha Thakur, Non-Executive Independent Director as Chairperson of the Committee, and Mr. Anurag Surana, Mr. D T Khilnani and Mr. Hemang Gandhi as the members of the Committee. The Committee constitution has been changed w.e.f. February 12, 2025. Currently, the Audit Committee comprises of Four Non-Executive Independent Directors as stated below and Mr. Naresh Tejwani is the Chairman of the Audit Committee. All the members of the existing Audit Committee possess the required skills, knowledge and experience to be members of the Audit Committee.

The Company Secretary acts as Secretary to the Audit Committee. The Audit Committee met 5 (Five) times during the financial year 2024-25 i.e. on May 02, 2024, June 24, 2024, July 29, 2024, October 24, 2024, February 12, 2025.

The details of the composition of the Audit Committee and attendance at meetings during 2024-25 are as follows:

Name of the Member	Designation Category	No. of Audit Committee Meeting(s) attended
Mr. Naresh Tejwani (Chairman w.e.f. February 12, 2025)	Non-Executive Independent Director	5
Mrs. Anuradha Thakur (Chairperson upto February 12, 2025)	Non-Executive Independent Director	5
Mr. D T Khilnani (member upto February 12, 2025)	Non-Executive Independent Director	5
Mr. Anurag Surana	Non-Executive Independent Director	5
Mr. Hemang Gandhi	Non-Executive Independent Director	5
Mrs. Priyarnada Bhumkar (Member w.e.f. February 12, 2025)	Non-Executive Independent Director	1

The terms of reference of the Audit Committee are:

- Recommendation for appointment remuneration and terms of appointment of auditors of the Company;
- approval of payment to statutory auditors for any other services rendered by them;
- review and monitor the auditors' independence and performance, and effectiveness of audit process;
- reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems;
- 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;
- discussion with internal auditors of any significant findings and follow up there on;

- 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;
- discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;
- call for the comments of the auditors about internal control systems, the scope of audit, including the observations of the auditors and review of financial statement before their submission to the Board and may also discuss any related issues with the internal and statutory auditors and the management of the Company;
- review with the management, the annual financial statements and auditor's report thereon before submission to the board for approval, with particular reference to:
 - 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 Section 134 of the Companies Act, 2013;
 - changes, if any, in accounting policies and practices and reasons for the same
 - major accounting entries involving estimates based on the exercise of judgment by management;
 - significant adjustments made in the financial statements arising out of audit findings;
 - compliance with listing and other legal requirements relating to financial statements
 - disclosure of any related party transactions
 - modified opinion(s) in the draft audit report;
- review with the Management, the quarterly financial Statements before submission to the Board for approval;
- review the statement of Related Party Transactions, submitted by Management;
- approval or any subsequent modification of transactions of the Company with related parties
- scrutiny of inter-corporate loans and investments;
- valuation of undertakings or assets of the Company, wherever it is necessary;
- evaluation of internal financial controls and risk management system;
- power to obtain professional advice from external sources for the items specified in sub section 4 of Section 177 of the Act;
- to oversee the vigil mechanism wherein the directors and employees can report their genuine concerns or grievances;
- reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilised for purposes other than those stated in the offer document / prospectus / notice and the report submitted by the monitoring agency monitoring the utilisation of proceeds of a public or rights issue and making appropriate recommendations to the board to take up steps in this matter;
- review the Management Discussion and Analysis of financial condition and results of operations;
- periodic review of Policies;
- such other matters as mentioned in the terms of references or as may be required to be carried out by the Audit Committee pursuant to amendments under any law, from time to time;

The Company have engaged M/s. Aneja Associates, Chartered Accountants, an Independent External Firm, to conduct an Internal Audit of the Company. Internal Auditors submit their findings to the Audit Committee which were reviewed by the Committee during the year under review.

4. NOMINATION AND REMUNERATION COMMITTEE

The Nomination and Remuneration Committee is constituted in accordance with the provisions of Section 178 of the Act, and Regulation 19 of the Listing Regulations.

For the period upto February 12, 2025, the Nomination & Remuneration Committee comprised of three Non-Executive Independent Directors, Mr. D T Khilnani, Non-Executive Independent Director as Chairman of the Committee, and Mr. Anurag Surana, and Mrs. Anuradha Thakur as the members of the Committee. The

Committee constitution has been changed w.e.f. February 12, 2025. Currently Nomination & Remuneration Committee comprises of three Non-Executive Independent Director as stated below, and Mr. Naresh Tejwani is appointed as the Chairman of the Committee. All the members of the existing Nomination & Remuneration Committee possess the required skills, knowledge and experience to be members of the Nomination & Remuneration Committee.

During year 4 (four) meetings of the Nomination and Remuneration Committee were held i.e. on April 30, 2024, July 29, 2024, October 24, 2024, and November 29, 2024. The details of composition of the Nomination and Remuneration Committee and attendance at the Meetings during the financial year 2024-25 are as follows:

Name of the Member	Designation Category	No. of Committee Meetings attended
Mr. Naresh Tejwani (Chairman w.e.f. February 12, 2025)	Non-Executive Independent Director	-
Mr. D.T. Khilnani (Chairman upto February 12, 2025)	Non-Executive Independent Director	4
Mrs. Anuradha Thakur (Member upto February 12, 2025)	Non-Executive Independent Director	4
Mr. Anurag Surana (Member upto February 12, 2025)	Non-Executive Independent Director	4
Mr. Hemang Gandhi (Member w.e.f. February 12, 2025)	Non-Executive Independent Director	-

The term of reference of Nomination and Remuneration Committee includes:

- recommend to the Board, appointment and re-appointment of Directors;
- identify persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down in the Nomination & Remuneration Policy, recommend to the Board their appointment and removal;
- recommend to the Board the appointment of Key Managerial Personnel (KMP) as defined under the Act;
- recommend to the Board a Policy, relating to the remuneration for the directors including Whole Time Directors, KMP and other employees;
- recommend to the board, all remuneration, in whatever form, payable to senior management;
- specify the manner for effective evaluation of performance of Board, its committees and individual directors to be carried out either by the Board, by the Nomination and Remuneration Committee or by an independent external agency and review its implementation and compliance;
- formulation of criteria for evaluation of performance of independent directors and the board of Directors;

- formulate the criteria for determining qualifications, positive attributes and independence of a director;
- devising a policy on diversity of board of Directors;
- oversee familiarisation programmes of Directors;
- to determine 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;

Board and Directors Evaluation:

As required under the provisions of the Act and the Listing Regulations, the Board has carried out an annual performance evaluation of its own performance, performance of the Chairman and Managing Director, Executive Director and other Directors as well as the evaluation of the Working Committees.

The performance evaluation criteria for Independent Directors includes participation and contribution by a director in Board / Committee Meetings, commitment, expertise, integrity, maintenance of confidentiality and independent behavior.

Remuneration Policy:

The remuneration policy is recommended by the Nomination & Remuneration Committee and approved by the Board. The key objective of the remuneration policy is to ensure that it is aligned to the overall performance of the Company. The policy ensures that it is fair and reasonable and is linked to financial performance. For

Director in Executive category, it mainly comprises of fixed components. The remuneration policy is placed on the website of the Company <https://www.privi.com/Downloads/Policies-PSCL/PSCL-Nomination-and-Remuneration-Policy.pdf>. The remuneration paid to the Directors is in line with the remuneration policy of the Company.

Remuneration to Non-Executive Directors:

The remuneration for Non-Executive (Independent) Directors consists of sitting fees for attending meetings of the Board and its Committees. No other payment is made to the Non-Executive Independent Directors except as recommended by the Nomination and Remuneration Committee and the Board and approved by the Members of the Company.

Remuneration to Executive Directors:

Mr. Mahesh P. Babani, Chairman & Managing Director, was re-appointed as Chairman & Managing Director of the Company at the 39th Annual General Meeting of

the Company held on August 01, 2024, for the period of 5 (five) years effective from April 01, 2025, to March 31, 2030, and at the remuneration of ₹ 7.20 Crores plus perquisites and benefits as stated in the shareholders' resolution. Mr. Babani is liable to retire by rotation.

Further, Mr. Bhaktavatsala Doppalapudi Rao was re-appointed as the Executive Director of the Company w.e.f. opening hours of August 13, 2023, for a term of three years i.e. upto August 12, 2026, in 38th Annual General Meeting at the remuneration of ₹ 2.10 Crores plus perquisites and benefits as stated in the shareholders resolution. Mr. Rao is liable to retire by rotation.

Further the Board/Committee has been empowered to decide the Annual increments which will be effective from April 1 each year and will be merit based and take into account the Company's performance as well as subject to the overall ceilings laid down under Section 197 read with Section 198, Schedule V and other applicable provisions of the Act.

Details of Remuneration:

As required under Regulation 34 of Listing Regulations, details of remuneration paid to Directors during the financial year 2024-25 are as follows:

Directors	Salary/Perquisites	Sitting Fees	Total
Mr. Mahesh P. Babani	4,20,00,000	-	4,20,00,000
Mr. Bhaktavatsala Doppalapudi Rao	24,00,000	-	24,00,000
Mrs. Anuradha Thakur (upto March 31, 2025)	-	6,00,000	6,00,000
Mr. Dwarka T. Khilnani (upto March 31, 2025)	-	6,00,000	6,00,000
Mr. Anurag Surana	-	6,00,000	6,00,000
Mr. Hemang Manhar Gandhi	-	5,00,000	5,00,000
Mr. Naresh Madhu Tejwani (appointed w.e.f. October 25, 2024)	-	2,00,000	2,00,000
Mrs. Priyavada Ashesh Bhumkar (appointed w.e.f. October 25, 2024)	-	2,00,000	2,00,000

5. STAKEHOLDERS RELATIONSHIP COMMITTEE:

The Stakeholders Relationship Committee comprises of two Independent Directors and one Executive Director. Mr. D. T. Khilnani, Non-Executive Independent Director was appointed as a Chairman of the Committee, Mr. D. B. Rao, Executive Director and Mr. Hemang Gandhi, Non-Executive Independent Director were appointed as the members of the Committee. The Stakeholders Relationship Committee was reconstituted on February 12, 2025, with the appointment of Mr. Hemang Gandhi as the Chairman of the Committee.

M/s. Ashwin Shah, the Company Secretary, is the Compliance Officer under the Listing Regulations.

During the year Stakeholders Relationship Committee Meeting was held on February 12, 2025. The details of the composition of the Stakeholders Relationship Committee and attendance at meetings during the financial year 2024-25 were as follows:

Name of the Member	Designation Category	No. of Committee Meeting(s) attended
Mr. Hemang Gandhi (Chairman w.e.f. February 12, 2025)	Non-Executive Independent Director	1
Mr. D.T. Khilnani (Chairman upto. February 12, 2025)	Non-Executive Independent Director	1
Mr. D.B. Rao	Non-Executive Independent Director	1
Mr. Naresh Tejwani (Member w.e.f. February 12, 2025)	Non-Executive Independent Director	1
Mrs. Priyamvada Bhumkar (Member w.e.f. February 12, 2025)	Non-Executive Independent Director	1

Details of number of requests/complaints received and resolved during the year ended March 31, 2025, are as under

Nature of Correspondence	Received	Replied/ Resolved	Pending
Non-Receipt of Dividend	-	-	-
Non-Receipt of Annual Report	-	-	-
Non-Receipt of Shares	-	-	-
Letter from Stock Exchange / ROC / SEBI	-	-	-
Others	-	-	-
TOTAL	-	-	-

The Terms of references of Stakeholder's Relationship Committee are:

- 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 share certificates, general meetings etc.
- review of measures taken for effective exercise of voting rights by shareholders.
- review of adherence to the service standards adopted by the listed entity in respect of various services being rendered by the Registrar & Share Transfer Agent
- review of the various measures and initiatives taken by the listed entity for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/annual reports/statutory notices by the shareholders of the Company
- consider and approve the issue of Share Certificates (including issue of renewed or duplicate Share Certificates), transfer and transmission of securities, etc.
- oversee the implementation of the above-mentioned guidelines/policies.
- review the policies, processes and system periodically and recommend measures for improvements from time to time.
- look into various aspects of interest of shareholders / security holders.
- such other matters as may be required to be carried out by the Stakeholders' Relationship Committee pursuant to amendments under any law, from time to time.

6. CORPORATE SOCIAL RESPONSIBILITY COMMITTEE

The Corporate Social Responsibility Committee comprises of two Independent Directors and one Executive Director. Mrs. Anuradha Thakur, Non-Executive Independent Director is the Chairperson of the Committee. Mr. Anurag Surana, Non-Executive Independent Director, and Mr. Bhaklavatsala Doppalapudi Rao, Executive Director are the members of the Committee. The CSR Committee was reconstituted on February 12, 2025. The CSR Committee currently consists of three Members and Mr. Anurag Surana is the Chairman of the Committee.

During the year under review 3 (three) meetings of the Corporate Social Relationship Committee were held on April 30, 2024, October 24, 2024, and February 12, 2025. The details of composition of the Corporate Social Responsibility Committee and attendance at Meetings during the financial year 2024-25 are as under:

Name of the Member	Designation Category	No. of Committee Meeting(s) attended
Mr. Anurag Surana (Chairman w.e.f. February 12, 2025)	Non-Executive Independent Director	2
Mrs. Anuradha Thakur (Chairman upto. February 12, 2025)	Non-Executive Independent Director	3
Mr. D.B. Rao	Non-Executive Independent Director	2
Mr. Naresh Tejwani (Member w.e.f. February 12, 2025)	Non-Executive Independent Director	1
Mrs. Priyamvada Bhumkar (Member w.e.f. February 12, 2025)	Non-Executive Independent Director	1

The terms of references of the Corporate Social Responsibility Committee are:

- to formulate and recommend to the Board, a Corporate Social Responsibility Policy which shall also indicate the activities to be undertaken by the Company in areas or subject, specified in Schedule VII of the Act
- recommend the amount of expenditure to be incurred on the activities referred as per the Corporate Social Responsibility Policy
- monitor the Corporate Social Responsibility Policy of the Company from time to time
- institute transparent monitoring mechanism for implementation of the CSR Projects or programs or activities undertaken by the Company.
- do such other acts, deeds, things and matters as are necessary or expedient in complying with the provisions of Section 135 of the Act and Companies (Corporate Social Responsibility Policy) Rules, 2014

The Company has formulated a Corporate Social Responsibility Policy and the same is available on the website of the Company https://www.privicon.com/Downloads/Policies/PSCL/PSCL-Corporate-Social-Responsibility-Policy-Ver_1.1-updated.pdf.

7. RISK MANAGEMENT COMMITTEE

Before the reconstitution of the Risk Management Committee on February 12, 2025, the Risk Management Committee comprised of three Independent Directors and two Executive Directors. Mr. Dwarko Topandas Khilnani, Chairman, Non-Executive Independent Director, Mr. Mahesh Purshottam Babani, Chairman & Managing Director, Mr. Bhaklavatsala Rao Doppalapudi, Executive Director, Mr. Anurag Surana, Non-Executive Independent Director and Mr. Hemang Gandhi, Non-Executive Independent Director as the members of the Committee. The Committee was reconstituted on February 12, 2025 and Mr. Anurag Surana was appointed as a chairman of the Committee.

During the year under review, the Risk Management Committee meeting was held twice i.e. on April 30, 2024, and October 24, 2024. The details of the composition of the Risk Management Committee and attendance at meetings during the financial year 2024-25 were as follows:

Name of the Member	Designation Category	No. of Committee Meeting(s) attended
Mr. Anurag Surana (Chairman w.e.f. February 12, 2025)	Non-Executive Independent Director	1
Mr. D.T. Khilnani (Chairman upto February 12, 2025)	Non-Executive Independent Director	2
Mr. D.B. Rao	Executive Director	1
Mr. Mahesh P. Babani	Chairman & Managing Director	2
Mr. Hemang Gandhi	Non-Executive Independent Director	2
Mr. Naresh Tejwani (Member w.e.f. February 12, 2025)	Non-Executive Independent Director	-
Mrs. Priyarnada Bhumkar (Member w.e.f. February 12, 2025)	Non-Executive Independent Director	-

8. MANAGEMENT COMMITTEE

Management Committee comprises of three Members with Mr. Mahesh P. Babani as the Chairman and Mr. D.B. Rao, Executive Director and Mr. R.S. Rajan, President as members of the Committee.

The Management Committee has certain Administrative and Financial powers delegated by the Board.

9. OTHER DISCLOSURES

a. Related Party Transactions

All related party transactions entered during the financial year 2024-25 were conducted on an arm's length basis and in the ordinary course of business. These transactions were in full compliance with the Company's Policy on Related Party Transactions, the applicable provisions of the Companies Act, 2013, the SEBI Listing Regulations, and were undertaken with the prior approval of the Audit Committee and the Board of Directors.

There were no material or significant related party transactions with Promoters, Directors, Key Managerial Personnel, or other designated persons that could have had a potential conflict with the interests of the Company at large. The Policy on Related Party Transactions as approved by the Board is uploaded on the Company's website at: <https://www.privi.com/Downloads/Policies-PSCL/PSCL-Policy-on-Related-Party-Transactions-V-1-2.pdf>.

b. Statutory Compliance, Penalties and Strictures

The Company has complied with the requirements of the Stock Exchanges, SEBI and Statutory Authorities on all matters related to capital markets. During the last three years, no penalties or strictures have been imposed on the Company by these authorities other than those mentioned in Directors Report. There was no suspension of trading of the Company's listed securities.

c. Dividend Distribution Policy

In accordance with Regulation 43A of the Listing Regulations, the Board of Directors of the Company has adopted a Dividend Distribution Policy ('Policy') which endeavor for fairness, consistency and sustainability while distributing profits to the shareholders. The Policy is available on the Company's website at <https://www.privi.com/Downloads/Policies-PSCL/PSCL-Dividend-Distribution-Policy.pdf>.

d. Compliance with the requirement of Corporate Governance Report

The Company has complied with all mandatory requirements of Regulation 17 to 27 and clauses (b) to (i) of sub regulation (2) of Regulation 46 of Listing Regulations.

e. CEO / CFO Certification

The requisite certification from the Chairman & Managing Director and the Chief Financial Officer required to be given under Regulation 17(8) read with part B of schedule II of the Listing Regulations,

was placed before the Board of Directors of the Company.

f. Recommendation of Committees

The Board of Directors of the Company has accepted all the recommendations of the Committees of the Board.

g. Certificate from Company Secretary in Practice

The Company has obtained a certificate from M/s. Rath & Associates, Companies Secretaries in Practice that none of the Directors of the Company have been debarred or disqualified from being appointed or reappointed or continuing as Directors of the Companies by SEBI, MCA or other regulatory authorities and the same is attached to this Annual report.

h. Consolidated Fees paid to Statutory Auditors.

During the year, total fees of ₹ 75,000 Lakhs were paid by the Company to M/s. B.S.R. & Co. LLP, Statutory Auditors.

i. Disclosure in relation to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013

The Company has in place a Policy on Sexual Harassment at Workplace ('POSH') which aims at protecting the women employees at workplace and to redress complaints, if any. During the year under review the Company has not received any complaint.

j. Legal Compliance

The Company is committed to and conducts its business activities lawfully and in a manner that is consistent with its compliance obligations while ensuring standards of good corporate governance, ethics and community expectations. Through a Legal Compliance Management software, your Company maintains an appropriate compliance program which manages, reports and monitors

compliance with all laws which are applicable to the Company.

k. Non-Mandatory requirements adopted:

The Company has complied with non-mandatory requirements of the Listing Regulations relating to Corporate Governance.

i. During the year under review, there was no Audit qualification in the Company's Financial Statements. The Company adopts best practices to ensure a regime of unmodified audit opinion.

ii. The Internal Auditors of the Company report to the Audit Committee.

10. SUBSIDIARIES

Regulation 16 of the Listing Regulations defines a 'material subsidiary' to mean a subsidiary, whose income or net worth exceeds 10% of the consolidated income or net worth respectively, of the listed entity and its subsidiaries in the immediately preceding accounting year.

In addition to the above, Regulation 24 of the Listing Regulations requires that at least one Independent Director on the Board of Directors of the listed entity shall be a Director on the Board of Directors of an unlisted material subsidiary, whether incorporated in India or not. For the purpose of this provision, material subsidiary means a subsidiary, whose income or net worth exceeds 20% of the consolidated income or net worth respectively, of the listed entity and its subsidiaries in the immediately preceding accounting year.

Accordingly, Independent Directors of the Company have been appointed on the Board of unlisted material subsidiaries. For effective governance, the Independent Directors appointed in such subsidiaries brief the Board of Directors of the Company at each Board Meeting on any significant issues of these unlisted material subsidiaries.

During the year under review, your Company has three subsidiaries as detailed below:

Name of Subsidiary	Nature	Date of Incorporation	Place of Incorporation
Privi Biotechnologies Private Limited	Wholly Owned Subsidiary	September 20, 1985	Navi Mumbai
Privi Speciality Chemicals USA Corporation	Wholly Owned Subsidiary	April 20, 2013	USA
Privi Specialities Private Limited	51% Shareholding	September 01, 2021	Navi Mumbai

11. MEANS OF COMMUNICATION

The Company has promptly reported all material information including declaration of quarterly financial results, press releases etc. to stock exchanges where shares of the Company are listed. Such information is also simultaneously displayed on the Company's website www.privi.com.

The quarterly unaudited financial results - both standalone and consolidated, and annual audited financial results - both standalone and consolidated were submitted to the stock exchanges immediately after its approval by the Board of Directors at their Meetings and were also published in Free Press Journal, Mumbai edition in English and vernacular newspaper in Nav Shakti, Mumbai edition in Marathi. Quarterly / Annual financial performance of the Company is also uploaded on the Company's website www.privi.com.

The Company's website www.privi.com contains a separate section named Investors Relations where the useful information for all the Stakeholders is made available.

12. GENERAL MEETING DISCLOSURE

The Forty-fifth (45th) Annual General Meeting of the Company for the financial year 2024-25 will be held on August 01, 2025 at 04:30 pm.

The location, day, date and time of the Annual General Meetings held during the last three years along with Special Resolution(s) passed at these meetings are as follows:

Meeting	Year	Venue of Annual General Meetings	Date & Time	No. of Special Resolution
39th AGM	2023-24	Hosted through other Audio-Visual Means from the Registered Office of the Company	August 01, 2024, at 04:00 pm	One
38th AGM	2022-23		August 10, 2023, at 04:00 pm	Three
37th AGM	2021-22		September 28, 2022, at 03:00 pm	One

Details of the Special Resolutions passed at the Annual General Meetings held during the past 3 financial years

39th AGM held on August 01, 2024, at 04:00 pm	Re-appointment of Mr. Mahesh P Babani (DIN: 00051162) as a Chairman and Managing Director of the Company for the period of Five years commencing w.e.f. April 01, 2025.
38th AGM held on August 10, 2023, at 04:00 pm	- Re-appointment of Mr. Bhaktavatsala Rao Doppalapudi (DIN:00356218) as Executive Director of the Company for the period of three years commencing w.e.f. August 13, 2023. - Re-appointment of Mr. Dwarko Topandas Khilnani (DIN:01824655) as an Independent Director of the Company for the second consecutive term of five years commencing w.e.f. April 01, 2024. - Re-appointment of Mr. Anurag Surana (DIN:00006655) as an Independent Director of the Company for the second consecutive term of five years commencing from April 01, 2024.
37th AGM held on September 28, 2022, at 04:00 pm	Continuation of Mr. Padmanabh Ramchandra Baparde (DIN: 00015214) as Non-Executive Independent Director of the Company post attaining the age of 75 years

Details of the Resolutions passed during 2024-25 through Postal Ballot:

Details of special resolution passed through postal ballot, the persons who conducted the postal ballot exercise, details of the voting pattern and procedure of postal ballot:

The Company sought the approval of the shareholders by way of a Special Resolution through notice of postal ballot as follows:

Postal Ballot Notice dated July 12, 2024:

Special Resolution:

- Increase in Borrowing Powers pursuant to Section 180(1)(c) of the Companies Act, 2013
- Creation of Charge/Security on the Assets of the Company pursuant to Section 180(1)(a) of the Companies Act, 2013
- Limits for giving Loan(s), Guarantee(s), to provide securities or to make investment(s) pursuant to Section 186 of the Companies Act, 2013
- To create, offer, issue and allot (including with provisions for reservations on firm and/or

competitive basis, or such part of issue and for such categories of persons as may be permitted) such number of Equity Shares, convertible preference shares, and/ or bonds including foreign currency convertible bonds/ debentures/ non-convertible debt instruments along with warrants/ convertible debentures/ securities and/ or any other equity based instrument(s). ("Securities" inter alia, through a private placement, one or more qualified institutions placement ("QIP") and / or further public issue of equity and/or rights issue and/or through any other permissible mode, by way of an offer document/prospectus or such other document, in India or abroad

5. To approve investment in the Equity Shares of Privi Fine Sciences Private Limited (PFSP), material Related Party Transaction

The above resolutions were duly passed and the results of which were announced on August 13, 2024.

Mr. Himanshu S. Kamdar (Membership No. FCS 3030) of Rathi & Associates, Practicing Company Secretaries, was appointed as the Scrutiniser to scrutinise the postal ballot process by voting through electronic means only (remote e-voting) in a fair and transparent manner. Details of the voting pattern are provided below:

Sr. No.	Particulars	Resolution No. 1		Resolution No. 2		Resolution No. 3		Resolution No. 4		Resolution No. 5	
		No. of remote E-voting	No. of Shares Traded	No. of remote E-voting	No. of Shares Traded	No. of remote E-voting	No. of Shares Traded	No. of remote E-voting	No. of Shares Traded	No. of remote E-voting	No. of Shares Traded
a	Remote E-voting confirmations Received	97	3,35,87,709	97	3,35,87,709	97	3,35,87,709	97	3,35,87,709	97	3,35,87,709
	Total	97	3,35,87,709	97	3,35,87,709	97	3,35,87,709	97	3,35,87,709	97	3,35,87,709
b	Less: Invalid Remote E-voting confirmations	1	5,766	1	5,766	1	5,766	1	5,766	17	2,89,31,367
c	Net Valid Remote e-voting confirmations	96	3,35,81,943	96	3,35,81,943	96	3,35,81,943	96	3,35,81,943	80	46,56,342
	Remote E-voting confirmations										
i	with assent for the resolution (% Assent)	93	3,35,81,660	93	3,35,81,660	84	3,25,23,478	93	3,35,81,660	67	35,97,607
ii	with dissent for the resolution (% dissent)	3	283	3	283	12	10,58,465	3	283	13	10,58,735

* rounded off to the nearest decimal

Postal Ballot Notice dated November 29, 2024:

Special Resolution:

- Appointment of Mr. Naresh Tejwani (DIN:00847424) as an Independent Director of the Company
- Appointment of Mrs. Priyamvada Bhumkar (DIN:00726138) as an Independent Director of the Company

3. Approval of the "Privi Employee Stock Option Scheme 2024"
4. Approval of Grant of Employee Stock Options to the Employees of Group Company(ies) including subsidiary Company(ies) or Associate Company(ies) of the Company under "Privi Employee Stock Option Scheme 2024"
5. Provision of money by the Company for subscription of its own shares by the Trust under the "Privi Employee Stock Option Scheme 2024"

The above resolution was duly passed and the results of which were announced on January 09, 2025.

Mr. Himanshu S. Kamdar (Membership No. FCS 3030) of Bhati & Associates, Practicing Company Secretaries, was appointed as the Scrutiniser to scrutinise the postal ballot process by voting through electronic means only (remote e-voting) in a fair and transparent manner. Details of the voting pattern are provided below:

Sr. No.	Particulars	Resolution No. 1		Resolution No. 2		Resolution No. 3		Resolution No. 4		Resolution No. 5	
		No. of remote Voting	No. of Shares Traded	No. of remote Voting	No. of Shares Traded	No. of remote Voting	No. of Shares Traded	No. of remote Voting	No. of Shares Traded	No. of remote Voting	No. of Shares Traded
a	Remote E-voting (with assistance) Received	91	3,39,86,423	90	3,39,86,359	91	3,39,86,423	91	3,39,86,423	91	3,39,86,423
	Total	91	3,39,86,423	90	3,39,86,359	91	3,39,86,423	91	3,39,86,423	91	3,39,86,423
b	Less: Invalid Remote E-voting confirmations	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
ii	Net Valid Remote e-voting confirmations	91	3,39,86,423	90	3,39,86,359	91	3,39,86,423	91	3,39,86,423	91	3,39,86,423
	Remote E-voting confirmations										
i	with assent for the resolution	89	3,39,86,416	88	3,39,86,352	77	3,39,41,517	77	3,39,41,517	76	3,39,41,508
ii	with dissent for the resolution	2	7	2	7	14	44,906	14	44,906	15	44,915

* rounded off to the nearest decimal

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 Act, read with the Rules framed thereunder and read with the General Circular nos. 14/2020 dated April 08, 2020, 17/2020 dated April 13, 2020 and subsequent circulars issued in this regard, the latest being 9/2023 dated September 25, 2023, respectively issued by the Ministry of Corporate Affairs

General Shareholders Information:

1.	Date, Time and Venue of Shareholder's Meeting	Meeting Day & Date: Friday, August 01, 2025 Time: 04:30 pm Venue: VC/DAVM
2.	Financial Year	April 01, 2024, to March 31, 2025
	First Quarterly Results	On or before August 14, 2025,
	Second Quarterly Results	On or before November 14, 2025,
	Third Quarterly Results	On or before February 14, 2026,
	Fourth Quarterly Results	On or before May 30, 2026
3.	Date of Book Closure:	Friday, July 26, 2025, to Friday August 01, 2025 (both days inclusive)
	Record Date :	Thursday, July 24, 2025
4.	Dividend Payment Date	On or before August 31, 2025

5.	Address for Correspondence	Registered Office Privi House, A-71, TTC, Thane Belapur Road, Koparkhairne, Navi Mumbai - 400710 Tel: +91-22-68713200/33043500, Fax: +91-22-27783049 Website: www.privico.com
6.	Corporate Identity Number	L15140MH1985PLC286828
7.	Listing on Stock Exchanges	National Stock Exchange of India Limited (NSE) Exchange Plaza, 5 th floor, Plot No.C/1, G Block, Bandra Kurla Complex, Bandra (E), Mumbai - 400051. BSE Limited (BSE) Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400001
8.	Stock Code	NSE: PRVISCCL BSE: 530117
9.	ISIN No.	INE969AG1019 (Equity Shares of ₹ 10/- each fully paid-up)
10.	Registrar and Transfer Agent	MUFG Intime (India) Private Limited (formerly known as Link Intime (India) Private Limited) Ahmedabad Fax No.: +91 22 49186060 Email ID: int.helpdesk@linkintime.com
11.	Investor Relationship Officer	The Company Secretary Privi Specialty Chemicals Limited Privi House, A-71, TTC, Thane Belapur Road, Koparkhairne Navi Mumbai - 400710 Tel No.: +91 22-68713200/33043500 Fax: +91-22-27783049/68713232 Email: investors@privico.com
12.	Listing Fees	The Company has paid Annual Listing Fees for the Financial Year 2025-26 to the Stock Exchanges where the shares of the Company are listed (viz. NSE and BSE)
13.	PAN & Change	Members holding equity shares in physical form are requested to notify the change of address/ dividend mandate, if any, to the Company's Registrar & Share Transfer Agent, at the address mentioned above.
14.	Share Transfer Process	The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding Shares in dematerialised form are requested to submit their PAN, notify the change of address including e-mail address/ dividend mandate, if any, to their respective Depository Participant (DP). Members holding shares in physical form can submit their PAN, notify the change of address including e-mail address/ dividend mandate, if any, to the Company/ Registrar & Share Transfer Agent.

15. Dematerialisation of Equity
Effective April 01, 2019, requests for effecting the transfer of listed securities are required to be processed only in dematerialised form. Therefore, the Company has stopped accepting any fresh transfer requests for securities held in physical form with effect from the said date. Dematerialisation of holdings will prevent any fraud in the physical transfer of securities and improve ease, convenience, and safety of transactions for investors. In view of the aforesaid, Members who are holding shares in physical form are hereby requested to dematerialise their holdings.

Particulars	No. of Shares	% of Equity
NSDL	36,191,855	7.11
CDSL	2,79,159	92.65
Physical	91,692	0.24
Total	3,90,62,706	100.00

16. Secretarial Audit
A Company Secretary in practice carries out a quarterly basis Reconciliation of Share Capital Audit, to reconcile the total admitted capital with NSDL and CDSL and the total issued and listed capital. The audit confirms that the total issued paid-up capital is in agreement with the aggregate of the total number of shares in physical form and the total number of shares in dematerialised form held with NSDL and CDSL.
Mr. Himanshu Kamdar, Partner of M/s. Pathi & Associates, Practising Company Secretaries, has conducted a Secretarial Audit of the Company for 2023-25. Their Audit Report confirms that the Company has complied with the applicable provisions of the Act and the Rules made thereunder, its Memorandum and Articles of Association, Listing Regulations and the applicable SEBI Regulations. The Secretarial Audit Report forms part of the Board Report.

17. Suspension of Trading in Securities
There was no suspension of trading in securities of the Company during the year under review.

18. Dividend History & Unclaimed Dividend:

Section 124 and Section 125 of the Act, read with Investor Education and Protection Fund (IEPF) Authority (Accounting, Audit, transfer, and Refund) Rule, 2016 (the 'Rules') mandates that companies transfer dividend that has remained unclaimed for a period of seven years from the unpaid dividend account to IEPF. Further, the Rules mandate the transfer of shares with respect to the dividend, which has not been claimed for seven consecutive years or more to IEPF. Accordingly, the dividend for the years mentioned as follows will be transferred to the IEPF on the respective dates if the dividend remains unclaimed for seven years, and the corresponding shares will also be transferred to IEPF. The Shareholders are requested to claim the unclaimed dividend amount immediately in order to avoid the transfer of dividend and shares to IEPF.

Year	Type of Dividend	Dividend Per Share (in ₹)	Date of declaration of Dividend	Due date for transfer to IEPF
2016-17	Final	1.00	August 11, 2017	2024
2017-18	Final	1.50	August 10, 2018	2025
2018-19	Final	2.50	August 08, 2019	2026
2019-20	Final	1.50	November 02, 2020	2027
2020-21	Final	2.00	August 27, 2021	2028
2021-22	Final	2.00	September 28, 2022	2029
2022-23	Final	Nil	NA	NA
2023-24	Final	2.00	August 01, 2024	2031

As on March 31, 2025, the following amounts of dividends remained unclaimed:

	(Amount in ₹)
2016-17	1,31,946.00
2017-18	2,38,582.50
2018-19	2,79,760.00
2019-20	1,60,149.00
2020-21	5,488.00
2021-22	1,56,611.60
2022-23	NA
2023-24	1,99,900.00

In accordance with Section 125 of the Companies Act, 2013, the amounts of dividend that remain unpaid or unclaimed for a period of 7 years will be transferred to the Investor Education and Protection Fund (IEPF) established by the Central Government.

Claim from IEPF Authority

Members/Claimant whose unclaimed dividends and shares have been transferred to the IEPF Authority can claim the same by making an application to the IEPF Authority in E-form IEPF-5 (available at www.iepf.gov.in) and sending duly signed physical copy of the same to the Company at its Registered office along with requisite documents as prescribed in the instruction kit of e-form IEPF-5. No claims shall lie against the Company in respect of the dividend/shares so transferred.

19. Shareholder's Correspondence:

The Company has addressed all the investors' grievances/ queries/ information requests. It is the endeavour of the Company to reply to all letters/ communications received from the shareholders within a maximum period of 7 working days.

All correspondence may please be addressed to the Registrar & Share Transfer Agent at the address given above and/or the Company Secretary at investors@privi.co.in.

20. Outstanding Convertible Securities

There are no outstanding warrants or any other convertible instruments which are likely to impact the equity capital of the Company as on March 31, 2025.

21. Commodity Price Risk or Foreign Exchange Risk and Hedging Activities:

The Company does not deal in commodities and hence, the disclosure pursuant to SEBI Circular dated 15th November 2018 is not required to be given.

The Company has a Forex Risk Management Policy duly approved by the Board and has taken suitable steps from time to time for protecting self against foreign exchange risk(s).

22. The Company has not raised funds through Preferential allotment or Qualified Institutional Placement.

23. No agreement of the nature as stated in Clause 5A of paragraph A of Part A of Schedule III of the Listing Regulation have been entered into.

24. Disclosures with respect to Demat Suspense Account/ unclaimed suspense Account:

In terms of Regulation 40(1) of SEBI Listing Regulations, as amended from time to time, transfer, transmission and transposition of securities shall be given effect only in dematerialised form. Pursuant to SEBI Circular dated January 25, 2022, the listed companies shall issue the securities in dematerialised form only for processing any service requests from shareholders viz., issue of duplicate share certificates, endorsement, transmission, transposition, etc. After processing the service request, a letter of confirmation will be issued to the shareholder and shall be valid for a period of 120 days, within which the shareholder shall make a request to the Depository Participant for dematerialising those shares. If the shareholders fail to submit the dematerialisation request within 120 days, then the Company shall credit those shares in the Suspense Escrow Demat account held by the Company. Shareholders can claim these shares transferred to Suspense Escrow Demat account on submission of necessary documentation. The Directors and certain Company officials (including Chief Financial Officer and Company Secretary) are authorised by the Board severally to approve transfers, which are noted at subsequent Board Meetings.

As of March 31, 2025 the Suspense Escrow Account has Nil Balance.

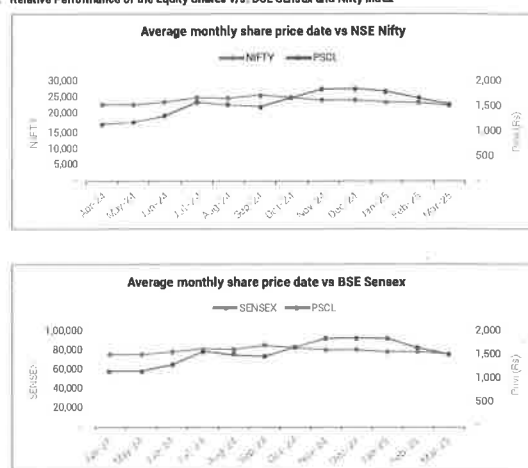
26. Share Capital Build-up

Particulars	No. of Shares Issued	Cumulative Equity Capital (No. of Shares)	Date of Issue
Subscribers to MOA and AOA	7	7	May 25, 1986
Bonus Issue	31,500	31,507	August 27, 1994
Private Placement	30,00,000	30,31,507	August 27, 1994
Private Placement	7,50,000	37,81,507	March 25, 1995
Public Issue	26,18,493	64,00,000	April 19, 1996
Preferential Allotment	4,00,000	68,00,000	September 23, 1995
Preferential Allotment	2,00,000	70,00,000	November 18, 1995
Preferential Allotment	12,50,000	82,50,000	August 20, 1996
Preferential Allotment	2,50,000	85,00,000	October 10, 1996
Preferential Allotment	10,00,000	95,00,000	March 02, 2002
Bonus Issue	19,00,000	1,14,00,000	July 17, 2012
Bonus Issue	11,40,000	1,25,40,000	July 06, 2013
Bonus Issue	12,54,000	1,37,49,000	July 11, 2014
Pursuant to scheme of arrangement	1,26,34,353	2,64,28,353	March 14, 2017
Conversion of Compulsorily Convertible Preference Shares (CCPS) into equity shares in the ratio of one equity share of ₹ 10/- each fully paid for one CCPS of ₹ 10/- each. (As provided in Scheme of Arrangement)	11,181,404	3,76,09,757	March 14, 2017
Conversion of remaining Compulsorily Convertible Preference Shares (CCPS) into equity shares in the ratio of one equity share of ₹ 10/- each fully paid for one CCPS of ₹ 10/- each. (As provided in Scheme of Arrangement)	14,52,949	3,90,62,706	September 05, 2018

27. Stock Market data relating to Shares Listed in India

Month	BSE			NSE		
	High (in ₹)	Low (in ₹)	Volume of Shares Traded	High (in ₹)	Low (in ₹)	Volume of Shares Traded
April 2024	1,270.00	1,004.40	52,085	1,271.50	991.15	4,86,211
May 2024	1,373.50	1,068.00	63,346	1,371.00	1,070.00	8,40,650
June 2024	1,480.00	1,040.25	1,08,820	1,480.95	1,031.10	13,47,988
July 2024	1,718.55	1,442.75	1,05,372	1,720.00	1,443.25	13,03,354
August 2024	1,629.95	1,409.60	30,525	1,632.65	1,405.10	4,82,065
September 2024	1,563.95	1,390.05	47,763	1,565.00	1,393.25	5,53,906
October 2024	1,808.00	1,465.05	1,45,685	1,808.00	1,457.25	17,75,169
November 2024	2,030.00	1,701.10	1,23,113	2,017.00	1,716.10	12,39,196
December 2024	1,964.40	1,682.10	77,944	1,995.00	1,679.90	7,08,405
January 2025	1,903.50	1,455.90	54,470	1,914.95	1,450.35	8,05,927
February 2025	1,825.00	1,400.80	47,392	1,830.00	1,397.15	5,56,890
March 2025	1,728.00	1,352.15	45,588	1,728.00	1,368.15	5,85,702

28. Relative Performance of the Equity Shares v/s. BSE Sensex and Nifty Index



29. Distribution of Shareholding as on March 31, 2025:

No. of Equity Shares	Number of Shareholders		Number of Shares	
	Number	% of Holders	Number	% of Holders
Up to 500	15,975	93.42	9,17,707	2.25
501-1000	479	2.80	3,56,125	0.92
1001-2000	252	1.47	3,59,602	0.92
2001-3000	101	0.59	3,53,356	0.65
3001-4000	54	0.32	1,94,469	0.50
4001-5000	44	0.26	2,03,478	0.52
5001-10000	72	0.42	5,19,845	1.33
10001 and above	123	0.72	3,62,58,124	92.82

30. Categories of Equity Shareholders as on March 31, 2025

Category	No. of Shares Held	% of total shares held
Promoter	2,89,25,601	74.05
Corporate Bodies	5,64,726	1.45
Individual	55,32,318	14.16
Financial Institution/Mutual Funds/Bank	7,60,675	1.95

Category	No. of Shares Held	% of total shares held
Directors & Their Relatives	20,000	0.05
Foreign Institutional Investors/Overseas Corporate Bodies	25,39,137	6.50
Non-Resident Indians	3,46,766	0.89
Clearing Member	13	0.00
Hindu Undivided Family	2,93,717	0.75
IEPF	79,753	0.20
TOTAL	3,90,62,705	100%

31. Particulars of Shareholdings

a) Promoter Shareholding as on March 31, 2025

Sr. No.	Name of Shareholder	No. of Shares Held	% of shareholding
1	M/s. Vivira Investments & Trading Pvt Ltd	1,54,95,188	39.67%
2	M/s. Moneymart Securities Private Limited	34,12,502	8.74%
3	Mr. Mahesh P Babani	25,86,348	6.62%
4	Mahesh Purshottam Babani – IHUF	17,91,720	4.59%
5	Mr. Bhaktavatsala Rao Doppalapudi	15,48,202	3.96%
6	Mr. Vinaykumar Doppalapudi Rao	8,91,068	2.28%
7	Mr. Vijaykumar Doppalapudi Rao	8,55,006	2.19%
8	Mrs. Premaleela Doppalapudi	5,24,522	1.34%
9	Mrs. Seema Mahesh Babani	3,90,000	1.00%
10	Ms. Snehal Mahesh Babani	3,90,000	1.00%
11	Ms. Jyoti Mahesh Babani	3,90,000	1.00%
12	Mrs. Sharron Doppalapudi	2,45,656	0.63%
13	Mrs. Grace Vinaykumar Doppalapudi	2,32,185	0.59%
14	Mr. Rameshbabu Gokarneswararao Guduru	93,446	0.24%
15	M/s. MM Infra & Leasing Private Limited	79,758	0.20%
16	Mr. Rajkumar Doppalapudi	-	-
17	Mrs. Prasanna Raj	-	-

b) Top Ten (10) Public Shareholding as on March 31, 2025

Sr. No.	Name of Shareholder	No. of Shares held	% of Shareholding
1	Banbridge Limited	23,83,958	6.10
2	Rajesh Harichandra Budhrani	6,71,777	1.74
3	SBI Large & Midcap Fund	5,52,800	1.42
4	Bhartula VJK Sharma	3,75,384	0.96
5	Bimal D Parikh	2,89,786	0.74
6	Mavira Growth Opportunities Fund	1,44,035	0.37
7	Vijay Manohar Makhija	1,34,100	0.34
8	Abhijit Yashwant Gore	1,04,500	0.26
9	Gouresh Hirakant Simari	1,02,005	0.26
10	Sherni Shares Limited	98,429	0.25

AUDITORS CERTIFICATE ON COMPLIANCE WITH THE CONDITIONS OF CORPORATE GOVERNANCE UNDER REGULATION 34(3) OF THE SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

To,
The Members of
Privi Speciality Chemicals Limited

We have examined the compliance of conditions of Corporate Governance by Privi Speciality Chemicals Limited ("the Company") having its Registered Office situated at Privi House, Plot No. A-71, TTC, Thane Belapur Road, Kopar Khairana, Thane, Navi Mumbai-400710 for the financial year ended March 31, 2025 as stipulated in Chapter IV of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations").

The compliance of conditions of Corporate Governance is the responsibility of the management. Our examinations have been limited to the procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of Corporate Governance as stipulated in the said Regulations. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us, 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 Chapter IV of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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

For Rathi & Associates
Company Secretaries
Himanshu S. Kamdar
Partner
Mem No. FCS5171
COP No. 3030

Place: Mumbai
Date: May 03, 2025

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

(Pursuant to Regulation 34(3) and Schedule V Para C Sub-clause 10(i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

To,
The Members of
PRIVI SPECIALITY CHEMICALS LIMITED
Privi House, Plot No A-71, TTC,
Thane Belapur Road, Kopar Khairane,
Navi Mumbai, Thane - 400710

Dear Sirs,

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of Privi Speciality Chemicals Limited, having CIN L15140MH1985PLC286928, and registered office at Privi House, Plot No. A-71, TTC, Thane Belapur Road, Kopar Khairane, Navi Mumbai, Thane - 400710 (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 Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to us by the Company & its offices, we hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ended 31st March, 2025 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such other Statutory Authority.

Sr. no.	Name of the Director	DIN	Date of Appointment
1	Mr. Mahesh P Babani	00051162	May 11, 2017
2	Mr. Bhaktavatsala Rao Doppalapudi	00356218	May 11, 2017
3	Mr. Anurag Surana	00006665	August 13, 2020
4	Mr. Hemang Gandhi	00008770	November 07, 2023
5	Mr. Naresh Madhu Tejwani	00847474	October 25, 2024
6	Mrs. Priyamvada Bhumkar	00726138	October 25, 2024
7	Mr. Dwarko Topandas Khilnani	01824655	August 13, 2020
8	Mrs. Anuradha Eknath Thakur	06702919	August 13, 2020

*Mrs. Anuradha Eknath Thakur and Mr. Dwarko Topandas Khilnani, Independent Directors of the Company retired from their respective office on completion of their consecutive term of 5 years with effect from closure of business hours on 31st March 2025.

*Mrs. Priyamvada Bhumkar and Mr. Naresh Tejwani were appointed as Non-Executive, Independent Directors for a period of five years with effect from 25th October, 2024.

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

For Rathi & Associates
Company Secretaries

Himanshu S. Kamdar
Partner
Mem No. FCS5171
COP No. 3030

Place: Mumbai
Date: May 03, 2025

BUSINESS RESPONSIBILITY & SUSTAINABILITY REPORT

SECTION A: GENERAL DISCLOSURES

I. Details of the listed entity:

1. Corporate Identity Number (CIN) of the Listed Entity	L15140MH1985PLC286928								
2. Name of the Listed Entity	Privi Speciality Chemicals Limited								
3. Year of incorporation	1985								
4. Registered office address	Privi House, A-71, TTC Thane Belapur Road, Kopar Khairane, Navi Mumbai-400710								
5. Corporate address	Privi House, A-71, TTC Thane Belapur Road, Kopar Khairane, Navi Mumbai-400710								
6. E-mail	ashwini.shah@privi.co.in								
7. Telephone	022-33043500								
8. Website	http://www.privico.in								
9. Financial year for which reporting is being done	April 2024 - March 2025								
10. Name of the Stock Exchange(s) where shares are listed	<table> <tr> <th>Name of the Exchange</th><th>Stock Code</th></tr> <tr> <td>NSE Ltd.</td><td>530117</td></tr> <tr> <td>National Stock Exchange of India Ltd.</td><td>PRIVISCL</td></tr> </table>	Name of the Exchange	Stock Code	NSE Ltd.	530117	National Stock Exchange of India Ltd.	PRIVISCL		
Name of the Exchange	Stock Code								
NSE Ltd.	530117								
National Stock Exchange of India Ltd.	PRIVISCL								
11. Paid-up Capital:	₹ 39,06,27,060/-								
12. Name and contact details (telephone, email address) of the person who may be contacted in case of any queries on the BRSR report -	<table> <tr> <td>Mt. Ashwini Saumil Shah,</td><td></td></tr> <tr> <td>Company Secretary,</td><td></td></tr> <tr> <td>Telephone number: 022-33043500</td><td></td></tr> <tr> <td>Email: ashwini.shah@privi.co.in</td><td></td></tr> </table>	Mt. Ashwini Saumil Shah,		Company Secretary,		Telephone number: 022-33043500		Email: ashwini.shah@privi.co.in	
Mt. Ashwini Saumil Shah,									
Company Secretary,									
Telephone number: 022-33043500									
Email: ashwini.shah@privi.co.in									
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).	The disclosures under this report are made on a standalone basis, unless otherwise specified.								
14. Name of assurance provider	NA								
15. Type of 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
a	Manufacturing of Chemicals	Manufacturing and trading of Aroma Chemicals	100%

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

S. No.	Product/ Service	NIC Code	% of Turnover contributed
1	Aroma Chemicals	20119	100%

* Note: For detailed list of products, refer to our website <https://www.privico.in/fragrances/our-product>

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	8	2	10
International	-	2*	2

* Our International Offices or stocking points are located in New Jersey, USA and Rotterdam, Netherlands

19. Markets served by the entity:

a. Number of locations

Locations	Number
National (No. of States)	21*
International (No. of Countries)	38

* Note: Number of States includes 3 Union Territories

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

The export contribution for the reporting period is 69.17% of the total turnover

c. A brief on types of customers:

Privi supplies to the top 10 fragrance companies, which collectively control a major portion of the global fragrance market. Notable clients include Givaudan, Firmenich, Symrise, Mane, International Flavors & Fragrances (IFF), and Takasago.

The Company also supplies aroma chemicals to top FMCG companies such as Procter & Gamble, Reckitt Benckiser, Henkel, Colgate-Palmolive, Christian Dior (perfumery company) as the aroma chemicals forms an integral part of their product. These customers utilise Privi's aroma chemicals in a wide array of products, including personal care items, household cleaners, and fine fragrances, underscoring Privi's role as a key supplier in the global aroma chemicals industry.

IV. Employees

20. Details as at the end of Financial Year:

a. Employees and workers (Including differently abled):

EMPLOYEES AND WORKERS (including temporary staff)						
S. No.	Particulars	Total (A)	Male		Female	
			No. (B)	% (B / A)	No. (C)	% (C / A)
EMPLOYEES						
1.	Permanent (D)	543	505	93.00%	38	7.00%
2.	Other than Permanent (E)	116	105	90.52%	11	9.48%
3.	Total employees (D + E)	659	610	92.56%	49	7.44%
WORKERS						
4.	Permanent (F)	165	165	100.00%	0	0.00%
5.	Other than Permanent (G)	329	329	100.00%	0	0.00%
6.	Total workers (F + G)	494	494	100.00%	0	0.00%

b. Differently abled Employees and workers:

S. No	Particulars	Total (A)	Male		Female	
			No. (B)	% (B / A)	No. (C)	% (C / A)
DIFFERENTLY ABLED EMPLOYEES						
1.	Permanent (D)	1	1	100.00%	0	0.00%
2.	Other than Permanent (E)	Nil	Nil	Nil	Nil	Nil
3.	Total differently abled employees (D + E)	1	1	100.00%	0	0.00%
DIFFERENTLY ABLED WORKERS						
4.	Permanent (F)	Nil	Nil	Nil	Nil	Nil
5.	Other than permanent (G)	Nil	Nil	Nil	Nil	Nil
6.	Total differently abled workers (F + G)	Nil	Nil	Nil	Nil	Nil

21. Participation/Inclusion/Representation of women

Particulars	Total (A)	No. and percentage of Females	
		No. (B)	% (B / A)
Board of Directors	8	2	25.00
Key Management Personnel	2	1	50.00

22. Turnover rate for permanent employees and workers (in percent)

Particulars	FY 2024 - 25			FY 2023 - 24			FY 2022-23		
	Male	Female	Total	Male	Female	Total	Male	Female	Total
Permanent Employees	10.69%	2.63%	10.13%	15.08%	21.88%	15.45%	13.97%	14.63%	14.02%
Permanent Workers	0%	0%	0%	0.60%	0.00%	0.60%	0.59%	Nil	0.59%

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

23. (a) Names of holding / subsidiary / associate companies / joint ventures

S. 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.	Privi Biotechnologies Private Limited	Subsidiary	100.00%	No
2.	Privi Specialty Chemicals USA Corporation	Subsidiary	100.00%	No
3.	Privi Specialties Private Limited	Subsidiary	51.00%	No
4.	Radiance MHI Sunrise Ten Private Limited	Associate	26.00%	No

VI. CSR Details

24. (i) Whether CSR is applicable as per section 135 of Companies Act, 2013: Yes

(ii) Turnover (in ₹) – 1,73,367.75 Lakhs

(iii) Net worth (in ₹) – 78,341.39 Lakhs

VII. Transparency and Disclosure Compliances

25. Complaints/ Grievance 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)	2024-25			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, the organisation has grievance mechanism in place, and the concerned aggrieved can raise their concern at info@privi.co.in	Nil	Nil	Nil	Nil	Nil	Nil

Stakeholder group from whom complaint is received	Grievance Redressal Mechanism in Place (Yes/ No) (If Yes, then provide web-link for grievance redress policy)	2024-25			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
Investors (other than shareholders)	Yes: The organisation has grievance policy in place wherein the aggrieved investor can write at investors@privico.in	NIL	NIL	NIL	NIL	NIL	NIL
Shareholders	The AGRII operated mechanism is in place and the shareholders can write their concerns to the Audit Committee: investors@privico.in	1	0	Complaint received from Shareholder in quarter ended September 30, 2024, on delayed response by RTA on issue of Duplicate Share certificate which was duly replied by RTA	NIL	NIL	NIL
Employees and workers	Yes: The organisation has a mechanism, wherein the aggrieved can report their concern to Human Resource Department.	NIL	NIL	NIL	NIL	NIL	NIL

Stakeholder group from whom complaint is received	Grievance Redressal Mechanism in Place (Yes/ No) (If Yes, then provide web-link for grievance redress policy)	2024-25			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
Customers	Yes, the organisation has a grievance mechanism in place, and the concerned aggrieved can raise their concern at info@privico.in	43	9	34 Complaints were disposed of during the year and pending complaints under review	48	5	43 Complaints were disposed of during the year. Notably, all these customers' complaints were promptly addressed and resolved as a matter of urgent priority for the respected and valued customers. A pending complaint closed subsequently
Value Chain Partners		NIL	NIL	NIL	NIL	NIL	NIL

26. Overview of the entity's material responsible business conduct issues pertaining to environmental and social matters that present a risk or an opportunity to your business, rationale for identifying the same, approach to adapt or mitigate the risk along-with its financial implications

S. No.	Material issue identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk/opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
1.	Water Conservation	Risk and Opportunity	Water is a vital and irreplaceable natural resource, and its scarcity poses a significant risk to industrial operations. At Pristi, we acknowledge our dependency on water and recognise water conservation as a strategic opportunity, not only to reduce operational risks but also to enhance long-term sustainability and regulatory compliance. Effective water management contributes to cost savings, improves resource efficiency, and aligns with our water stewardship program, aligning with stakeholder expectations and global sustainability goals.	To address water-related risks and seize conservation opportunities, Pristi has adopted key measures: i) Zero Liquid Discharge (ZLD) across all running plants ensures no wastewater is released ii) RO and MEE systems further treat wastewater, with recovered water reused for non-potable needs. iii) Rainwater harvesting systems support water supply and recharge. iv) Internal reuse of treated water, especially for cooling and utilities, reduces freshwater dependency.	Positive:

S. No.	Material issue identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk/opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
2.	Climate Change and Carbon Emissions	Risk and Opportunity	Climate change presents both a challenge and an opportunity for responsible businesses. Pristi recognises the urgency to transition toward a low-carbon economy and views this transition as a strategic opportunity to build resilience, improve operational efficiency, and align with global climate expectations. By adopting science-based emission reduction targets (validated by the SBTi), the Company is committed to reducing its carbon footprint in line with the goals of the Paris Agreement. This commitment also enhances our reputation with stakeholders, including investors, customers, employees and regulators.	i) Energy Transition: Shifting toward low-emission and renewable energy sources to reduce dependency on fossil fuels. ii) Carbon Footprint Reduction: Implementation of energy-efficient technologies across operations and the supply chain. iii) SBTi Commitment: Science-based targets initiative (SBTi) validated GRI reduction targets provide a clear, measurable pathway for emissions reduction aligned with climate science. iv) Process Optimisation: Continuous improvement in process efficiency and performance to lower Scope 1 and Scope 2 emissions. v) Green Procurement & Logistics: Engaging suppliers and logistics partners to adopt lower-emission practices and materials. vi) Climate Risk Assessment: Integration of climate-related physical and transition risks into company's risk management to protect long-term value.	Positive:

S. No.	Material Issue Identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk/opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
3	Energy Management and Efficiency	Risk and Opportunity	Energy efficiency is central to Privi's operational strategy, offering both environmental and financial benefits. Rising energy costs and regulatory expectations present a risk, but also an opportunity to innovate, reduce emissions, and improve competitiveness. Efficient energy use lowers greenhouse gas emissions, reduces operational costs, and strengthens climate resilience.	By embedding energy efficiency into our operational strategy, Privi not only mitigates risks associated with energy costs and regulation but also leverages opportunities to innovate, reduce environmental impact, and enhance market competitiveness. Its a three pronged approach. First is to get energy audits done & implement improvement actions. Second is to replace old equipments with new energy efficient ones & this is to improve the processes to consume less energy.	Positive
4	Waste Management and Circular Economy	Opportunity	Inefficient waste handling can become a liability, increasing environmental risks and compliance costs. At Privi, we embrace a circular economy approach viewing waste as a resource to be repurposed rather than discarded. By designing out waste, keeping materials in use, and supporting the regeneration of natural systems, we turn environmental challenges into opportunities for innovation, cost savings, and sustainability leadership. This approach enhances resource efficiency, reduces operational waste, and aligns with global sustainability goals, strengthening our reputation and resilience.	We create economic value by keeping materials in use and regenerating natural systems. i) Waste Valorisation: Converting waste into useful by-products. ii) Circular Design: Designing processes to minimise waste from each step. iii) Reuse: Extending material life through reuse in operations. iv) Recycling: Implementing systems to recover and recycle waste responsibly. v) Process Efficiency: Reducing waste at source through operational improvements.	Positive

S. No.	Material Issue Identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk/opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
5	Ethics, Compliance, and Anti-Corruption	Risk and opportunity	Strong ethical governance is not only essential for legal compliance but also a key driver of long-term business sustainability and stakeholder trust. At Privi, we see robust ethics and anti-corruption practices as a strategic opportunity to build reputation, minimise legal risks, and ensure responsible growth. Upholding integrity across operations reduces the risk of financial penalties, enhances investor confidence, and strengthens global partnerships.	i) Anti-Bribery & Anti-Corruption Policy: A formal policy governs our commitment to ethical conduct and zero tolerance for bribery or corruption. ii) Internal Controls: Strong internal checks and reporting mechanisms to detect and prevent misconduct. iii) Employee Training: Regular training and awareness sessions to reinforce ethical behavior and compliance expectations. iv) Ethical Culture: Promoting a culture of responsibility, transparency, and accountability at all organisational levels. v) Whistleblower Protection: Secure channels for reporting unethical behavior without fear of retaliation. vi) Ongoing Monitoring: Regular internal audits and reviews to ensure adherence to policies and continuous improvement.	Positive

S. No.	Material issue identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk/opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
6	Occupational Health and Safety	Risk and Opportunity	Occupational Health and Safety (OHS) is a critical material topic for the Company, given its direct impact on employee well-being, operational continuity, and regulatory compliance. The Company's commitment to OHS is reflected through its ongoing efforts to promote a strong safety culture by conducting periodic training and mock drill sessions across all employee and worker levels. These initiatives aim to build awareness, preparedness, and capability to effectively prevent and respond to potential safety incidents. Trained safety professionals are deployed on-site to monitor accident statistics and ensure proactive risk identification and mitigation. The systematic tracking and analysis of safety data enable the Company to detect patterns, uncover root causes, and implement corrective measures. Regular reporting of safety performance and incidents to senior management, including the Board of Directors, ensures accountability and supports strategic oversight.	At Privi, a robust OHS framework positions the Company as a responsible employer and business partner, strengthening its reputation and stakeholder trust. It also creates a foundation for continuous improvement through data-driven decision-making and feedback loops. In an evolving regulatory and societal landscape, such proactive OHS practices provide a competitive advantage by aligning with expectations for ethical, sustainable business conduct. The Company's focus on Occupational Health and Safety not only safeguards its workforce and operations but also creates long-term value through enhanced compliance, stakeholder confidence, and organisational performance. It can be seen from the awards & recognition the Company has received from National Safety Council, Maharashtra for its meritorious performance in Safety. The practice of Behavior Based Safety followed by the Company indicates the culture of preventing unsafe behavior itself. Safe behavior is part of individual employees' KPIs.	Negative
7	Supply Chain Transparency	Opportunity	A sustainable supply chain adopts environmentally and socially responsible practices at every stage, from raw materials procurement to final production. The organisation maintains environmental and social standards within its own operations as well as those of its suppliers.	The Company continually strives to procure materials from alternative and sustainable sources (including biomass) and to diversify its energy portfolio, contributing to the nation's energy security.	Positive

S. No.	Material issue identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk/opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
8	Product Innovation and Sustainable Design	Risk and Opportunity	Product Innovation and Sustainable Design is a key material topic that supports the Company's long-term competitiveness, environmental responsibility, and alignment with evolving customer expectations. As markets and regulatory landscapes shift toward sustainability and circular economy principles, the ability to innovate products with reduced environmental impact is both a strategic imperative and an opportunity for differentiation. The Company integrates sustainability considerations early in the product development lifecycle by adopting principles such as resource efficiency, recyclability, and eco-friendly material selection. This proactive approach reduces the environmental footprint of its products while meeting stringent environmental regulations and standards. Innovation efforts are also geared towards enhancing product performance, longevity, and usability, thereby delivering greater value to customers while minimising waste and emissions across the product lifecycle.	From a risk perspective, failure to innovate sustainably may lead to product obsolescence, regulatory non-compliance, and loss of market relevance. Additionally, stakeholders including investors, customers, and supply chain partners are increasingly evaluating companies based on their sustainability credentials. Lagging in this area can result in reputational damage and reduced access to key markets. Conversely, there are significant opportunities associated with sustainable product innovation. These include unlocking new markets, attracting sustainability-conscious customers, and securing long-term growth through responsible innovation. Sustainable design also opens avenues for cost reduction through material efficiency, energy savings, and improved production processes. It further supports the Company's ESG commitments and strengthens its position in sustainability indices and ratings.	Positive



S. No.	Material Issue Identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk/opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
9	Diversity, Equity, and Inclusion (DEI)	Risk and Opportunity	Diversity, Equity, and Inclusion (DEI) is a critical material topic that influences the Company's organisational culture, talent acquisition, innovation capacity, and stakeholder relationships. A commitment to DEI reflects the Company's dedication to fostering an environment where all employees, regardless of their background, feel valued, respected, and empowered to contribute their unique perspectives. Implementing DEI initiatives enhances creativity and problem-solving by bringing together individuals with diverse experiences and viewpoints. Research indicates that diverse teams are more innovative and make better decisions, leading to improved business performance and competitiveness. From a risk perspective, neglecting DEI can result in a work environment that stifles creativity and innovation. It may also lead to higher employee turnover, particularly among underrepresented groups, and potential reputational damage as stakeholders increasingly prioritise diversity and inclusion in their evaluations.	Embracing DEI presents significant opportunities. It enables the Company to attract and retain top talent from a broader pool, enhancing organisational performance and adaptability. Inclusive workplaces foster higher employee engagement and satisfaction, which are linked to increased productivity and reduced turnover. Thus, prioritising Diversity, Equity, and Inclusion not only mitigates risks associated with talent retention and innovation but also unlocks opportunities for enhanced organisational performance, stakeholder trust, and long-term success. The Company identifies & grows talent pool for future leadership positions. It also has developed infrastructure which can help differently abled persons to work at its facilities by providing equal opportunities.	Positive

S. No.	Material Issue Identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk/opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
10	Community Engagement and Development	Risk and Opportunity	Community Engagement and Development is a material topic because it directly influences an organisation's social acceptability to operate, long-term viability, and its role as a responsible corporate citizen. At Pristi, we contribute to the well-being of the communities in which we operate, not only to mitigate risks but also to unlock new opportunities for shared value creation. Failure to engage effectively with local communities presents significant strategic, operational, and reputational risks. Poor engagement can lead to community dissatisfaction, protests, project delays, or even shutdowns. These disruptions can incur direct financial losses and cause reputational harm that affects investor confidence and stakeholder trust. Furthermore, neglecting community concerns may result in heightened regulatory scrutiny or the revocation of permits, particularly in industries with high environmental or social footprints. Inadequate superficial engagement increases the risk of being perceived as exploitative or disconnected, undermining long-term business sustainability. Conversely, meaningful community engagement presents an opportunity to build strong, trust-based relationships that foster mutual benefit. By supporting local development through employment, education, infrastructure, or entrepreneurship initiatives, organisations can strengthen their social capital, secure long-term community support, and create resilient operational environments. Active collaboration with communities can also drive innovation, generate local knowledge, and open new markets or partnerships. Beyond these benefits, strong communities contribute to a positive brand image, improved employee morale, and stronger ESG performance all of which enhance competitiveness and long-term value creation.	The Company's approach to community engagement is guided by its CSR policy, which emphasises impact-driven initiatives to uplift communities in its operational areas. Aligned with Schedule VII of the Companies Act, 2013, and the UN Sustainable Development Goals (SDGs), our CSR efforts focus on three core areas: Education, Health & Hygiene, and Environmental Sustainability. Programs are implemented in collaboration with local stakeholders to ensure relevance, transparency, and measurable social impact. Through these initiatives, the Company aims to foster inclusive growth, strengthen community relations, and contribute to long-term sustainable development.	Positive

S. No.	Material issue identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk/opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
11	Sustainable Land Use and Habitat Preservation	Risk and Opportunity	Biodiversity is a critical aspect of environmental sustainability and is essential for maintaining healthy ecosystems that support business operations and community well-being. Recognising the potential impact of its activities on local flora and fauna, the Company prioritises biodiversity conservation as a material topic. Biodiversity loss poses significant risks to the Company's operational sustainability, reputation, and regulatory compliance. Direct impacts, such as habitat destruction or ecosystem degradation around operational sites, can lead to conflicts with local communities, increased regulatory scrutiny, and operational disruptions. Indirect risks arise through the supply chain, where sourcing natural raw materials from non-certified, unsustainable sources may contribute to deforestation, ecosystem damage, and exposure to reputational and compliance risks. Failure to address biodiversity impacts can result in financial losses, legal penalties, and erosion of stakeholder trust. Conversely, proactive biodiversity conservation offers substantial opportunities to strengthen the Company's environmental leadership and social license to operate.	Initiatives like Miyawaki forest development and crocodile conservation demonstrate tangible commitment to ecosystem restoration and species protection, which can enhance community relations and improve biodiversity outcomes. Additionally, sourcing natural raw materials from RSPO and FSC certified suppliers helps ensure sustainable supply chains, reduces risk of deforestation, and aligns the Company with global best practices and investor expectations. These efforts contribute to positive brand value, long-term resilience, and compliance with evolving environmental regulations. By integrating biodiversity conservation into operational and supply chain strategies, the Company effectively mitigates environmental and reputational risks while unlocking opportunities for sustainable growth, compliance, and stakeholder engagement.	Positive

SECTION B: MANAGEMENT AND PROCESS DISCLOSURES

This section is aimed at helping businesses demonstrate the structures, policies and processes put in place towards adopting the NGRBC Principles and Core Elements.

Disclosure Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9									
Policy and management processes																		
1. a. Whether your entity's policy/policies cover each principle and its core elements of the NGRBCs. (Yes/No)	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes									
b. Has the policy been approved by the Board? (Yes/No)	Yes	Yes	Yes	Yes	No	No	No	Yes	Yes									
c. Web Link of the Policies, if available																		
Web links for the policies are as mentioned below.																		
Vigil Mechanism & Whistleblower Policy: https://www.privi.com/Downloads/Policies-PSCL/PSCL-Vigil-Mechanism-Policy-V-1-1.pdf P1																		
Risk Management Policy: https://www.privi.com/Downloads/Policies-PSCL/PSCL-Risk-Management-Policy-V-1-1.pdf P1, P2																		
Policy on Related Party Transaction: https://www.privi.com/Downloads/Policies-PSCL/PSCL-Policy-on-Related-Party-Transactions-V-1-2.pdf P1, P4, P7																		
Policy on Determination of Material Subsidiary https://www.privi.com/Downloads/Policies-PSCL/PSCL-Policy-on-Material-Subsidiary.pdf P1																		
Familiarisation Programme for Independent Directors https://www.privi.com/Downloads/Policies-PSCL/PSCL-Directors-Familiarization-Programme.pdf P1																		
Policy on Corporate Social Responsibility: https://www.privi.com/Downloads/Policies-PSCL/PSCL-Corporate-Social-Responsibility-Policy-ver_1_1.pdf P4, P8																		
Policy on Code of Conduct https://www.privi.com/Downloads/Policies-PSCL/PSCL-Code-of-Conduct-V-1-1.pdf P1																		
Policy on Dividend Distribution Policy https://www.privi.com/Downloads/Policies-PSCL/PSCL-Dividend-Distribution-Policy.pdf P3, P4																		
Policy on Determination of Materiality of Events https://www.privi.com/Downloads/Policies-PSCL/PSCL-Determination-of-Materiality-V-1-3.pdf P1, P4																		
Policy on Nomination and Remuneration Policy: https://www.privi.com/Downloads/Policies-PSCL/PSCL-Nomination-and-Remuneration-Policy.pdf P3, P4																		
Policy on Integrated Management System Policy https://www.privi.com/Downloads/Policies-PSCL/IMS-policy-revised-13_08_2020.pdf P1, P3																		
Terms and Conditions of Appointment of Independent Director https://www.privi.com/Downloads/Policies-PSCL/Terms-Conditions-of-Appointment-of-ID.pdf P1																		
Supplier code of conduct guidelines https://www.privi.com/Downloads/Policies-PSCL/Supplier-Code-of-Conduct-guidelines.pdf P2, P3, P9																		
Cyber Security Policy: https://www.privi.com/Downloads/Policies-PSCL/POL-1F-003.Cyber_Security_Policy.pdf																		
Few of the companies' policies form the part of HR manual accessible to all employees which covers all the Principles of NGRBC.																		
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	No	Yes	No	Yes	No	No									

Disclosure Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
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, BRS) adopted by your entity and mapped to each principle.	All applicable national and international laws as well as international conventions are captured in the policies articulated by the Company. In addition, they reflect the purpose and intent of the United Nations Global Compact (UNGC) principles and Sustainable Development Goals (SDGs), GRI standards and international standards. Also, all our manufacturing sites have achieved ISO 14001, ISO 9001, ISO 27001, ISO 45001 certification. In addition to aforesaid certifications, all our products are also certified under HALAL, KOSHER etc.								
5. Specific commitments, goals and targets set by the entity with defined timelines, if any.	PRIVI remains steadfast in its commitment to contribute towards achieving the goals set under UNGC (United Nations Global Compact) and submitting its COP (Communication on Progress) report and Net Zero commitments under Paris Agreement to SBTi (Science based Targets initiative).								
6. Performance of the entity against the specific commitments, goals and targets along-with reasons in case the same are not met.	The Company has set several goals in line with NGRBC principles, the Government of India's targets, and UN Sustainable Development Goals (UN-SDGs). The Company regularly monitors its performance against key ESG parameters, details of which are available in BRSR's disclosures and Company's sustainability report (https://www.privi.com/sustainability/sustainability-report).								

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)

As part of Privi's sustainability commitment, we are committed to achieve our Net Zero target by 2050. We have pledged our commitment to UNGC as well as SBTi. As per the Net Zero strategy, we actively work to minimize our environmental impact by embedding responsible practices across our operations. Our approach includes reducing greenhouse gas emissions, conserving natural resources such as energy and water, managing waste sustainably, and promoting circular economy strategies.

We continue to invest in innovative technologies and process improvements that enhance resource efficiency and mitigate environmental risks. We have already implemented 10 MW renewable solar power under open Access, 0.5 MW under roof top & further implementing 5 MW solar projects to be completed before December 2025.

Delivering safe, sustainable, and high-quality products remains central to our mission. We rigorously adhere to applicable regulations and industry standards, while proactively addressing environmental, safety, and quality considerations throughout the product lifecycle. Through ongoing research and development, we are creating environmentally conscious solutions that contribute to a more sustainable and resilient future.

Privi Speciality Chemicals Limited is firmly committed to global sustainability standards and ethical business practices. As a UN Global Compact signatory since 2023, we submit our annual Communication on Progress (CoP) to demonstrate alignment with the UNGC's principles on human rights, labor, environment, and anti-corruption.

Our near-term emission reduction targets are validated by the Science Based Targets initiative (SBTi) include a 50.4% reduction in Scope 1 and 2 emissions by FY2032 and a 35% reduction in Scope 3 emissions by FY2034. These goals align with the 1.5°C climate trajectory. We have planted over 80,000 trees in last 2 years & plan to take this number to 120,000 trees by 2026. Most of these are fruit trees which will benefit the community livelihood. This will also have carbon sequestration of around 2500 MT of carbon.

We hold key certifications including ISO 9001, 14001, 45001, and 27001, reflecting our commitment to quality, safety, environmental stewardship, and information security. We've also earned a Gold rating from EcoVadis and actively engage with platforms such as Sedex, RSPQ, and TIS to promote responsible sourcing and transparency. We also actively work on 10 out of 17 UN SDGs under our CSR obligations.

These achievements reinforce Privi's position as a sustainability leader in the chemical sector as we move upwards on various global disclosure platforms in our ratings.

Disclosure Questions		P1	P2	P3	P4	P5	P6	P7	P8	P9	
8.	Details of the highest authority responsible for implementation and oversight of the Business Responsibility policy (ies).	Mr. R S Rajan, President rajan@privi.com									
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	Yes, The Company has constituted ESG Committee									
10. Details of Review of NGRBCs by the Company											
Subject for Review		Indicate whether review was undertaken by Director / Committee of the Board/ Any other Committee								Frequency (Annually/ Half yearly/ Quarterly/ Any other - please specify)	
		P1	P2	P3	P4	P5	P6	P7	P8	P9	
Performance against Above policies and follow up action		Yes								Annually	
Compliance with statutory requirements of relevance to the principles, and rectification of any non-compliances		No major non-compliance of material nature has been reported. Operational issues are being addressed on an 'ongoing basis' as and when identified. Each functional head monitors and ensures compliance applicable to their respective functions								Quarterly/ Annually wherever applicable.	

	P1	P2	P3	P4	P5	P6	P7	P8	P9
	Y	Y	Y	Y	Y	Y	Y	Y	Y
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.	In addition to statutory audit, certification, the Company conducts periodic review of the charters, policies internally by the Senior Management and Board Committees which then drives the policies, projects and performance of the aspects of business responsibility and sustainability. The Company has been audited by SGS, India during SEDEX audit for the performance and policies around Governance, Health & Safety, Ethics and Sustainable procurement which covers all BRSR principles.								

12. If answer to question (11) above is 'No' i.e. not all Principles are covered by a policy, reasons to be stated:

Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
The entity does not consider the Principles material to its business (Yes/No)									
The entity is not at a stage where it is in a position to formulate and implement the policies on specified principles (Yes/No)									
The entity does not have the financial, human and technical resources available for the task (Yes/No)	NA								
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.

SDG's aligned



Essential Indicators

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

Segment	Total Number of training and awareness programs held	Topics/ principles covered under the training and its impact	% age of persons in respective category covered by the awareness programmes
Board of Directors	2	Familiarisation Programme	100%
Key Managerial Personnel	3	- POSH Awareness - LRM-Compliance Management	100%
Employees other than BoD and KMPs	473	- HRMS Software training - Safety Training - SAP Training - POSH Awareness - HR Induction & Privi Values - ISO Training - IMS Policy & EHS Policy Awareness - Business Ethics & Code of Conduct - Sustainable Business Practices - Human Rights - Employee Wellbeing and Health Awareness	87.10%
Workers	148	- LRM - Compliance Management - Health & Safety - Awareness Training - Human Rights - Micro-Learning Module - Skill Training	89.69%

b. 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 (basis the materiality as specified in Regulation 30 of SEBI (Listing Obligations and Disclosure Obligations) Regulations, 2015 and as disclosed on the entity's website)

Monetary					
Particulars	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	Nil	Nil	Nil	Nil
Settlement	Nil	Nil	Nil	Nil	Nil
Compounding Fee	Nil	Nil	Nil	Nil	Nil
Non-Monetary					
Imprisonment	Nil	Nil	Nil	Nil	Nil
Punishment	Nil	Nil	Nil	Nil	Nil

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

Case Details	Name of the regulatory/enforcement agencies/judicial institutions
Nil	Nil

d. 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.

The organisation is committed to fostering a culture of transparency and openness. To uphold these values, it has implemented a comprehensive Anti-Bribery and Anti-Corruption (ABAC) Policy aimed at the detection, prevention, and elimination of fraud, bribery, and other corrupt practices. This policy applies to all individuals working with or associated directly or indirectly with the organisation.

Additionally, the organisation has established a Vigil Mechanism and Whistleblower Policy, enabling employees to confidentially report their concerns directly to the Chairperson of the Audit Committee. The policy ensures adequate safeguards to protect employees from any form of victimisation for raising their concerns in good faith.

The ABAC Policy forms part of the organisation's HR Manual, while the Vigil Mechanism and Whistleblower Policy is publicly available on the Company's website at: <https://www.privi.com/investor-relations/corporate-governance/corporate-policies>.

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

Particulars	2024-25	2023-24
Directors	Nil	Nil
KMPs	Nil	Nil
Employees	Nil	Nil
Workers	Nil	Nil

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

	2024-25		2023-24	
	Number	Remarks	Number	Remarks
Number of complaints received in relation to issues of conflict of interest of the Directors	0	NA	0	NA
Number of complaints received in relation to issues of Conflict of interest of the KMPs	0	NA	0	NA

g. 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.

The organisation has an established Anti-Bribery and Anti-Corruption (ABAC) policy, which is reviewed periodically to ensure its effectiveness, with corrective actions taken as necessary. However, as no incidents have been reported, the need for corrective measures has not arise.

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

	2024-25	2023-24
Number of days of account payables	130	94

i. 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	Metric	2024-25	2023-24
Concentration of Purchases	a. Purchases from trading houses as % of total purchases	26.72%	15%
	b. Number of trading houses where purchases are made from	98 Nos	107 Nos
	c. Purchases from top 10 trading houses as % of total purchases from trading houses	73.99%	74%
Concentration of Sales	a. Sales to dealers / distributors as % of total sales	17%	18%
	b. Number of dealers / distributors to whom sales are made	89 Nos	112 Nos
	c. Sales to top 10 dealers / distributors as % of total sales to dealers / distributors	12%	6%
Share of RPTs in	a. Purchases (Purchases with related parties / Total Purchases)	10%	15%
	b. Sales (Sales to related parties / Total Sales)	17%	20%
	c. Loans & advances (Loans & advances given to related parties / Total loans & advances)	21%	14%
	d. Investments (Investments in related parties / Total Investments made)	0%	17%

Leadership Indicators

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

Total number of awareness programs held	Topic/principles covered under the training	% age of value chain partners covered (by value of business done with such partners) under the awareness programs
2	- Sustainable Business Practices - Product Sustainability (GHG Emission calculation) - Supplier Code of Conduct - Health and safety - Sustainable procurement	50%

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. To avoid and manage conflicts of interest involving Board members, the Company has implemented a 'Code of Conduct for Board Members and Senior Management Personnel'. Under this Code, Directors are required to submit a mandatory declaration confirming that they will not engage in any situation where they have, or may have, a direct or indirect conflict of interest with the Company. Additionally, the Code specifies that Directors must refrain from participating in any decision-making process where a conflict of personal interest exists or is likely to arise. The Code of Conduct is available on the website.

<https://www.priv.com/Downloads/Policies-PSCL/PSCL-Code-of-Conduct.pdf>

PRINCIPLE 2: BUSINESSES SHOULD PROVIDE GOODS AND SERVICES IN A MANNER THAT IS SUSTAINABLE AND SAFE
SDG's Aligned



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.

	2024-25 (In Lakhs)	2023-24 (In Lakhs)	Details of improvements in the environmental and social impacts
R&D	₹ 300.5	₹ 283.94	The R&D investments are directed toward sustainable technologies aimed at improving environmental and social outcomes. Our R&D focuses on green chemistry, the use of renewable raw materials, safer formulations, and process innovations that enhance yield and reduce waste. These initiatives help reduce emissions, improve material efficiency, minimise by-product generation, and lower overall resource consumption, while also ensuring better worker safety. In 2024-25, we invested a total of ₹ 300 Lakhs in R&D, including ₹ 124 Lakhs for new sustainable development, ₹ 117 Lakhs for process improvements, and ₹ 59 Lakhs for yield enhancement. These efforts contribute not only to environmental protection but also to operational efficiency and long-term value creation. Through these innovations, Privi continues to drive progress toward a more responsible, health-conscious, and sustainable fragrance industry.

	2024-25 (in Lakhs)	2023-24 (in Lakhs)	Details of improvements in the environmental and social impacts
Capex	₹ 599.5	₹ 3,326.56	Our organisation strategically allocates capital expenditure (capex) to projects that drive environmental sustainability, reflecting our commitment to sustainable development beyond regulatory obligations. In 2024-25, we invested approximately ₹ 599.5 Lakhs in various environmental sustainability initiatives. This includes ₹ 11.5 Lakhs for acid concentration control to enhance process safety, minimise waste generation and increase the reuse of purified acid, and ₹ 69.92 Lakhs toward improving coal handling systems and establishing a dust-free atmosphere, thereby reducing particulate emissions and ensuring a safer working environment. A significant investment of ₹ 212.23 Lakhs was made in controlling emissions from diesel generator sets through the installation of Retrofit Emission Control Devices (RECDs), supporting our air quality improvement goals. In alignment with our transition to cleaner energy, ₹ 264 Lakhs were directed toward solar power installations, reducing dependency on fossil fuels and lowering our carbon footprint. Additionally, ₹ 13.14 Lakhs were invested in advanced energy monitoring software to enable real-time tracking and optimisation of energy consumption, thereby enhancing energy efficiency across operations. These capex investments align with our broader ESG goals of pollution control, energy efficiency, emission reduction, and climate resilience. In addition, we have made significant strides in water stewardship through the adoption of Zero Liquid Discharge (ZLD) systems, ensuring that all wastewater is treated and reused internally. We are also actively pursuing zero waste to landfill, reinforcing our commitment to circular economy principles. Investments in effluent treatment plants (ETPs), air scrubbers, and fire protection systems safeguard human health and the environment. Furthermore, Privi supports ethical supply chain practices through certifications that ensure responsible procurement and the use of sustainable raw materials. As part of this commitment, an investment of ₹ 28.7 lakhs has been made towards certifications that strengthen supply chain transparency and promote the sourcing of sustainable inputs.

2. a. Does the entity have procedures in place for sustainable sourcing? (Yes/No)
- Yes, The organisation acknowledges its responsibility to minimise its impact on human health, the environment, and the community. To support this commitment, it has implemented a Sustainable Sourcing Policy, which aims to procure materials, products, and services in a way that upholds fiscal responsibility, promotes social equity, and ensures environmental stewardship.
- b. If yes, what percentage of inputs were sourced sustainably?
- The organisation sources 90% (inputs to total inputs by value) of its feedstocks from sustainable sources.
3. Describe the processes in place to safely reclaim your products for reusing, recycling and disposing at the end of life, for (a) Plastics (including packaging) (b) E-waste (c) Hazardous waste and (d) other waste.
- The organisation does not reclaim products, since all the wastes generated are disposed off scientifically to the authorised vendors certified by the Pollution Control Board.
4. Whether Extended Producer Responsibility (EPR) is applicable to the entity's activities (Yes / No). If yes, whether the waste collection plan is in line with the Extended Producer Responsibility (EPR) plan submitted to Pollution Control Boards? If not, provide steps taken to address the same.
- Yes, the Company is in compliance with the requirements of Extended Producer Responsibility (EPR) under the Plastic Waste Management Rules, 2016 (as amended).

Leadership Indicators

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

NIC Code	Name of Product/ Service	% of total Turnover Contributed	Boundary for which the Life Cycle Perspective / Assessment was conducted	Whether conducted by independent external agency (Yes/No)	Results communicated in public domain (Yes/No) If yes, provide the web-link.
20119	Aroma Chemicals	75%	Cradle to gate	Yes	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.

Name of Product/ Service	Description of the risk/ concern	Action Taken
All Products	Since all the products of the organisation are biodegradable, no major risk anticipated	NIL

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	
	2024-25	2023-24
	NIL	NIL

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

Particulars	2024-25			2023-24		
	Re-Used	Recycled	Safely Disposed	Re-Used	Recycled	Safely Disposed
Plastics (including packaging)	NIL	NIL	NIL	NIL	NIL	NIL
E-waste	NIL	NIL	NIL	NIL	NIL	NIL
Hazardous Waste	NIL	NIL	NIL	NIL	NIL	NIL
Other waste	NIL	NIL	NIL	NIL	NIL	NIL

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 percentage of products sold) for each product category
NIL	NIL

* Since the organisation disposes off all the packaging material and since our products are bio-degradable we do not reclaim product and their packaging material.

**PRINCIPLE 3: BUSINESSES SHOULD RESPECT AND PROMOTE THE WELL-BEING OF ALL EMPLOYEES, INCLUDING THOSE IN THEIR VALUE CHAIN**

SDG's Aligned



Essential Indicators

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

	% of employees covered by										
	Total (A)	Health Insurance		Accident Insurance		Maternity Benefits		Paternity Benefits		Day Care facilities	
		Number (B)	% (B/A)	Number (C)	% (C/A)	Number (D)	% (D/A)	Number (E)	% (E/A)	Number (F)	% (F/A)
Permanent Employees											
Male	505	505	100%	505	100%	0	0%	0	0	0	0
Female	38	38	100%	38	100%	38	100%	0	0	0	0
Total	543	543	100%	543	100%	38	7.00%	0	0	0	0
Other than Permanent Employees											
Male	105	105	100%	105	100%	0	0%	0	0	0	0
Female	11	11	100%	11	100%	11	100%	0	0	0	0
Total	116	116	100%	116	100%	11	9.48%	0	0	0	0

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

	Total (A)	% of employees covered by									
		Health Insurance		Accident Insurance		Maternity Benefits		Paternity Benefits		Day Care facilities	
		Number (B)	% (B/A)	Number (C)	% (C/A)	Number (D)	% (D/A)	Number (E)	% (E/A)	Number (F)	% (F/A)
Permanent Employees											
Male	165	165	100%	165	100%	0	0	0	0	0	0
Female	0	0	0	0	0	0	0	0	0	0	0
Total	165	165	100%	165	100%	0	0	0	0	0	0
Other than Permanent Employees											
Male	329	0	0	329	100%	0	0	0	0	0	0
Female	0	0	0	0	0	0	0	0	0	0	0
Total	0	0	0	0	0	0	0	0	0	0	0

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

	2024-25	2023-24
Cost incurred on well-being measures as a % of total revenue of the Company	0.067 %	0.065 %

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

Benefits	No. of employees covered as a % of total employees	2024-25		No. of employees covered as a % of total employees	2023-24	
		No. of workers covered as a % of total workers	Deducted and deposited with the authority (Y/N/N.A.)		No. of workers covered as a % of total workers	Deducted and deposited with the authority (Y/N/N.A.)
PF	100%	100%	Y	100%	100%	Y
Gratuity	100%	100%	Y	100%	100%	Y
ESI	1.33%	0.00%	Y	0.99%	0.00%	Y
Others – (Please Specify)	NA	NA	NA	NA	NA	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.

Yes, the organisation with the intention of promoting a culture of diversity and inclusion for all at its workplace, has enabled premises accessible to differently abled employees and workers as per the requirements of the Rights of Persons with Disabilities Act, 2016.

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, the organisation strongly promotes equal work opportunity for all and is thereby committed to provide environment that aims at creating a harmonious workplace through supportive work life policies for employees and a culture that creates a sense of belonging such that all employees can achieve their full potential, and thereby the organisation has Anti-Discrimination and Equal Opportunity Policy as the part of their HR manual.

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

Gender	Permanent Employees		Permanent workers	
	Return to work rate	Retention rate	Return to work rate	Retention rate
Male	NIL	NIL	NIL	NIL
Female	NIL	NIL	NIL	NIL
Total	NIL	NIL	NIL	NIL

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

	Yes/ No (If Yes, then give details of the mechanism in brief)
Permanent Workers	Yes, Privi is committed to provide a productive and conducive work environment where grievances are dealt with fairly and promptly. The Grievance Redressal Policy ensures that any/all grievances are dealt with promptly, fairly and in accordance with Policies of the Organisation. This Policy should be read in conjunction with other Policies such as the Whistleblower Policy etc. The mechanism to redress grievances is stated in the said Policy which advocates forming a Grievance Redressal Committee to deal with grievances of its employees and other stakeholders. There is a three tier Grievance Redressal procedure with a timeline of two weeks for completing the process.
Other than Permanent Workers	
Permanent Employees	
Other than Permanent Employees	

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

Category	2024-25			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	543	0	0	505	0	0
Male	505	0	0	473	0	0
Female	38	0	0	32	0	0
Total Permanent Worker	165	165	100%	167	167	100%
Male	165	165	100%	167	167	100%
Female	0	0	0	0	0	0

8. Details of training given to employees and workers:

Data	2024-25				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	505	377	75%	365	72%	474	343	72%
Female	38	33	87%	32	84%	32	25	78%
Total	543	410	76%	398	73%	506	368	73%
Workers								
Male	165	135	82%	79	48%	167	141	84%
Female	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Total	165	135	82%	79	48%	167	141	84%

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

Category	2024-25			2023-24		
	Total (A)	No. (B)	% (B/A)	Total (C)	No. (D)	% (D/C)
Employees						
Male	505	505	100	473	473	100
Female	38	38	100	32	32	100
Total	543	543	100	505	505	100
Workers						
Male	165	165	100	167	167	100
Female	0	0	0	0	0	0
Total	165	165	100	167	167	100

10. Health and safety management system:

- a. Whether an occupational health and safety management system has been implemented by the entity? (Yes/ No). If yes, the coverage of such system?
- Yes, the Organisation is certified (ISO 45001: 2018 standard) Certification Accredited by Bureau Veritas (Occupational Health & Safety Management System (OHSMS) for all Manufacturing Units.

PRIVI continues to uphold health and safety management system which are designed to ensure the well-being of all individuals involved in its operations. This system integrates various standards and guidelines such as Plant Safety Inspection, HRA (Hazard Identification & Risk Assessment), HAZOP (Hazard Operability) Study, Contractor Safety Management, Safety Round observations on a daily basis. These various checks and balances including SOPs emphasises proactive measures to identify and mitigate risks, promote a safety-oriented culture, and comply beyond regulatory requirements.

Regular health and safety training which includes process safety, mock fire drills are conducted to ensure all employees and workers are aware of the processes in place.

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

PRIVI undertakes regular safety audits to identify hazardous and unsafe acts, ensure compliance with standard operating procedures, and assess the performance of the Company's safety measures. The Company focuses on formation, review and enforcement of SOPs, safety in operations, statutory compliance, emergency preparedness, awareness creation and progress review on policy compliance. Our top management periodically reviews progress on compliance of various statutory audits and time bound action plans for redressal of safety observations. Considering the hazards associated with operations and hazardous chemicals used, the site uses structured Hazard Assessment, and Management processes that are regularly reviewed to ensure safety. The process also considers roles and responsibilities, monitoring control and measures, competency training and awareness of individuals associated with such activities.

The organisation follows various measures to identify work-related hazards.

- Hazard identification and risk assessment checklists are used to assess the work-related hazard, and to evaluate risk with mitigation measures. All routine and non-routine activities are covered under this tool.
- Risk assessment of new process is evaluated through HAZOP (Hazard and Operability) study and before startup / commissioning of any activity of process/ equipment, we conduct Pre-start up Safety Review (PSSR).
- Job Safety Analysis is conducted for critical hot work, lifting work etc.

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

Yes, PRIVI has several processes and forums for workers to report work-related hazards formally/ informally and through BBS (Behavior Based Safety Observations). Workers are also encouraged to participate in resolving and mitigating hazards. Such forums include Departmental & Central Safety Committee Meetings, Field Audits/ Observations and Training & Awareness Sessions. These training modules cover aspects of the methodology to identify work-related hazards, analyse the risks associated with it and take subsequent steps to mitigate them. All individuals are expected to set examples with safety behaviours. Each individual is expected to look for unsafe conditions and acts at the workplace and thereafter report them.

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

Yes, the primary focus of PRIVI on Occupational health and safety (OHS) refers to all aspects of health and safety in the workplace with particular focus on preventing accidents and hazards. The Company's commitment to health and safety is also extended to its customers and the communities close to its operations. As per the Factories Act, PRIVI conducts annual medical check-ups twice in a year for all its employees and contract labour working in operating locations. PRIVI also carry- out following activities towards OHS.

- First aid kit is maintained at both the manufacturing units.
- 20% of the employees are given first-aid training and refresher course.
- OHC Centre is maintained at both the operating locations which can be accessed by employees/workers working at locations.

Occupational Health Centre is located at Unit-II.

The OHC has necessary equipment and arrangements for first-aid treatments in compliance with the requirements of Factories Act and Maharashtra Factories Rules.

The OHC is manned with medical assistant and trained first aiders round the clock.

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

Safety Incident/Number	Category	2024-25	2023-24
Lost Time Injury Frequency Rate (LTIFR) (per one Mn-person hours worked)	Employees	Nil	Nil
	Workers	Nil	Nil
Total recordable work-related injuries	Employees	0	1
	Workers	0	2
No. of fatalities	Employees	0	0
	Workers	0	0
High consequence work-related injury or ill-health (excluding fatalities)	Employees	0	0
	Workers	0	0

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

The Company's plants, facilities and equipment are designed based on careful consideration of statutory requirements, applicable Indian and International Standards for a healthy and safe workplace. One of the key focus areas is the safety of employees by investing in technologies and processes to avoid and minimise the manual interfaces with machines.

A safe workplace is ensured with the help of various elements of Safety Management System which are Operation and Maintenance Procedure, Work Permit System, Personnel Safety using PPEs, Trainings, Risk Analysis and Management, Process Safety information, Management of Change, Safety Audit, Employee Participation in building Safety Culture, Incident Investigation and Analysis, Emergency Planning and Response.

PRIVI continuously identifies and implements solutions to strengthen our safety culture. Adequate emergency preparedness is also put in place to mitigate any unforeseen eventualities. Acting responsibly according to the guidelines is a long term investment for the Company to continuously improve our environmental health and safety performance and to monitor this progress.

To ensure a healthy workplace, the following measures are taken:

- On Site Emergency Plan available with clear identification of likely worst case scenario and responsibilities.
- Integrated Management System is implemented comprising of ISO 9001, ISO 14001 and OSHA 45001.
- The Safety Management System comprises of Work Permit System which includes Job Safety Analysis, working at height, Incident Reporting System, Safety Meetings at various levels.
- Capability building comprises of Imparting training at entry level, refresher training and workshops.

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

	2024-25			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
Working Conditions	Nil	Nil	There were no Complaints, only observations that are done pro-actively, so that action can be taken and can closed in timely manner.	Nil	Nil	Nil
Health & Safety	Nil	Nil		Nil	Nil	Nil

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	100.00%
Working Conditions	100.00%

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.

Incidents are investigated in accordance with the applicable statutory regulations and guidelines for identification of potential gaps and compliance to the recommendations for systemic improvement with the objective of learning and to avoid recurrence of the same accidents.

PRIVI sees that the recommendations are implemented in time bound manner. Corrective or preventative actions are suggested / recommended for elimination of the causes of potential incidents and PRIVI ensures that the suggested CAPA are appropriate to the magnitude of problems and commensurate with the risks encountered. The Company also ensures that the learnings are disseminated to all associated stakeholders to address all Safety related incident concerns and implement corrective and preventive actions, which are being tracked and reviewed periodically for compliance in time-based manner.

Further, organisation also follows certain regular practices such as:

- All actions compliance levels are tracked, and their statuses are discussed during daily meetings and in departmental safety meetings.
- All actions are characterised by engineering control, administrative controls and are effectively implemented.
- We have also implemented ISO 45001 (OSHIA) to assure safe and healthful conditions for workers by setting and enforcing standards and providing training, outreach, education and compliance assistance.

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).

Yes, all employees and workers are covered under the Term Life Insurance, Personal Accident policy. Workers are also covered under the workman compensation policy. Further, all employees and workers are covered under Group Term Life Insurance.

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

The organisation takes proper measures and monitors whether statutory dues have been deducted and deposited by the value chain partners through checklists which is followed by HR department and through periodic audits by various internal and external audit agencies.

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

	Total no. of affected employees/ workers		No. of employees/ workers that are rehabilitated and placed in suitable employment or whose family members have been placed in suitable employment	
	2024-25	2023-24	2024-25	2023-24
Employees	Nil	Nil	Nil	Nil
Workers	Nil	Nil	Nil	Nil

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

Yes, the entity provides transition assistance programs to facilitate continued employability and the management of career endings resulting from retirement or termination of employment.

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	99.00%
Working Conditions	99.00%

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.

Privi believes that its workforce is one of its most valuable assets, playing a pivotal role in the Company's continued success. In alignment with this belief, Privi ensures that Occupational Health and Safety (OHS) standards across all its locations are benchmarked against global best practices.

The Company's commitment to maintaining world-class OHS standards is clearly articulated in its Environmental, Health & Safety (EHS) Policy. A qualified and experienced OHS management team is deployed across all sites to continuously monitor operations, manage safety measures, and respond effectively to any emergencies.

All of Privi's manufacturing facilities are ISO 45001 certified. Employees with access to operating sites are comprehensively covered under the OHS management system, which undergoes regular audits. Additionally, all visitors are given a safety briefing prior to entering any facility premises to ensure awareness and compliance with safety protocols.

Any risks identified through assessments of health and safety practices or working conditions are promptly addressed by the site EHS team through appropriate corrective and preventive actions. These actions are regularly reviewed by site heads to ensure continuous improvement and accountability.

Extending its commitment to health and safety beyond internal operations, Privi has also implemented a 'Sustainable Procurement Policy' for its suppliers, including contract manufacturers. This policy outlines clear expectations regarding the provision of safe and healthy working environments and adherence to fair labour practices. The Company periodically conducts Environment, Health, and Safety (EHS) / Sustainability audits for its critical suppliers and shares observations and recommendations with the suppliers' management for necessary action.

PRINCIPLE 4: BUSINESSES SHOULD RESPECT THE INTERESTS OF AND BE RESPONSIVE TO ALL ITS STAKEHOLDERS.

SDG's Aligned



Essential Indicators

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

The Company employs a robust procedure to identify its internal and external stakeholders, considering the impact of Privi's operations on them and their ability to influence the Company. Privi have identified Regulatory authorities, Industry associations, Customers, Competitors, Community and NGOs, Dealers and distributors, Suppliers & Contractors, Industry Trade Association as its external Stakeholders and Employees, Investors and Shareholders etc. as its Internal Stakeholders. These stakeholder groups are significant to the Company's operations.

Privi believes in upholding the highest standard of ethics, integrity, transparency and accountability in conducting the affairs of the Company so as to disseminate the information to the stakeholders in a transparent manner. We have, therefore, designed our systems and action plans to enhance performance and stakeholders' value in the long run. Through good corporate governance the Company ensures that business have appropriate decision-making processes

and controls in place so that the interests of all stakeholders (shareholders, employees, suppliers, customers and the community) are balanced. To create a culture of good governance, your Company has adopted practices that comprise of performance accountability, effective management control, constitution of Board Committees as a part of the internal control system, fair representation of professionally qualified, non-executive and independent Directors on the Board, adequate and timely compliance, disclosure of information on performance, ownership and governance of the Company and payment of statutory dues.

Privi's SS Values are a reflection of our commitment to our stakeholders, Internal as well as External. Employees enable us to create value for our clients and for the organization and in turn they enjoy fulfilling careers. Suppliers are our key stakeholders who enable us to deliver business value. Regular engagement with these stakeholders helps the Company in understanding their expectations, review the same internally and imbibe these in developing strategies, plans & business activities.

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	No	- Communication with VPs, - Goal setting and performance appraisal meetings/review, - Exit interviews, - Union meetings, - Wellness initiatives, - Engagement activities, - Email, - Intranet, - Website, - Training programs, - Circulars, publications, newsletter	Ongoing	- Operational efficiencies, - Company Strategy, - Healthy working environment, - Improvement areas, - Career enhancement, - Succession planning, - Long-term strategy plans, training and awareness, - Responsible marketing, - Brand communication, - Health, safety and engagement initiatives.
Shareholders	No	- General Meetings, - Shareholder meets, - Email, - Stock Exchange (SE) intimations, - Investor / analysts meet / conference calls, - Annual report, - Quarterly results, - Media releases, - Company / SE website	Quarterly	- Profitability and financial stability, - Growth prospects, - Information update, - ESG practices, - Share price appreciation/ depreciation, Dividend

Stakeholder Group	Whether identified as Vulnerable & Marginalised Group (Yes/No)	Channels of Communication (Email, SMS, Newspaper, Pamphlets, Advertisement, Community, Meetings, Notice Board, Website, Other)	Frequency of engagement (Annually/ Half yearly/ Quarterly/ others – please specify)	Purpose and scope of engagement including key topics and concerns raised during such engagement
Customers	No	- Website, - Customer meets, - Customer plant visits, - Focused group discussion, - Trade body membership, - Complaints management, - Email, - Helpdesk, - Conferences, - Business Development meetings with key customers, satisfaction Survey	Ongoing	- Product compendium, - Quality and availability - Responsiveness to needs, - After sales service, - Responsible guidelines/ manufacturing, - Company's Sustainability disclosures, - Life cycle assessment
Suppliers/ Vendors	No	- Website, - Vendor Assessment/ Onsite Audit, - Suppliers Meet, Prequalification / vetting, - Trade Association Meets/ Seminar, - Exhibitions, contract management/review	Ongoing	- Quality, - Timely delivery and payments, - ESG consideration (sustainability, safety checks, compliances, ethical behaviour), - ISO and OHSAS standards - Supplier Code of Conduct guidelines
Communities	No	- Meets (of community / local authority and town council / committee / location head), - Community visits and projects, - Partnership with local charities, - Volunteerism, seminars / conferences	Quarterly	- Waste management, - Pure drinking Water System, - Climate change impacts - Community development - Sustainability, - Livelihood support, - Disaster management training, - Support of the United Nations Sustainable Development Goals (UN SDGs) building capacity of future leaders, ecosystem development

Stakeholder Group	Whether identified as Vulnerable & Marginalised Group (Yes/No)	Channels of Communication (Email, SMS, Newspaper, Pamphlets, Advertisement, Community, Meetings, Notice Board, Website, Other)	Frequency of engagement (Annually/ Half yearly/ Quarterly/ others – please specify)	Purpose and scope of engagement including key topics and concerns raised during such engagement
Statutory Authorities	No	- Meetings with local / state/ national government and ministries, - Seminars, - Media releases, - Circulars, - Membership in local enterprise partnership and industry bodies (CHEMEXCIL, FICCI, FAFAI, IFRA, MMA)	Ongoing	- ESG practices (climate change roadmap, Carbon footprint, frameworks for sustainability, changes in regulatory frameworks, skill and capacity building, employment, environmental measures), - Advocacy policy, - Timely contribution to exchequer/ local infrastructure, proactive engagement

Leadership Indicators

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

The organisation has a set procedure wherein, the management regularly interacts with key stakeholders i.e. investors, customers, suppliers, employees, etc. The organisation has stakeholder relationship committee that updates the progress on the actions to the Management and takes inputs periodically on a quarterly basis.

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 input received from stakeholders on these topics were incorporated into policies and activities of the entity.

Yes, the organisation engages through various interactive sessions with its stakeholders like that of talk forums, meetings, customer meets and many others, so as to identify and prioritise the issues pertaining to economic, environmental and social topics. Since this is an evolving process the suggestions by the stakeholders are filtered through Board processes made by policies/ SOP.

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

The organisation has not come across any such instance. However, it has proper procedure in place to identify and deal with any such issues which comes to its knowledge.

PRINCIPLE 5: BUSINESSES SHOULD RESPECT AND PROMOTE HUMAN RIGHTS.

SDG's Aligned



Essentials Indicators

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

Category	2024-25			2023-24		
	Total (A)	No. of employees/workers covered (B)	% (B/A)	Total (C)	No. of employees/workers covered (D)	% (D/C)
Employees						
Permanent	543	543	100.00%	505	505	100.00%
Other than permanent	116	116	100.00%	98	98	100.00%
Total Employees	659	659	100.00%	603	603	100.00%
Workers						
Permanent	165	165	100.00%	167	167	100.00%
Other than permanent	329	329	100.00%	376	376	100.00%
Total Workers	494	494	100.00%	543	543	100.00%

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

Category	2023-24				2022-23					
	Total (A)	Equal to Minimum Wage	More than Minimum Wage	Total (D)	Equal to Minimum Wage	More than Minimum Wage	Total (G)			
	No. (B)	% (B/A)	No. (C) % (C/A)		No. (E) % (E/D)	No. (F) % (F/D)				
Employees										
Permanent	543	Nil	Nil	543	100.00%	505	Nil	Nil	505	100.00%
Male	505	Nil	Nil	505	100.00%	473	Nil	Nil	473	100.00%
Female	38	Nil	Nil	38	100.00%	32	Nil	Nil	32	100.00%
Other than Permanent	116	Nil	Nil	116	100.00%	98	Nil	Nil	98	100.00%
Male	105	Nil	Nil	105	100.00%	86	Nil	Nil	86	100.00%
Female	11	Nil	Nil	11	100.00%	12	Nil	Nil	12	100.00%
Workers										
Permanent	165	Nil	Nil	165	100.00%	167	Nil	Nil	167	100.00%
Male	165	Nil	Nil	165	100.00%	167	Nil	Nil	167	100.00%
Female	0	Nil	Nil	0	100.00%	0	Nil	Nil	0	100.00%
Other than Permanent	329	Nil	Nil	329	100.00%	376	Nil	Nil	376	100.00%
Male	329	Nil	Nil	329	100.00%	376	Nil	Nil	376	100.00%
Female	0	Nil	Nil	0	100.00%	0	Nil	Nil	0	100%

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

a. Median remuneration / wages

	Male		Female	
	Number	Median remuneration/ Salary/ Wages of respective category	Number	Median remuneration/ Salary/ Wages of respective category
Board of Directors (BoD)	2	2,20,00,000	0	0
Key Managerial Personnel	1	1,14,82,572	1	14,78,416
Employees other than BoD and KMP	502	6,91,576	37	6,39,984
Workers	165	7,58,900	0	0

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

	2024-25	2023-24
Gross wages paid to females as % of total wages	5.37%	3.44%

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

Yes, the organisation strongly believes that for the employees to be productive and conducive at work, a proper mechanism needs to be implemented and thereby the organisation has framed grievance redressal policy to address any concerns relating to human rights. The organisation therefore has set up a grievance redressal committee for reporting such issues, consisting of senior officials of the organisation.

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

PriV is committed to provide a productive and conducive work environment where grievances are dealt with fairly and promptly. The Grievance Redressal Policy ensures that any/all grievances are dealt with promptly, fairly and in accordance with Policies of the Organisation. This Policy should be read in conjunction with other Policies such as the Whistleblower Policy etc. The mechanism to redress grievances is stated in the said Policy which advocates forming a Grievance Redressal Committee to deal with grievances of its employees and other stakeholders. There is a three tier Grievance Redressal procedure with a timeline of two weeks for completing the process.

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

	2024-25			2023-24		
	Filed during the year	Pending resolution at the end of the year	Remarks	Filed during the year	Pending resolution at the end of the year	Remarks
Sexual harassment	Nil	Nil	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:

	2024-25	2023-24
Total Complaints reported under Sexual Harassment on of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013(POSH)	Nil	Nil
Complaints on POSH as a % of female employees/ workers	Nil	Nil
Complaints on POSH upheld	Nil	Nil

8. **Mechanisms to prevent adverse consequences to the complainant in discrimination and harassment cases**
Necessary provision has included in various policies to deal with discrimination and harassment in any form.
Awareness sessions are undertaken for spreading awareness on gender sensitivity and POSH Act for employees. Further, the Company takes necessary measures to protect the complainant employee's identity confidential and ensures no harm to his/her employee.

The mechanisms to prevent adverse consequences are:

- 1) Grievance Redressal Policy for employees
- 2) Internal Complaints Committee (ICC) constituted as per provisions of POSH Act 2013

9. **Do human rights requirements form part of your business agreements and contracts?**

Yes, human rights requirements are included in business agreements and contracts. All purchase contracts contain clauses/conditions that address human rights requirements, Policy deployment on Child labor, Force labor, Discrimination, Harassment, Health & Safety, Working hours, Remuneration, Bribery & Corruption, Anti competition, Money Laundering & Information security.

10. **Assessments for the year:**

	% of your plants and Offices that were assessed (by entity or statutory authorities or third parties)
Child Labour	90.00%
Forced/involuntary labour	90.00%
Sexual Harassment	90.00%
Discrimination at workplace	90.00%
Wages	90.00%
Others- (please specify)	Nil

Formal assessment has been done through SMETA Audit (SEDEX guidelines) by SGS India Pvt Ltd.

11. **Provide details of any corrective actions taken or underway to address significant risks/ concerns arising from the assessments at Question 9 above.**

Not applicable, since no significant risks/ concerns arise from the assessment, and thereby no actions are required to be taken pursuant to the assessments done.

Leadership indicators

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

The organisation with the aim to keep its working environment great, has in place grievance redressal policy, applicable to all individuals associated with the organisation.

However, the organisation during the year have not identified any major issue relating to Human Rights violation, however, the policy has regularly been monitored and requisite modification are made as and when required.

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

Not Applicable, since during the reporting period no formal due-diligence was conducted.

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, the organisation promotes a culture of diversity and inclusion for all at its workplace, and thereby has developed premises accessible to differently abled visitors as per the requirements of 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
Sexual Harassment	All these factors are part of Privi's Code of Conduct and added into the vendor assessment criteria. The 90% of value chain partners on these topics as a part of vendor assessment programme.
Discrimination at workplace	
Child Labour	
Forced Labour / Involuntary Labour	
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 such significant risks / concerns and hence not applicable.

PRINCIPLE 6: BUSINESSES SHOULD RESPECT AND MAKE EFFORTS TO PROTECT AND RESTORE THE ENVIRONMENT

SDG's Aligned



Essential Indicators

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

Parameter	2024-25 in GJ	2023-24 in GJ
From renewable sources		
Total electricity consumption (A)	64,035	1,38,80
Total fuel consumption (B)	84,049	110
Energy consumption through other sources (C)	Nil	Nil
Total energy consumed from renewable sources (A+B+C)	1,48,084	1,39,90
From non-renewable sources		
Total electricity consumption (D)	1,76,127	1,93,640
Total fuel consumption (E)	21,46,306	20,05,390
Energy consumption through other sources (F)	Nil	Nil
Total energy consumed from non-renewable sources (D+E+F)	23,22,433	21,99,030
Total energy consumed (A+B+C+D+E+F) in GJ	24,70,517	22,13,020
Energy intensity per rupee of turnover (Total energy consumed in GJ / Revenue from operations in rupees)	0.0001221	0.0001292
Energy intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total energy consumed in GJ / Revenue from operations adjusted for PPP in \$)	0.00050	0.00046
Energy intensity in terms of physical Output (Total energy consumed in GJ / Total production in KG)	0.065	0.065

*The revenue from operations has been adjusted for PPP based on the latest PPP conversion factor published for the year 2023 by World Bank for India which is 20.20

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

Yes, Ernst & Young Associates LLP has provided limited assurance on data reported under this indicator and assurance statement is available as a part of our sustainability report.

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, since the organisation does not have sites/ facilities identified as Designated Consumer under the PAT Scheme.

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

Parameter	2024-25	2023-24
Water withdrawal by source (in litres)		
(i) Surface water	Nil	Nil
(ii) Groundwater	Nil	Nil
(iii) Third party water (MIOC water)	62,41,16,000	52,84,21,000
(iv) Seawater / desalinated water	Nil	Nil
(v) Others – (Tanker Water)	493,59,000	1,33,06,240
(vi) Rainwater	36,03,000	40,15,000
Total volume of water withdrawal (in litres) (i + ii + iii + iv + v + vi)	67,70,80,000	54,57,42,000
Total volume of water consumption (in litres)	63,11,48,790	50,02,70,000
Water intensity per rupee of turnover (L of consumption/ turnover in rupees)	0.031	0.029
Water intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total water consumption in Litres / Revenue from operations adjusted for PPP in \$)	0.129	0.105
Water intensity in terms of physical output – (L of consumption/ KG of production)	16.76	14.80

*The revenue from operations has been adjusted for PPP based on the latest PPP conversion factor published for the year 2023 by World Bank for India which is 20.29

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

Yes, Ernst & Young Associates LLP has provided limited assurance on data reported under this indicator and assurance statement is available as a part of our sustainability report.

4. Provide the following details related to water discharged:

Parameter	2024-25	2023-24
Water discharge by destination and level of treatment (in kilolitres)		
(i) To Surface water	Nil	Nil
- No treatment	Nil	Nil
- With treatment – please specify level of treatment	Nil	Nil
(ii) To Groundwater	Nil	Nil
- No treatment	Nil	Nil
- With treatment – please specify level of treatment	Nil	Nil
(iii) To Sewerage	Nil	Nil
- No treatment	Nil	Nil
- With treatment – please specify level of treatment	Nil	Nil
(iv) Sent to third-parties	CETP	CETP
- No treatment	Nil	Nil
- With treatment – please specify level of treatment	45,931 KL	45,472 KL

Parameter	2024-25	2023-24
(v) Others	Nil	Nil
- No treatment	Nil	Nil
- With treatment	Nil	Nil
Total water discharged (in kilolitres)	45,931 KL	45,472 KL

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

Yes, Ernst & Young Associates LLP has provided limited assurance on data reported under this indicator and assurance statement is available as a part of our sustainability report.

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

The organisation has implemented Reverse Osmosis Plant and Multi Effect Evaporator plant to recycle, and reuse treated wastewater which enables to utilise treated water. The organisation's Jhagadia unit (Gujarat) is designated as ZLD by Gujarat Pollution Control Board. Further, at Mahad unit (Maharashtra) the organisation has implemented ZLD in its Unit-I, unit-II & U-III and the maximum water has been recycled back into the process.

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

Parameter	Please specify unit	2024-25	2023-24
NOx	MT	0.0032	0.928
SOx	MT	18.77	38.85
Particulate matter (PM)	MT	10.03	4.11
Persistent organic pollutants (POP)		Nil	Nil
Volatile organic compounds (VOC)		Nil	Nil
Hazardous air pollutants (HAP)		Nil	Nil
Others		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.

Yes, Ernst & Young Associates LLP has provided limited assurance on data reported under this indicator and assurance statement is available as a part of our sustainability report.

7. Provide details of greenhouse gas emissions (Scope 1 and Scope 2 emissions) & its intensity, in the following format:

Parameter	Unit	2024-25	2023-24
Total Scope 1 emissions (Break-up of the GHG into CO ₂ , CH ₄ , N ₂ O, HFCs, PFCs, SF ₆ , NF ₃ , if available)	Metric tonnes of CO ₂ equivalent	3,12,476 MTCO ₂ e	1,78,619.21 MT CO ₂ e
Total Scope 2 emissions	Metric tonnes of CO ₂ equivalent	35,668 MTCO ₂ e	38,512.50 MT CO ₂ e
(Break-up of the GHG into CO ₂ , CH ₄ , N ₂ O, HFCs, PFCs, SF ₆ , NF ₃ , if available)			
Total Scope 1 and Scope 2 emission intensity per rupee of turnover (Total Scope 1 and Scope 2 GHG emissions / Revenue from operations in ₹ Crore)		116.94 MTCO ₂ e per ₹ Turnover	126.82 MT CO ₂ e per ₹ Turnover

Parameter	Unit	2024-25	2023-24
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 in MT CO ₂ e / Revenue from operations adjusted for PPP in \$ Crore)		604.13 MT CO ₂ e per \$ Crore	457.71 MT CO ₂ e per \$ Crore
Total Scope 1 and Scope 2 emission intensity in terms of physical output (MT CO ₂ e of consumption / MT of production)		6.58 MT CO ₂ e per MT production Total considered: 37677 MT	6.42 MT CO ₂ e per MT production Total production considered: 33800 MT

*The revenue from operations has been adjusted for PPP based on the latest PPP conversion factor published for the year 2023 by World Bank for India which is 20.20

*Note (Scope-2 Emissions): Corporate office emissions (owing to electricity consumption at HQ) were not included as no significant contribution to emissions was observed.

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

Yes, Ernst & Young Associates LLP has provided limited assurance on data reported under this indicator and assurance statement is available as a part of our sustainability report.

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

Yes, the Company has embarked on a carbon emission reduction journey and has developed a ESG roadmap with several initiatives to achieve this goal. The Company has invested in renewable energy sources to reduce dependency on fossil fuels and reduce greenhouse gas emissions (GHG) and other energy solutions like use of biomass and biofuel, transition to Electric Vehicles (EVs) company-owned, for employee travel. The Company has also focussed on improving energy efficiency in manufacturing processes by adopting advanced technologies, optimising equipment efficiencies and implementing energy management systems. The Company is implementing interventions such as solar projects, waste generation reduction and waste heat recovery. The Company has implemented systems to monitor and measure greenhouse gas emissions across its operations for identifying areas for improvement and drive a continuous reduction in emissions. The Company supports research and development initiatives aimed at developing new technologies and processes that reduce greenhouse gas emissions to fulfill its Science Based Targets commitment for Near term target by 2032 and Net Zero by 2050.

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

Parameter	2024-25	2023-24
Total Waste generated (in metric tonnes)		
Plastic waste (A)	0.580	Nil
E-waste (B)	1.303	0.73
Bio-medical waste (C)	0.470101	0.0002519
Construction and demolition waste (D)	0	3368.55
Battery waste (E)	7.64	1.0715
Radioactive waste (F)	Nil	Nil
Other Hazardous waste, (G) (ETP waste, sludge from Multiple Effect Evaporator (MEE) and other waste residues sent to Authorised member of solid waste treatment (Mahad Waste Management Limited (MWML) and Bharuch Enviro Infrastructure Limited (BEIL).	6,315.07	5,567.45
Other Non-hazardous waste generated (H) (Other scrap, Boiler ash, paper etc)	6,202.832	2,224.612
Total (A+B + C + D + E + F + G + H)	12,627.89	11,162.41

Parameter	2024-25	2023-24
Waste intensity per rupee of turnover (Total waste generated in MT / Revenue from operations in \$ Crore)	6.19	6.52
Waste intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total waste generated in MT / Revenue from operations adjusted for PPP in \$ Crore)	25.67	23.53
Waste intensity in terms of physical output of (Total waste generated / MT of production)	0.3325	0.3302
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	37,638.433	17,086.54
(ii) Re-used	10.447	9.358
(iii) Other recovery operations	Nil	Nil
Total	37,648.88	17,095.89
For each category of waste generated, total waste disposed by nature of disposal method (in metric tonnes)		
Category of waste		
(i) Incineration	238.99	348.49
(ii) Landfilling (we are sending waste to authorised member of waste treatment plant (Mahad Waste Management Limited (MWML) and Bharuch Enviro Infrastructure Limited (BEIL) who further processed for landfilling and incineration)	5,939.117	5,260.34
(iii) Other disposal operations	Nil	Nil
Total	6,178.10	5,608.83

*The revenue from operations has been adjusted for PPP based on the latest PPP conversion factor published for the year 2023 by World Bank for India which is 20.20

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

Yes, Ernst & Young Associates LLP has provided limited assurance on data reported under this indicator and assurance statement is available as a part of our sustainability report.

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

The Company has a membership with Mumbai Waste Management Limited (MWML) in Maharashtra and Bharuch Enviro Infrastructure Limited (BEIL) in Gujarat who are responsible for further processing of landfilling and incineration operation as per local laws. For discharge of treated effluent, the Company has the membership of Common Effluent Treatment Plants (CETP) at Mahad. The annual returns on quantity of waste generated is being reported to the state pollution control board by filling and submission of form IV & V (Rules & Regulation Published in the Gazette of India, Part-II, Section-3 Sub-section (ii) Ministry of Environment, Forest and Climate Change).

The Effluent Treatment Plants (ETP) of each unit is equipped with primary, secondary, tertiary treatment followed by Reverse Osmosis (RO) system. Tertiary treated effluent is either recycled through RO or discharged to the common effluent system. The Aqueous effluent generated from processes having low COD and high Total Dissolved Solids (TDS) is fed to the Multiple Effect Evaporator (MEE) along with the RO reject, and condensate of the evaporator is sent for treatment in the Effluent treatment plant or recycled/reused. The sludge generated from the evaporator/ETP is sent to an authorised secured landfill site. High caloric and high TDS value hazardous waste is sent for processing to the authorised co-processors and further to cement industry.

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

S. No.	Location of operations/offices	Types 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, since none of our unit is located at ecologically sensitive area.

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

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

Note - The latest SIA was done in Year 2022 and there was no expansion proposed since 2022, therefore no EIA conducted as per EIA notification 2006 requirement.

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, and Environment protection act and rules thereunder (Y/N). If not, provide details of all such non-compliances, in the following format:

Serial Number	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 taken, if any action
				Yes, the organisation is fully compliant with all the applicable environmental legislations.

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
(ii) Nature of operations
(iii) Water withdrawal, consumption and discharge in the following format:

Parameter	2024-25	2023-24
Water withdrawal by source (in kilolitres)		
(i) Surface water		Not Applicable, since the Company does not withdraw, consume, or discharge water in Central Ground Water Board (CGWB) notified areas of water stress.
(ii) Groundwater		
(iii) Third party water		
(iv) Seawater / desalinated water		
(v) Others		
Total volume of water withdrawal (in kilolitres)		
Total volume of water consumption (in kilolitres)		
Water intensity per rupee of turnover (water consumed in KL/ Turnover of Cr in rupee)		
Water intensity (Water consumed in KL / production qty in MT)		

Parameter	2024-25	2023-24
Water discharge by destination and level of treatment (in kilolitres)		
(i) Into Surface water		Not Applicable
- No treatment		
- With treatment - please specify level of treatment		
(ii) Into Groundwater		
- No treatment		
- With treatment - please specify level of treatment		
(iii) Into Seawater		
- No treatment		
- With treatment - please specify level of treatment		
(iv) Sent to third-parties		
- No treatment		
- With treatment - please specify level of treatment		
(v) Others		
- No treatment		
- With treatment - please specify level of treatment		
Total water discharged (in kilolitres) - No water discharge as unit is ZLD (Zero Liquid Discharge).		

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

Not applicable, as the Company neither withdraws, nor discharge water in areas notified as water stressed by Central Ground Water Board (CGWB).

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

Parameter	Unit	2024-25	2023-24
Total Scope 3 emissions	Metric tonnes of CO2 equivalent	2,13,959.76 MT CO2e	2,23,916.77 MT CO2e
Total Scope 3 emissions (MT of CO2e/ Turnover in ₹ Crore)		105.82	130.79
Total Scope 3 emission intensity - (MT of CO2e/ MT production)		5.67	6.62 MT CO2e/ MT production

Note - The Scope 3 data for the financial year 2023-24 has been recalculated to reflect a change in methodology.

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

Yes, Ernst & Young Associates LLP has provided limited assurance on data reported under this indicator, and assurance statement is included in our sustainability report.

3. With respect to the ecologically sensitive areas reported 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.

Not Applicable, as none of our unit is located at ecologically sensitive area.



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	Transitioning to renewables	Total installed solar power capacity stands at 10.5 MW as of March 2025. I. 10 MW is sourced through an open access solar farm located in Jalna. II. 400 kW rooftop solar is installed at Unit-10, Mahad. III. A newly commissioned 100 kW rooftop solar plant is operational at Unit-6, Jhagadia. IV. The Company is in the process of signing MoU for another 5 MW solar power through open access to start functioning by end 2025.	The Company achieved a total solar power consumption of 17,767,392 kWh during the financial year 2024-25. I. This shift to renewable energy resulted in an emission reduction of approximately 12,931.40 metric tonnes of CO ₂ e significantly contributing to the Company's decarbonisation goals. II. By leveraging solar power, the Company anticipates a cost saving of approximately ₹ 14.87 Crores, based on an average energy rate of ₹ 8.36 per kWh. III. Additionally, a 100 kW rooftop solar system has been installed, generating 148,920 kWh annually and contributing to an annual reduction of 103 metric tonnes of CO ₂ emissions. IV. This is in line with the Company's target for increase solar power share from current 25% to 50%.
2	Energy Conservation	I. Energy audit of main manufacturing facility conducted. II. Dry vac pumps (3 nos. Ital vac) installed to save Power consumption, steam consumption & Effluent load reduction. III. Process as well as waste heat recovery projects planned based on the energy audit recommendations.	The recommendations/Savings will be implemented in current year 2025-26.
3	Water Conservation	I. Process condensate recovery and reusing it in process. II. Steam Condensate Recovery III. The Company is investing to increase rooftop rainwater harvesting capacity at its Mahad units to conserve and harvest rainwater during the monsoons. IV. Increasing the no of ZLD units is planned which will further conserve fresh water.	I. The Company has achieved a notable reduction in overall water consumption through systematic conservation and efficiency initiatives. II. Approximately 34% of Privi's total water requirement is currently fulfilled through internal water recycling efforts, leading to an estimated cost saving of ₹ 1.17 Crores annually, based on a water rate of ₹ 55 per kilo Litre. III. In addition, 70.27% of treated effluent/wastewater has been recycled and reused within our manufacturing units, significantly reducing the dependency on freshwater resources and contributing to a circular water management approach.

Sr. No	Initiative undertaken	Details of the initiative (Web-link, if any, may be provided along with summary)	Outcome of the initiative
4	Carbon sequestration Privi Lungs of Mahad - Miyawaki Combo Biodiversity & Livelihood plantation at Amshet/Mahad	I. Miyawaki Combo Biodiversity & Livelihood plantation of 43865 trees Planted at Amshet, Mahad to help heal mother earth & help restore the Ecosystem + generate livelihood for local labours & Community. II. Another 20000 trees planted on a barren hill, around the factory & nearby villages	I. Sequester 1,100 tons of carbon every year. II. Community social commitment by helping to generate income for local farmers. III. Contributing to improve the air & ambient quality in Mahad IV. Helping to improve the water tables & water quality. V. Improve biodiversity of trees, birds, bees, butterflies, snakes & rabbits.
5	Waste Management Initiatives	I. The Company disposed collected plastic waste to authorised recyclers as part of its sustainability and waste management efforts. II. Installation of advanced organic waste composter at Jhagadia and Mahad plant to convert food waste to soil additive and further to compost. III. Spent acids and other byproducts are sent for recycling to authorise end user to make useful products. IV. Acetic acid recovery & recycle implemented in Jhagadia plant	I. In FY 2024-25, 0.580 metric tonnes of plastic waste were responsibly disposed of by sending it to authorised recyclers, ensuring compliance with environmental regulations and promoting sustainable waste management. II. The Company enhanced its composting practices, generating approximately 10,447 metric tonnes of compost from organic waste across operating locations. The compost produced has been effectively utilised for green belt development, contributing to site-level biodiversity and soil health. During the year, 31,435.60 metric tonnes of by-products were recycled or repurposed as raw materials by peer industries, reinforcing our commitment to circular economy principles and minimising waste sent to landfill.
6	Green transportation initiatives	The Company has introduced electric vehicles for company travel for employees from corporate offices to Manufacturing site.	The initiative covers an approximate distance of 280-300 kilometres daily, resulting in a monthly fuel saving of up to 750 litres. This operational efficiency has led to an annual reduction of approximately 21.82 metric tonnes of CO ₂ e in greenhouse gas emissions, contributing significantly to our climate action goals.

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

Yes, the organisation has Business Continuity Plan (BCP) & Disaster management plans in place. The organisation has identified risk related to any loss of connectivity, utility service, injury, staff loss, material shortage and many others, which can disrupt the continuity of business, thereby the organisation has mitigation plans in place mentioning all probabilities and ways through the same. The organisation also reviews the same every year.

The Disaster Management plan covers entire Plants and Office Operations, Supply Chain, IT, etc & all possible scenarios are covered and considered in the plan. The disaster management plan is submitted to Directorate of Industrial Safety and Health (DISH). We also conduct mock drills every quarter to maintain high state of emergency preparedness.

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?
- During the year, there were no significant adverse environmental impacts arising from the value chain of the entity.

7. Percentage of value chain partners (by value of business done with such partners) that were assessed for environmental impacts.
- We assess our supplier based on Environmental, Social and Governance (ESG) aspects. The protocol includes ESG criteria such as- Climate change, environment, health & safety, labour and human rights and governance such as ethics and compliance, fair business practices, etc. During the reporting period, 50.86% of our suppliers were assessed for environmental impacts.

PRINCIPLE 7: BUSINESSES, WHEN ENGAGING IN INFLUENCING PUBLIC AND REGULATORY POLICY, SHOULD DO SO IN A MANNER THAT IS RESPONSIBLE AND TRANSPARENT.

SDG's Aligned



Essential Indicators

1. a. Number of affiliations with trade and industry chambers/ associations.
The organisation is affiliated with 9 trade and industry chambers/associations.
- b. List the top 10 trade and industry chambers/ associations (determined based on the total members of such body) the entity is a member of/ affiliated to.

S. No	Name of the trade and industry chambers/ associations	Reach of trade and industry chambers/ associations (State/National)
1	International Fragrance Association (IFRA)	International
2	Chemical Export Promotion Council (CHEMEXCIL)	National
3	Federation of Indian Chambers of Commerce and Industry (FICCI)	National
4	Flavours and Fragrance Association of India (FAFAI)	National
5	Export Inspection Agency (EIA)	National
6	Indian Institute of Packaging (IIP)	National
7	Indo-Arab Chamber of Commerce and Industries	National
8	Indian Merchants' Chamber (IMC)- Chamber of Commerce and Industry	National
9	Mahad Manufacturers Association (MMA)	State

2. Provide details of corrective action taken or underway on any issues related to anticompetitive conduct by the entity, based on adverse orders from regulatory authorities:

Name of authority	Brief of the case	Corrective action taken
Not Applicable, as no adverse orders were received from regulatory authorities.		

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
1	Statutory and regulatory enactments, applicable to the Company	Representation Through the industry association.	-	As and when required	-

PRINCIPLE 8: BUSINESSES SHOULD PROMOTE INCLUSIVE GROWTH AND EQUITABLE DEVELOPMENT

SDG's Aligned



Essential Indicators

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
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During the current financial year no SIA of projects were undertaken by the entity based on 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:

S. No	Name of Project for which R&R is ongoing	State	District	No. of Project Affected Families (PAFs)	% of PAFs covered by R&R	Amounts paid to PAFs in the FY (in ₹)
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The organisation has not undertaken any project during the year attracting the provisions of rehabilitation and resettlement.

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

The organisation engages with the community by conducting informal and formal meetings apart from program specific meetings to facilitate harmony.

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

	2024-25	2023-24
Directly sourced from MSMEs/ small producers	8.43%	6%
Sourced directly from within the district and neighbouring districts	28%	42%

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	2024-25	2023-24
Rural	Nil	Nil
Semi-urban	78.30%	81.05%
Urban	Nil	Nil
Metropolitan	21.70%	19.50%

(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 Assessment (Reference: Question 1 of Essential Indicators above):

Details of negative social impact identified	Corrective action taken
Not Applicable, since no SIA was undertaken by the organisation	

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

S. No	State	Aspirational District	Amount spent (In ₹)
	NA	NA	NA

3. (a) Do you have a preferential procurement policy where you give preference to purchase from suppliers comprising marginalised /vulnerable groups? (Yes/No)
Considering the type of industry and our requirements, we are committed to include the marginalised groups and look forward to jointly scale up the business.
- (b) From which marginalised /vulnerable groups do you procure?
While considering the type of industry and specialised requirements, the organisation has not been able to identify the marginalised/ vulnerable group, however, the same is being explored.
- (c) What percentage of total procurement (by value) does it constitute?
Not applicable at present.

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:

S. No	Intellectual Property based on traditional knowledge	Owned/ Acquired (Yes/No)	Benefit shared (Yes / No)	Basis of calculating benefit share
Not Applicable, since no Intellectual Property was acquired by the entity				

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

Name of authority	Brief of the case	Corrective Action taken
Not Applicable, since no Intellectual Property was owned or acquired by the entity		

6. Details of beneficiaries of CSR Projects:

S. No	CSR Project	No. of persons benefitted from CSR projects	% of beneficiaries from vulnerable and marginalised groups
1	Health & Hygiene	6,500	Data for the above is not ascertainable, however the CSR team would endeavour the data collection on the same in the coming years.
2	Environment	Public at Large	
3	Education	5,000	

PRINCIPLE 9: BUSINESSES SHOULD ENGAGE WITH AND PROVIDE VALUE TO THEIR CONSUMERS IN A RESPONSIBLE MANNER

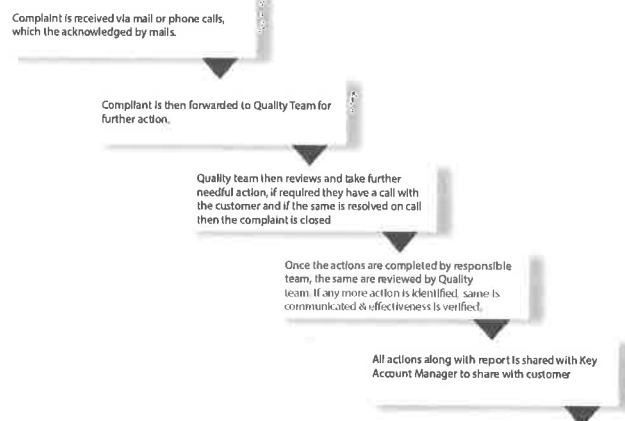
SDG's Aligned



Essential Indicators

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

For any organisation, it is important to keep its customers happy and resolve their concerns. The organisation has set procedure for the resolving its customers concern. The same is presented below:



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

	As a percentage to total turnover
Environmental and social parameters relevant to the product	100%
Safe and responsible usage	100%
Recycling and/or safe disposal	100%

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	Nil	Nil	Nil	Nil
Advertising	Nil	Nil	Nil	Nil	Nil	Nil
Cyber-security	Nil	Nil	Nil	Nil	Nil	Nil
Delivery of essential services	Nil	Nil	Nil	Nil	Nil	Nil
Restrictive Trade Practices	Nil	Nil	Nil	Nil	Nil	Nil
Unfair Trade Practices	Nil	Nil	Nil	Nil	Nil	Nil
Other	Nil	Nil	Nil	Nil	Nil	Nil

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

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

5. Does the entity have a framework/ policy on cyber security and risks related to data privacy? (Yes/No) If available, provide a web-link of the policy
- Privi has a robust Cyber Security policy which provides guidelines for addressing cyber security and related risks and the mitigation of such risks

Web Link: <https://www.privi.com/investor-relations/corporate-governance/company-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.
- Not Applicable, as no such incidents reported.

7. Provide the following information relating to data breaches:

- Number of instances of data breaches
Since no such instance of data breach has occurred during the year, it is not applicable.
- Percentage of data breaches involving personally identifiable information of customers.
Not applicable, since no such incidents were reported.
- Impact, if any, of the data breaches
NA

Leadership Indicators

- Channels / platforms where information on products and services of the entity can be accessed (provide web link, if available).**
The organisation being a customer driven entity, for easy accessibility of its product, it keeps the details and information related to product updated & available on its website.
The web-link for the same is: <https://www.privi.com/ris/insurances/our-product>
- Steps taken to inform and educate consumers about safe and responsible usage of products and/or services.**
The organisation always ensures to keep its website updated and also educates customers about product's safe and responsible usage through its website. Further, the organisation also shares all products MSDS (Material Safety Data Sheet) & PDS (Product Safety Data Sheet) with all its customers and also labelling procedures are in place.

3. Mechanisms in place to inform consumers of any risk of disruption/discontinuation of essential services.

Even though the Company does not fall under the essential service category, through emails and phone calls, it informs its consumers of any risk of disruption/discontinuation of essential services.

4. Does the entity display product information on the product over and above what is mandated as per local laws? (Yes/No/Not Applicable) If yes, provide details in brief. Did your entity carry out any survey with regard to consumer satisfaction relating to the major products / services of the entity, significant locations of operation of the entity or the entity as a whole? (Yes/No)

The Company being highly regulated industry, follows and fulfils all its statutory and mandatory labelling requirements however, it does not provide any involuntary information over the product. The organisation further conducts customer satisfaction survey annually.

INDEPENDENT AUDITOR'S REPORT

To the Members of

Privi Specialty Chemicals Limited

Report on the Audit of the Standalone Financial Statements

OPINION

We have audited the standalone financial statements of Privi Specialty Chemicals Limited (the "Company") which comprise the standalone balance sheet as at 31 March 2025, and the standalone statement of profit and loss (including other comprehensive income), standalone statement of changes in equity and standalone statement of cash flows for the year then ended, and notes to the standalone financial statements, including material accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 ("Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31 March 2025, and its profit and other comprehensive loss, changes in equity and its cash flows for the year ended on that date.

REVENUE RECOGNITION

See Note 2(xv), 20 and 37 to standalone financial statements

The Key Audit Matter

The Company's revenue is derived primarily from sale of products. The principal products of the Company comprise of aroma chemicals.

Revenue from sale of goods is recognized on transfer of the products to the customer. The Company uses a variety of shipment terms across its operating markets and this has an impact on the timing of revenue recognition. The performance obligations in the contracts may be fulfilled at the time of dispatch, delivery or upon formal customer acceptance depending on contract terms. There is a risk that revenue could be recognised at a time which is different from transfer of control especially for sales transactions occurring on and around the reporting period. Also, there is a risk of recognizing fictitious revenue throughout the year. In view of this and since revenue is a key performance indicator of the Company, we have identified timing of the revenue recognition as a key audit matter.

BASIS FOR OPINION

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

KEY AUDIT MATTER

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

How the matter was addressed in our audit

We applied the following audit procedures in this area to obtain sufficient appropriate audit evidence:

- Assessed the appropriateness of Company's accounting policies relating to revenue recognition as per the applicable accounting standard.
- Obtained an understanding of the Company's sales process and evaluated the design and implementation of key internal controls in relation to the timing of revenue recognition. We also tested the operating effectiveness of such controls for a sample of transactions and also of controls over revenue recognised on and around the reporting period.

The Key Audit Matter

How the matter was addressed in our audit

- For a sample of sale transactions selected using statistical sampling, performed detailed testing and in particular examined whether these are recognised in the period in which control is transferred. This included examination of the terms and conditions as per customer orders, such as shipping terms, transporter documents and customer acceptances.
- Tested on a sample basis, specific revenue transactions recorded around the year end date to check whether revenue has been recognised in the correct reporting period by examining the underlying documents.
- Tested sample using statistical sampling approach for journal entries for revenue recognised during the year, selected based on specified risk-based criteria to identify unusual transactions.
- Evaluating the Company's disclosures in the standalone financial statements in respect of revenue recognition. (Refer Note 37 of standalone financial statements)

OTHER INFORMATION

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

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

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

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

MANAGEMENT'S AND BOARD OF DIRECTORS RESPONSIBILITIES FOR THE STANDALONE FINANCIAL STATEMENTS

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

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

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

AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE STANDALONE FINANCIAL STATEMENTS

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

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

- Identify and assess the risks of material misstatement of the standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3) (i) of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Management and Board of Directors.

- Conclude on the appropriateness of the Management and Board of Directors use of the going concern basis of accounting in preparation of standalone financial statements and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

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

REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government of India in terms of Section 143(11) of the Act, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

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

- a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
- b. In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books except for the matter stated in the paragraph 2B(f) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014.
- c. The standalone balance sheet, the standalone statement of profit and loss (including other comprehensive income), the standalone statement of changes in equity and the standalone statement of cash flows dealt with by this Report are in agreement with the books of account.
- d. In our opinion, the aforesaid standalone financial statements comply with the Ind AS specified under Section 133 of the Act.
- e. On the basis of the written representations received from the directors as on 1 April 2025 and 2 April 2025 taken on record by the Board

- c. The following are the instances of delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

Financial Year	AGM Date	Dividend to be paid within 30 days from AGM Date	Unclaimed dividend amount	Due Date of Transfer to IEPF (7 years)	Remarks
2015-17	11 August 2017	10 September 2017	Rs 1.31 lakhs	16 September 2024	Unclaimed dividend not transferred to IEPF account as of date

- d. (i) The management has represented that, to the best of its knowledge and belief, as disclosed in the Note 41(a) (relating to the standalone financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities (intermediaries), with the understanding (whether recorded in writing or otherwise, that the intermediary shall directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

of Directors, none of the directors is disqualified as on 31 March 2025 from being appointed as a director in terms of Section 164(2) of the Act.

- f. the modification relating to the maintenance of accounts and other matters connected therewith are as stated in the paragraph 2A(b) above on reporting under Section 143(3)(b) of the Act and paragraph 2B(f) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014.

- g. With respect to the adequacy of the internal financial controls with reference to financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in Annexure B.

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

- a. The Company has disclosed the impact of pending litigations as at 31 March 2025 on its financial position in its standalone financial statements. Refer Note 34 to the standalone financial statements.
- b. The Company has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts. Refer Note 19 to the standalone financial statements.

- (ii) The management has represented that, to the best of its knowledge and belief, as disclosed in the Note 41(a)(viii) to the standalone financial statements, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Parties ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- (iii) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (i) and (ii) above, contain any material misstatement.

The final dividend paid by the Company during the year, in respect of the same declared for the previous year, is in accordance with Section 123 of the Act to the extent it applies to payment of dividend.

As stated in Note 38 to the standalone financial statements, the Board of Directors of the Company has proposed final dividend for the year which is subject to the approval of the members at the ensuing Annual General Meeting. The dividend declared is in accordance with Section 123 of the Act to the extent it applies to declaration of dividend.

- Based on our examination which included test checks, the Company has used an accounting software for maintaining its books of account which has a feature of recording audit trail (edit

log) facility except for the instances mentioned below:

- At the application level for certain fields / tables relating to all the significant financial processes where audit trail was enabled from 9 November 2024.
- The feature of recording audit trail (edit log) facility was not enabled at the database level to log any direct data changes.

For accounting software for which audit trail feature is enabled, the audit trail facility has been operating throughout the year for all relevant transactions recorded in the software and we did not come across any instance of audit trail feature being tampered with during the course of our audit. Additionally, the audit trail has been preserved by the Company as per the Statutory requirement for retention to the extent log generated.

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

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

For B S R & Co, LLP
Chartered Accountants
Firm's Registration No.:101249W/W-100022

Jayesh T Thakkar
Partner

Place: Mumbai Membership No.: 113959
Date: 03 May 2025 ICAI UDIN:25113959BMLXBNI 455

ANNEXURE A TO THE INDEPENDENT AUDITOR'S REPORT ON THE STANDALONE FINANCIAL STATEMENTS OF PRIVI SPECIALITY CHEMICALS LIMITED FOR THE YEAR ENDED 31 MARCH 2025

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

- (a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment.
(B) The Company has maintained proper records showing full particulars of Intangible assets.
- (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has a regular programme of physical verification of its Property, Plant and Equipment by which all property, plant and equipment are verified in a phased manner over a period of three years. In accordance with this programme, certain property, plant and equipment were verified during the year. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets. No material discrepancies were noticed on such verification.
- (c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties (other than immovable properties where the Company is the lessee and the leases agreements are duly executed in favour of the lessee) disclosed in the standalone financial statements are held in the name of the Company.
- (d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has

not revalued its Property, Plant and Equipment (including Right of Use Assets) or intangible assets or both during the year.

- (e) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there are no proceedings initiated or pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder.
- (a) The inventory, except goods-in-transit and stocks lying with third parties, has been physically verified by the management during the year. For stocks lying with third parties at the year-end, written confirmations have been obtained and for goods-in-transit subsequent evidence of receipts has been linked with inventory records. In our opinion, the frequency of such verification is reasonable and procedures and coverage as followed by management were appropriate. No discrepancies were noticed on verification between the physical stocks and the book records that were more than 10% in the aggregate of each class of inventory.
- (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of security of current assets. In our opinion, the quarterly returns or statements filed by the Company with such banks or financial institutions are in agreement with the books of account of the Company except as follows:

Quarter	Name of bank	Particulars	Amount as per books of account (Rs in lakhs)	Amount as reported in the quarterly return/ statement (Rs in lakhs)	Amount of difference (Rs in lakhs)	Whether return/ statement subsequently rectified
Jun-24	Refer Note-1	Trade Receivables and Inventories	99,356.84	98,562.42	794.42	No
Sep-24	Refer Note-1	Trade Receivables and Inventories	99,459.93	1,01,687.90	(2,227.97)	No

Quarter	Name of bank	Particulars	Amount as per books of account (Rs in lakhs)	Amount as reported in the quarterly return/ statement (Rs in lakhs)	Amount of difference (Rs in lakhs)	Whether return/ statement subsequently rectified
Dec-24	Refer Note-1	Trade Receivables and Inventories	109,531.33	107,579.72	1,951.61	No
Mar-25	Refer Note-1	Trade Receivables and Inventories	112,343.25	111,639.77	703.48	No

Refer note 14 of the standalone financial statements

Note: 1. The bank includes Kotak Mahindra Bank, HDFC Bank Ltd, CITI bank, RBL Ltd., IDFC bank, ICICI Bank Ltd, Standard Chartered Bank.

(iii) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not made any investments, provided guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, limited liability partnerships or any other parties during the year. Accordingly, provisions of clauses 3(iii)(a) to 3(iii)(f) of the Order are not applicable to the Company.

(iv) According to the information and explanations given to us and on the basis of our examination of records of the Company, the Company has neither made any investments nor has it given loans or provided guarantee or security and therefore the relevant provisions of Sections 185 and 186 of the Companies Act, 2013 (the Act) are not applicable to the Company. Accordingly, clause 3(iv) of the Order is not applicable.

(v) The Company has not accepted any deposits or amounts which are deemed to be deposits from the public. Accordingly, clause 3(v) of the Order is not applicable.

(vi) We have broadly reviewed the books of accounts maintained by the Company pursuant to the rules prescribed by the Central Government for maintenance of cost records under Section 148(1) of the Act in respect of its manufactured goods and are of the opinion that prima facie, the prescribed accounts and

records have been made and maintained. However, we have not carried out a detailed examination of the records with a view to determine whether these are accurate or complete.

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

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

According to the information and explanations given to us and on the basis of our examination of the records of the Company, no undisputed amounts payable in respect of Goods and Service Tax, Provident Fund, Employees State Insurance, Income-Tax, Duty of Customs or Cess or other statutory dues were in arrears as at 31 March 2025 for a period of more than six months from the date they became payable.

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

Name of the statute	Nature of the dues	Amount (Rs. in lakhs - net of amount paid under protest*)	Period to which the amount relates	Forum where dispute is pending	Remarks, if any
The Income Tax Act, 1961	Income Tax	237.34	AY 2014-15	CIT Appeals	None
The Income Tax Act, 1961	Income Tax	202.79	AY 2017-18	ITAT	None
The Income Tax Act, 1961	Income Tax	268.79	AY 2018-19	CIT Appeals	None
The Income Tax Act, 1961	Income Tax	331.76	AY 2020-21	ITAT	None
The Income Tax Act, 1961	Income Tax	542.64	AY 2021-22	CIT Appeals	None
The Customs Act, 1962	Custom Duty, Fine and Penalty	90.54	FY 2011-12 and 2012-13	Office of the Commissioner of Customs,	None
The Customs Act, 1962	Custom Duty, Fine and Penalty	961.97	FY 2017-18 and 2018-19	Office of the Commissioner of Customs, Nhava Sheva	None
The Customs Act, 1962	Custom Duty, Fines and Penalty	261.94	FY 2017-18	Office of the Commissioner of Customs House- Kandla	None
Maharashtra, Good and Service tax act 2017 (MGST Act 2017)	GST, Interest and penalty	90.87	FY 2019-20 and FY 2020-21	Deputy Commissioner of State Tax Raigad Maharashtra	None

*Protest deposit paid amounting to Rs. 107.31 lakhs. Further, interest, penalty and fines has been considered to the extent mentioned in the demand orders.

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

(ix) (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not defaulted in repayment of loans and borrowing or in the payment of interest thereon to any lender.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not been declared a wilful defaulter by any bank or financial institution or government or government authority.

(c) In our opinion and according to the information and explanations given to us by the management,

term loans were applied for the purpose for which the loans were obtained.

(d) According to the information and explanations given to us and on an overall examination of the standalone financial statements of the Company, we report that no funds raised on short-term basis have been used for long-term purposes by the Company.

(e) According to the information and explanations given to us and on an overall examination of the standalone financial statements of the Company, we report that the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries as defined under the Act.

(f) According to the information and explanations given to us and procedures performed by us, we report that the Company has not raised loans during the year on the pledge of securities held in its subsidiaries (as defined under the Act).

- (x) (a) The Company has not raised any moneys by way of initial public offer or further public offer (including debt instruments). Accordingly, clause 3(x)(a) of the Order is not applicable.
- (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year. Accordingly, clause 3(x)(b) of the Order is not applicable.
- (xi) (a) During the course of our examination of the books and records of the Company and according to the information and explanations given to us, no fraud by the Company or on the Company has been noticed or reported during the year.
- (b) According to the information and explanations given to us, no report under sub-section (12) of Section 143 of the Act has been filed by the auditors in Form ADT-4 as prescribed under Rule 13 of the Companies (Audit and Auditors) Rules, 2014 with the Central Government.
- (c) As represented to us by the management, there are no whistle blower complaints received by the Company during the year.
- (xii) According to the information and explanations given to us, the Company is not a Nidhi Company. Accordingly, clause 3(xii) of the Order is not applicable.
- (xiii) In our opinion and according to the information and explanations given to us, the transactions with related parties are in compliance with Section 177 and 188 of the Act, where applicable, and the details of the related party transactions have been disclosed in the standalone financial statements as required by the applicable accounting standards.
- (xiv) (a) Based on information and explanations provided to us and our audit procedures, in our opinion, the Company has an internal audit system commensurate with the size and nature of its business.
- (b) We have considered the internal audit reports of the Company issued till date for the period under audit.
- (xv) In our opinion and according to the information and explanations given to us, the Company has not entered into any non-cash transactions with its directors or persons connected to its directors and hence,

- provisions of Section 192 of the Act are not applicable to the Company.
- (xvi) (a) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, clause 3(xvi)(a) of the Order is not applicable.
- (b) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, clause 3(xvi)(b) of the Order is not applicable.
- (c) The Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, clause 3(xv) (c) of the Order is not applicable.
- (d) The Company is not part of any group (as per the provisions of the Core Investment Companies (Reserve Bank) Directions, 2016 as amended). Accordingly, the requirements of clause 3(xvi)(d) are not applicable.
- (xvii) The Company has not incurred cash losses in the current and in the immediately preceding financial year.
- (xviii) There has been no resignation of the statutory auditors during the year. Accordingly, clause 3(xviii) of the Order is not applicable.
- (xix) According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that the Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.
- Also refer to the Other Information paragraph of our main audit report which explains that the other information comprising the information included in annual report is expected to be made available to us after the date of this auditor's report.

- (xx) In our opinion and according to the information and explanations given to us, there is no unspent amount under sub-section (5) of Section 135 of the Act pursuant to any project. Accordingly, clauses 3(xx)(a) and 3(xx)(b) of the Order are not applicable.

For B S R & Co. LLP
Chartered Accountants
Firm's Registration No.:101248W/W-100022

Jayesh T Thakkar
Partner
Membership No.: 113959
ICAI UDIN:25113959BMLXBN1455

Place: Mumbai
Date: 03 May 2025

ANNEXURE B TO THE INDEPENDENT AUDITOR'S REPORT ON THE STANDALONE FINANCIAL STATEMENTS OF PRIVI SPECIALITY CHEMICALS LIMITED FOR THE YEAR ENDED 31 MARCH 2025

Report on the internal financial controls with reference to the aforesaid standalone financial statements under Clause (i) of Sub-section 3 of Section 143 of the Act (Referred to in paragraph 2(A)(g) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

OPINION

We have audited the internal financial controls with reference to financial statements of Privi Speciality Chemicals Limited (the Company) as of 31 March 2025 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

In our opinion, the Company has, in all material respects, adequate internal financial controls with reference to financial statements and such internal financial controls were operating effectively as at 31 March 2025, based on the internal financial controls with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting Issued by the Institute of Chartered Accountants of India (the 'Guidance Note').

MANAGEMENT'S AND BOARD OF DIRECTORS' RESPONSIBILITIES FOR INTERNAL FINANCIAL CONTROLS

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

AUDITOR'S RESPONSIBILITY

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial

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

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

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

MEANING OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO FINANCIAL STATEMENTS

A company's internal financial controls with reference to financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial controls with reference to financial statements include those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted

accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

INHERENT LIMITATIONS OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO FINANCIAL STATEMENTS

Because of the inherent limitations of internal financial controls with reference to financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any

evaluation of the internal financial controls with reference to financial statements to future periods are subject to the risk that the internal financial controls with reference to financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

For BSR & Co. LLP
Chartered Accountants
Firm's Registration No.: 101248W/W-100022

Jayesh T Thakkar
Partner

Place: Mumbai Membership No.: 113959
Date: 03 May 2025 ICAI UDIN: 25113959MLXBNI455

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STANDALONE BALANCE SHEET

AS AT MARCH 31, 2025

(Currency: Indian Rupees in Lakhs)

Particulars	Note	As at March 31, 2025	As at March 31, 2024
ASSETS			
Non-current assets			
Property, plant and equipment	3	93,568.22	98,334.72
Capital work-in-progress	3	8,620.57	1,558.58
Right of use assets	4a	3,407.88	3,777.31
Other intangible assets	4b	530.42	934.67
Intangible assets under development	4b	1,389.82	1,008.56
Financial assets			
Investments	5	6,170.54	6,163.14
Other financial assets	6	1,808.64	1,556.56
Income tax assets (net)		1,572.94	2,343.19
Other non-current assets	7	3,544.22	1,349.42
Total non-current assets		1,17,852.94	1,14,126.99
Current assets			
Inventories	8	72,257.11	60,282.58
Financial assets			
Trade receivables	9	40,076.14	36,108.77
Cash and cash equivalents	10	4,099.40	1,575.08
Bank balances other than cash and cash equivalents	11	6.79	444.78
Other financial assets	12	629.74	-
Other current assets	13	12,263.64	6,331.96
Total current assets		1,29,280.67	1,04,744.65
TOTAL ASSETS		2,47,133.61	2,18,871.64
EQUITY AND LIABILITIES			
EQUITY			
Equity share capital	12a	3,906.27	3,906.27
Other equity	12b	1,05,213.00	89,141.61
Total equity		1,09,119.27	93,047.88
LIABILITIES			
Non-current liabilities			
Financial liabilities			
Borrowings	13a	27,913.38	38,350.20
Lease liabilities	13b	274.12	820.04
Provisions	15	2,254.17	1,718.96
Deferred tax liabilities (net)	16	2,221.98	2,395.03
Total non-current liabilities		32,663.65	43,264.23
Current liabilities			
Financial liabilities			
Borrowings	14	66,863.93	50,452.91
Lease liabilities	14b	542.84	379.86
Trade payables	17	1,243.11	1,275.87
a) Total outstanding dues of micro enterprises and small enterprises	17	39,269.08	27,060.65
b) Total outstanding dues of creditors other than micro enterprises and small enterprises	17	-	-
Other financial liabilities	18	6,045.94	2,339.34
Other current liabilities	19	316.42	505.16
Provisions	15	240.40	198.52
Current tax liabilities (net)		-	1,299.02
Total current liabilities		1,04,550.77	83,518.63
Total liabilities		1,37,214.42	1,26,782.86
TOTAL EQUITY AND LIABILITIES		2,47,133.61	2,18,871.64
Reconciling to the standalone financial statements	3 to 43	-	-
Material accounting policies	2	-	-

The accompanying notes form an integral part of the standalone financial statements.

As per our report of even date attached.

For BSR & Co. LLP
Chartered Accountants
Firm's Registration No: 101248W/W-100022
Jayesh T Thakkar
Partner
Membership No: 113959

For and on behalf of the Board of Directors of
Privi Specialty Chemicals Limited
CIN: L15140MH1985PLC286828

Mahesh Babani
Chairman & Managing Director
DIN: 00051162

Narayan S Iyer
Chief Financial Officer
Membership No: 105320

Mumbai
Date: May 03, 2025

D. B. Rao
Executive Director
DIN: 00356218

Ashwini Shah
Company Secretary
Membership No: A-58378

Mumbai
Date: May 03, 2025

STANDALONE STATEMENT OF PROFIT AND LOSS

FOR THE YEAR ENDED MARCH 31, 2025

(Currency: Indian Rupees in Lakhs)

Particulars	Note	Year ended March 31, 2025	Year ended March 31, 2024
INCOME			
Revenue from operations	20	2,03,834.26	1,71,206.12
Other income	21	1,790.47	2,161.63
TOTAL INCOME (I)		2,05,624.73	1,73,367.75
EXPENSES			
Cost of materials consumed	22	1,14,132.73	93,197.62
Changes in inventories of finished goods and work-in-progress	23	(3,574.40)	5,442.38
Employee benefits expense	24	7,515.05	6,544.46
Finance costs	25	8,379.31	9,502.36
Depreciation and amortisation expenses	26	12,567.94	12,195.37
Power and fuel expense	27	15,183.00	13,802.14
Other expenses	28	25,934.28	19,485.74
TOTAL EXPENSES (II)		1,80,237.82	1,60,170.07
Profit before tax		25,386.91	13,197.68
Tax expenses:			
Current tax		6,563.27	3,080.10
Deferred tax (Credit) / Charge		(105.61)	329.01
Tax expense		6,457.66	3,409.19
Profit for the year (III)		18,930.25	9,788.49
Other comprehensive income			
Items that will not be reclassified to profit or loss:		(104.08)	15.81
Reversal/adjustment of the net defined benefit plan:		25.47	(4.08)
Income tax related to items that will not be reclassified to profit or loss:		(77.61)	11.73
Total other comprehensive (loss) / income for the year (IV)		18,852.64	9,800.22
Earnings per equity share: nominal value of share ₹ 10/- each			
Basic and diluted (₹)	36	48.46	25.06
Notes to the standalone financial statements	3 to 43	-	-
Material accounting policies	2	-	-

The accompanying notes form an integral part of the standalone financial statements.

For BSR & Co. LLP
Chartered Accountants
Firm's Registration No: 101248W/W-100022

Jayesh T Thakkar
Partner
Membership No: 113959

For and on behalf of the Board of Directors of
Privi Specialty Chemicals Limited
CIN: L15140MH1985PLC286828

Mahesh Babani
Chairman & Managing Director
DIN: 00051162

D. B. Rao
Executive Director
DIN: 00356218

Narayan S Iyer
Chief Financial Officer
Membership No: 105320

Ashwini Shah
Company Secretary
Membership No: A-58378

Mumbai
Date: May 03, 2025

Mumbai
Date: May 03, 2025

STANDALONE STATEMENT OF CASH FLOWS

FOR THE YEAR ENDED MARCH 31, 2025

(Currency: Indian Rupees in Lakhs)

Particulars	Year ended March 31, 2025	Year ended March 31, 2024
A CASH FLOW FROM OPERATING ACTIVITIES		
Profit before tax	25,386.91	13,197.68
Adjustment for:		
Depreciation and amortisation expenses	12,298.19	11,635.31
Amortisation of right of use assets	869.75	560.06
(Gain) on write-back of financial liabilities (refer note 21)	(54.92)	-
Sundry balances written off	11.53	0.78
Unrealised foreign exchange (gain) / loss (net)	1,953.92	(680.84)
Interest income	(14.08)	(29.38)
Finance cost	8,379.31	9,502.36
Loss on sale of property, plant and equipment (net)	18.53	25.60
(Gain) on disposal of Other Intangible assets	(83.78)	-
(Gain) on sale of investments (net)	(1.01)	(8.70)
Allowance for expected credit loss and credit impairment	11.50	-
Operating cash flow before working capital changes	48,135.55	34,202.87
Movements in working capital		
(Increase) / Decrease in trade receivables	(4,009.07)	(4,659.48)
(Increase) / Decrease in inventories	(11,894.55)	14,213.69
(Increase) / Decrease in other current and non-current assets (non-financial assets)	(6,656.61)	2,799.78
(Increase) / Decrease in financial assets	(781.82)	(149.37)
Increase / (Decrease) in trade payable	12,175.77	(1,435.87)
Decrease / (Increase) in financial liabilities	36.45	(882.02)
Decrease / (Increase) in non-financial liabilities and provisions	219.89	(5,231.44)
Cash generated from operations	(10,099.94)	4,625.29
Income taxes paid	37,435.61	38,328.16
Net cash generated from operating activities [A]	30,464.57	35,178.45
B CASH FLOW FROM INVESTING ACTIVITIES		
Purchase of property, plant and equipment including CWIP, intangible assets, intangible assets under development and capital advances, net of capital creditors	(15,127.05)	(10,261.43)
Proceeds from sales of property, plant & equipment and Other Intangible assets	344.95	2.65
Investment in subsidiaries	-	(1,020.00)
Investment in structured entity	-	(499.50)
Fixed deposit placed	-	(32.83)
Proceeds on maturity of Fixed deposit	356.72	7.30
Interest received	14.06	29.38
Net cash (used in) investing activities [B]	(14,411.29)	(11,774.43)
C CASH FLOW FROM FINANCING ACTIVITIES		
Proceeds from Non-current borrowings	14,900.00	17,400.00
Repayment of Non-current borrowings	(25,716.76)	(15,987.10)
Current borrowings (net)	6,771.79	(15,530.33)
Payment of lease liabilities including interest on lease	(463.26)	(558.40)
Dividend paid including tax deducted at source	(781.25)	-
Interest paid	(822.11)	(9,178.38)
Net cash (used in) financing activities [C]	(13,909.59)	(23,854.21)
Net increase in cash and cash equivalents (A+B+C)	2,483.69	549.81
Cash and cash equivalents at the beginning of the year	1,575.08	1,025.27
Exchange differences on translation of foreign currency cash and cash equivalents	(0.37)	-
Cash and cash equivalents at end of the year (refer note 10)	4,058.45	1,575.08

STANDALONE STATEMENT OF CASH FLOWS

FOR THE YEAR ENDED MARCH 31, 2025

(Currency: Indian Rupees in Lakhs)

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

Note B : Purchase of property, plant and equipment including CWIP, intangible assets, intangible assets under development and capital advances, net of capital creditors during the year.

Note C : Reconciliation of net debts

Particulars	Lease liabilities	Non current borrowings	Current borrowings
Balance as on April 01, 2024	1,193.90	38,350.20	50,462.91
Loan/ lease taken during the current year	-	14,900.00	6,771.79
Repayment during the current year	-	(25,716.76)	-
Current maturities of long term debt (refer note 13 a)	-	3,79.94	(279.94)
Interest accrued but not due on borrowings	-	-	8.17
Interest on lease liabilities	86.32	-	-
Payment against lease liabilities	(463.26)	-	-
Closing balance as on March 31, 2025	816.96	27,913.38	50,862.93

Particulars	Lease liabilities	Non current borrowings	Current borrowings
Balance as on April 01, 2023	1,354.99	40,370.49	62,560.05
Loan/ lease taken during the current year	276.69	17,400.00	-
Repayment during the current year	-	(5,809.30)	(25,708.13)
Foreign exchange gain or loss	-	115.18	(198.34)
Current maturities of long term debt (refer note 13 a)	-	(13,726.17)	13,726.17
Interest accrued but not due on borrowings	-	-	83.16
Interest on lease liabilities	120.72	-	-
Payment against lease liabilities	(558.40)	-	-
Closing balance as on March 31, 2024	1,193.90	38,350.20	50,462.91

Note D : For Corporate social responsibility related spends, refer note 42

Material accounting policies 2
The accompanying notes forms an integral part of the standalone financial statements 3 to 43

As per our report of even date attached

For B S R & Co. LLP
Chartered Accountants
Firm's Registration No: 101248W/W-100022

Jayesh T Thakkar
Partner
Membership No: 113959

Mumbai
Date : May 03, 2025

For and on behalf of the Board of Directors of
Privi Specialty Chemicals Limited
CIN : L15140MH1985PLC286828

Mahesh Babani
Chairman & Managing Director
DIN: 00051162

Narayan S Iyer
Chief Financial Officer
Membership No: 105320

Mumbai
Date : May 03, 2025

D. B. Rao
Executive Director
DIN: 00356218

Ashwini Shah
Company Secretary
Membership No. A-58378

STANDALONE STATEMENT OF CHANGES IN EQUITY

FOR THE YEAR ENDED MARCH 31, 2025

(Currency: Indian Rupees in Lakhs)

A. EQUITY SHARE CAPITAL

Particulars	March 31, 2025	March 31, 2024
Balance at the beginning of the current reporting year	3,906.27	3,906.27
Changes in Equity Share Capital due to prior year errors	-	-
Restated balance at the beginning of the current reporting year	3,906.27	3,906.27
Changes in equity share capital during the current year	-	-
Balance at the end of the current reporting year	3,906.27	3,906.27

B. OTHER EQUITY

Particulars	Reserve and Surplus			
	General reserve	Retained earnings*	Capital Reserve (refer note 12(b))	Total
Balance as at April 01, 2023	35,573.76	42,766.63	1.00	78,341.39
Profit for the year	-	9,788.49	-	9,788.49
Other comprehensive income / (loss) (net of tax)	-	11.73	-	11.73
Total comprehensive income for the year	35,573.76	52,566.85	1.00	88,141.61
Balance as at March 31, 2024	35,573.76	52,566.85	1.00	88,141.61
Profit for the year	-	18,930.25	-	18,930.25
Other comprehensive (loss) (net of tax)	-	(77.61)	-	(77.61)
Total comprehensive income for the year	-	18,852.64	-	18,852.64
Contribution and distribution to the owners	-	-	-	-
Dividend of ₹ 2.00 per share for the year ended March 31, 2024 (including dividend distribution tax) (refer note 38)	-	(781.25)	-	(781.25)
Balance as at March 31, 2025	35,573.76	70,638.24	1.00	1,06,213.00

* The Balance arising out of remeasurement of defined plans is adjusted against the available retained earnings.

Notes to the standalone financial statements
Material accounting policies

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The accompanying notes form an integral part of the standalone financial statements.
As per our report of even date attached.

For BSR & Co. LLP
Chartered Accountants
Firm's Registration No: 101248W/W-100022

Jayesh T Thakkar
Partner
Membership No: 113959

For and on behalf of the Board of Directors of
Privi Speciality Chemicals Limited
CIN : L15140MH1985PLC286828

Maheesh Babani
Chairman & Managing Director
DIN: 00051162

Narayan S Iyer
Chief Financial Officer
Membership No: 105320

D. B. Rao
Executive Director
DIN: 00356218

Ashwini Shah
Company Secretary
Membership No: A-58378

Mumbai
Date : May 03, 2025

Mumbai
Date : May 03, 2025

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2025

(Currency: Indian Rupees in Lakhs)

1. GENERAL INFORMATION

Privi Speciality Chemicals Limited (PSCIL or 'the Company') incorporated on May 26, 1985 under the provisions of the Companies Act, 1956 is a public company domiciled in India. The Company is having its registered office at A-71, Privi House, Thane Belapur Road, TTC, Navi Mumbai-400710, Maharashtra, India. The Company is primarily engaged in the manufacture and export of aroma chemicals and in the trading of chemicals. The Company's manufacturing units are located at Mahad and Jhagadia. The equity shares of the Company are listed on Bombay Stock Exchange Limited and National Stock Exchange of India Ltd.

2. MATERIAL ACCOUNTING POLICIES

This note provides a list of the material accounting policies adopted by the Company in the preparation of standalone financial statements. These policies have been consistently applied to all the years presented, unless otherwise stated.

Statement of Compliance

These Standalone Financial Statements of the Company comprising the Balance Sheet as at March 31, 2025, Statement of Profit and Loss (including other comprehensive income), Statement of Changes in Equity, and Cash Flow Statement for the year ended March 31, 2025, and a summary of material accounting policies and other explanatory information have been prepared by the Company in accordance with the Indian Accounting Standards notified under Section 133 of the Companies Act, 2013 (the 'Act'), other relevant provisions of the Act and guidelines issued by the Securities and Exchange Board of India.

The standalone financial statements were authorised for issue by the Company's Board of Directors at their meetings held on May 03, 2025.

Basis of preparation and Presentation

Basis of Preparation

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

- (i) Derivative Financial Instruments measured at fair value. (refer note no. 18)

- (ii) Certain financial assets and liabilities measured at fair value (refer accounting policy regarding financial instruments)
- (iii) Employee's Defined Benefit Plan as per actuarial valuation.

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 under current market conditions, regardless of whether that price is directly observable or estimated using another valuation technique. In determining 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.

Functional and Presentation Currency

The standalone financial statements are presented in Indian Rupees, which is the functional currency of the Company and the currency of the primary economic environment in which the Company operates. All values are rounded to the nearest lakh, unless otherwise stated.

Use of estimates, judgements, and assumptions

In preparing these financial statements, management has made judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of income, expenses, assets and liabilities. Actual results may differ from these estimates and assumptions.

Estimate and underlying assumptions are reviewed on an ongoing basis. Revision to accounting estimates are recognised prospectively.

The Company has identified the following areas where significant judgements, estimates and assumptions are required. Further information on each of these areas and how they impact the various accounting policies are described below and in the relevant notes to the financial statements.

Financial reporting results rely on the estimate of the effect of certain matters that are inherently uncertain. Future events rarely develop exactly as forecast and the best estimates require adjustments, as actual results may differ from these estimates under different assumptions or conditions. Estimates and Judgments

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

(Currency: Indian Rupees in Lakhs)

are continually evaluated and are based on historical experience and other factors, including expectation of future events that are believed to be reasonable under the circumstances. The Management believes that the estimates used in preparation of these financial statements are prudent and reasonable. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising that are beyond the control of the Company, revisions to accounting estimates are accounted for prospectively.

Judgements:

In the process of applying the Company's accounting policies, management has made the following judgements, which have the most significant effect on the amounts recognised in the financial statements:

- Lease term, whether the Company is reasonably certain to exercise extension options – (refer note 4 a)

Assumptions and estimation uncertainties

Information about judgements in applying accounting policies, as well as estimates and assumptions that have the most significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are included in the following notes:

- Measurement of defined benefit obligations for key actuarial assumptions - refer note 31
- Recognition of deferred tax assets – Note 16
- Useful Lives of Property, Plant and Equipment, Right of use assets and Intangible Assets: Note 3 and 4
- Recognition and Measurement of Provisions and Contingencies: Note 34

III. Current and non-current classification

All assets and liabilities are classified into current and non-current.

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 12 months after the balance sheet date, or
- it is cash or a cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least 12 months after the balance sheet date.

Current assets include the current portion of non-current financial assets

All other assets are classified as non-current.

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 12 months after the balance sheet date; or
- the Company does not have an unconditional right to defer settlement of the liability for at least 12 months after the balance sheet date.

Terms of a liability that could, at the option of the counter party, result in its settlement by issue of equity instruments do not affect its classification. Current liabilities include current portion of non-current financial liabilities.

All other liabilities are classified as non-current.

Operating cycle

The operating cycle is twelve months from the time between the acquisition of assets for processing and their realisation in cash or cash equivalents.

IV. Property, Plant and Equipment ("PPE") and depreciation

1. Recognition and Measurement

The cost of an item of property, plant and equipment shall be recognised as an asset if, and only if 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.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

(Currency: Indian Rupees in Lakhs)

Property, Plant and equipment are measured at cost including nonrefundable taxes and import duties, which also includes capitalised borrowing costs less accumulated depreciation and any accumulated impairment losses. Cost of an item of property, plant and equipment comprises its purchase price, including import duties and non-refundable purchase taxes, after deducting trade discounts and rebates, any directly attributable cost of bringing the item to its working condition for its intended use and estimated costs of dismantling and removing the item and restoring the site on which it is located. The Company's date of transition to the standards was determined with reference to its fair value at the date.

Depreciation on additions/disposals is provided on a pro-rata basis i.e. from/ (upto) the date on which asset is ready for use/ (disposed off).

If significant parts of an item of property, plant and equipment have different useful lives, then they are accounted for as separate items (major components) of Property, Plant and equipment. Any Gain or loss on disposal of an item of Property, Plant and equipment is recognised in profit or loss.

II. Subsequent Expenditure

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

Depreciation and amortisation

Depreciation is calculated using the straight-line method to allocate cost of property plant and equipment, net of residual values, over their estimated useful lives as per the useful life prescribed in schedule II of the Companies Act, 2013 except in case of the following class of assets where the useful life is based on technical evaluation of the management:

Fixtures in leasehold premises are amortized over the primary period of the lease or useful life of the fixtures, whichever is lower.

Asset Class	Estimated useful life (in Years)	
	Useful life considered by the Company as per Schedule II / Technical Evaluation	Schedule II of the Companies Act, 2013
Building	33	30
Plant and Machinery	10	15
Electrical installation	10	10
Laboratory equipment's	10	10
Furniture & Fixtures	15	10
Office Equipment	10	5
Leasehold Improvement	15	15
Vehicle	10	8
Computer	5	6

Depreciation on additions / deletions during the year is provided from the date in which the asset is ready to use to the date in which the asset is disposed of.

The estimated useful lives, residual values and depreciation method are reviewed at the end of each reporting period, with the effect of any changes in estimate accounted for on a prospective basis.

Assets acquired under finance leases are depreciated over the shorter of the lease term and their useful lives, provided being greater than the useful life envisaged in Schedule II of Companies Act, 2013) unless it is reasonably certain that Company will obtain ownership by the end of lease term, in which case the depreciation rates applicable for similar assets owned by the Company are applied.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2025

(Currency: Indian Rupees in Lakhs)

An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount.

Gains and losses on disposals are determined by comparing proceeds with carrying amount. These are included in profit or loss within other gains/(losses).

Intangible assets and amortisation

Intangible assets with finite useful life are stated at cost of acquisition, less accumulated depreciation/amortisation and impairment loss, if any. Cost includes taxes, duties and other incidental expenses related to acquisition and other incidental expenses.

Amortisation is recognised in profit or loss on a straight-line basis over the estimated useful lives of respective intangible assets.

Asset Class	Estimated useful life (in Years)
Computers Software	3 to 5 Years
Rights of Sale of Products	5 Years
Development Rights	5 Years

About internally generated intangible assets:

Expenditure on research activities, undertaken with the prospect of development of new products or gaining new technical knowledge and understanding, is recognised in profit or loss as incurred.

Capital expenditure on research and development is capitalised and depreciated as per accounting policy mentioned above. Revenue expenditure is charged off in the year in which it is incurred.

Development activities involve a plan or design for the production of new or substantially improved products or processes. Development expenditure is capitalised only if development costs can be measured reliably, the product or process is technically and commercially feasible, future economic benefits are probable, and the Company intends to and has sufficient resources to complete development and to use the asset. The expenditure capitalised includes the cost of materials, direct labour, overhead costs that are directly attributable to preparing the asset for its intended use,

and directly attributable borrowing costs (in the same manner as in the case of tangible fixed assets). Other development expenditure is recognised in profit or loss as incurred.

Intangible assets are amortised in profit or loss over their estimated useful lives, from the date that they are available for use based on the expected pattern of consumption of economic benefits of the asset.

Gains or losses arising from derecognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the statement of profit or loss when the asset is derecognised.

VI. Impairment of Non-financial assets

At each reporting date, the Company reviews the carrying amount of its non-financial assets (other than biological assets, investment property, inventories, contract assets and deferred tax assets) to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated. Goodwill is tested annually for impairment.

For impairment testing, assets are grouped together into the smallest group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets or CGUs. Goodwill arising from a business combination is allocated to CGUs or group of CGUs that are expected to benefit from the synergies of the combination.

The recoverable amount of an asset or CGU is the greater of its value in use and its fair value less costs to sell. Value in use is based on the estimated future cash flows, discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risk specific to the asset or CGU.

An impairment loss is recognised if the carrying amount of an asset or CGU exceeds its Recoverable amount.

Impairment losses are recognised in profit or loss. They are allocated first to reduce the carrying amount of any goodwill allocated to the CGU, and then to reduce the carrying amounts of the other assets in the CGU on a pro rata basis.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2025

(Currency: Indian Rupees in Lakhs)

An impairment loss in respect of goodwill is not reversed. For other assets, an impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation, if no impairment loss had been recognised.

vii. Borrowing costs

Borrowing costs are interest and other costs that the Company incurs in connection with the borrowing of funds and is measured with reference to the effective interest rate applicable to the respective borrowing. Borrowing costs include interest costs measured at EIR, amortisation of discounts, hedge related cost incurred in connection with foreign currency borrowings, ancillary costs incurred in connection with borrowing of funds and exchange differences arising from foreign currency borrowings (other than long term foreign currency borrowings) to the extent they are regarded as an adjustment to the interest cost.

Borrowing costs, allocated to qualifying assets, pertaining to the period from commencement of activities relating to construction / development of the qualifying asset up to the date of capitalisation of such asset are added to the cost of the assets. Capitalisation of borrowing costs is suspended and charged to the Statement of Profit and Loss during extended periods when active development activity on the qualifying assets is interrupted.

All other borrowing costs are recognised as an expense in the period in which they are incurred.

viii. Foreign currency transactions

Transactions denominated in foreign currency are recorded at the exchange rate prevailing on the date of transactions. Exchange differences arising on foreign exchange transactions settled during the year are recognised in the Statement of profit and loss of the year.

Monetary assets and liabilities in foreign currency, which are outstanding as at the balance sheet date are translated at the year-end at the closing exchange rate and the resultant exchange differences are recognised in the statement of profit and loss.

Foreign exchange differences regarded as an adjustment to borrowing costs are presented in the

statement of profit and loss, within finance costs. All other foreign exchange gains and losses are presented in the statement of profit and loss on a net basis within other incomes/expenses.

ix. Financial Instruments

a. Financial assets

Initial Recognition and Measurement

All financial assets are recognised initially at fair value, plus in the case of financial assets not recorded at fair value through profit or loss (FVTPL), transaction costs that are attributable to the acquisition of the financial asset. However, trade receivables that do not contain a significant financing component are measured at transaction price.

Classification and subsequent measurement

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

Financial assets at amortised cost

A financial asset is classified as subsequently measured at the amortised cost if both the following conditions are met:

- The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and
- Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

The losses arising from impairment are recognised in the profit or loss. This category generally applies to trade and other receivables.

Financial assets at fair value through Other Comprehensive Income ("FVTOCI")

A financial asset is classified as subsequently measured at fair value through Other Comprehensive Income if both the following conditions are met:

- The objective of the business model is achieved both by collecting contractual cash flows and selling the financial assets, and

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

(Currency: Indian Rupees in Lakhs)

- Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

Financial assets included within the FVTOCI category are measured initially as well as at each reporting date at fair value. Fair value movements are recognised in other comprehensive income (OCI). However, the Company recognises interest income, impairment losses & reversals and foreign exchange gain or loss in the P&L. On derecognition of the asset, cumulative gain or loss previously recognised in OCI is reclassified from equity to P&L. The Company did not have any financial assets at FVTOCI during the current year as well as previous year.

Financial assets at fair value through Profit and loss ("FVTPL")

Financial assets at FVTPL are a residual category for financial assets. Any financial assets which do not meet the criteria of categorising it at amortised cost or at FVTOCI is classified as at FVTPL.

Financial assets included within the FVTPL category are measured at fair value with all changes recognised in the P&L.

De-recognition

A financial asset (or, where applicable, a part of a financial asset or part of a Company of similar financial assets) is primarily derecognised (i.e., removed from the Company's balance sheet) when:

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

When the Company has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if and to what extent it has retained the risks and rewards of ownership.

When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Company continues to recognise the transferred asset to the extent of the Company's continuing involvement. In that case, the Company also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Company has retained.

Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the Company could be required to repay.

Impairment of Financial Assets

In view of its past experience of having insignificant impairment bad debts / write-offs and based on management's estimate considering its portfolio of customers, this trend would continue for the foreseeable future, the Company has determined that significant impairment of Financial assets is not required to be recognised based on Expected Credit Loss model.

b. Financial liabilities

Initial recognition and measurement

Financial liabilities are classified at initial recognition as financial liabilities at amortised cost and financial liabilities at FVTPL. Derivative liabilities are classified as FVTPL. All financial liabilities are recognised initially at fair value. The Company's financial liabilities include trade and other payables, loans and borrowings including bank overdrafts and derivative financial instruments.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

(Currency: Indian Rupees in Lakhs)

Subsequent measurement

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

Financial liabilities at FVTPL

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss. Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term. This category also includes derivative financial instruments entered by the Company that are not designated as hedging instruments in hedge relationships as defined by Ind AS 109.

Gains or losses on liabilities held for trading are recognised in the profit or loss. Except derivative instruments, the Company has not designated any financial liability as at FVTPL.

Financial liabilities at amortised cost

All financial liabilities except for derivatives are classified as measured at amortised cost. This category includes bank and other borrowings, trade payables and other financial liabilities.

De-recognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of profit or loss.

c. Offsetting of Financial Instruments

Financial assets and financial liabilities are offset, and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

Business Model Assessment

Financial assets - Business model assessment

The Company makes an assessment of the objective of the business model in which a financial asset is held at a portfolio level because this best reflects the way the business is managed, and information is provided to management. The information considered includes:

the stated policies and objectives for the portfolio and the operation of those policies in practice. These include whether management's strategy focuses on earning contractual interest income, maintaining a particular interest rate profile, matching the duration of the financial assets to the duration of any related liabilities, or expected cash outflows or realising cash flows through the sale of the assets.

- how the performance of the portfolio is evaluated and reported to the Company's management;
- the risks that affect the performance of the business model (and the financial assets held within that business model) and how those risks are managed;
- how managers of the business are compensated- e.g., whether compensation is based on the fair value of the assets managed, or the contractual cash flows collected, and the frequency, volume and timing of sales of financial assets in prior periods, the reasons for such sales and expectations about future sales activity.

Transfers of financial assets to third parties in transactions that do not qualify for derecognition are not considered sales for this purpose, consistent with the Company's continuing recognition of the assets.

Financial Assets that are held for trading or are managed and whose performance is evaluated on a fair value basis are measured at FVTPL.

d. Derivatives

Initial recognition and subsequent measurement: The Company uses derivative financial instruments, such as forward currency contracts,

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NOTES TO THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2025

(Currency: Indian Rupees in Lakhs)

interest rate swaps and currency SWAPS, to hedge its foreign currency risks, interest rate risks and its long term loans, respectively. Such derivative financial instruments are initially recognised at fair value on the date on which a derivative contract is entered into and are subsequently re-measured at fair value. Derivatives are carried as financial assets when the fair value is positive and as financial liabilities when the fair value is negative. The purchase contracts that meet the definition of a derivative under Ind-AS 109 are recognised in the Statement of Profit and Loss.

x. 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 other components, and for which discrete financial information is available. All operating segments' operating results are reviewed regularly by the Company Chief Executive Officer (CEO) to make decisions about resources to be allocated to the segments and assess their performance.

The Chief Operational Decision Maker (CODM) monitors the operating results of its business Segments separately for the purpose of making decisions about resource allocation and performance assessment. Segment performance is evaluated based on profit and loss and is measured consistently with profit or loss in the standalone financial statements. Operating segments have been identified on the basis of nature of products / services. The Accounting Policies adopted for segment reporting are in line with the Accounting Policies of the Company. Segment assets include all operating assets used by the business segments and consist principally of fixed assets, trade receivables and inventories. Segment liabilities include the operating liabilities that result from the operating activities of the business. Segment assets and liabilities that cannot be allocated between the segments are shown as part of unallocated corporate assets and liabilities respectively. Income / Expenses relating to the enterprise as a whole and not allocable on a reasonable basis to business segments are reflected as unallocated corporate income / expenses.

xi. Cash flows

Cash flows are reported using the indirect method, whereby profit / (loss) before extraordinary items and tax is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future cash receipts or payments and item of income or expenses associated with investing or financing cash flow. The cash flows from operating, investing and financing activities of the Company are segregated based on available information.

xii. Cash and Cash equivalents

Cash and cash equivalent in the balance sheet and for the statement cash flow comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

xiii. Investment in subsidiaries and joint ventures

Investment in subsidiary companies and joint venture companies are carried at cost less accumulated impairment losses, if any. Where an indication of impairment exists, the carrying amount of the investment is assessed and written down immediately to its recoverable amount. On disposal of investments in subsidiary companies and joint venture companies, the difference between net disposal proceeds and the carrying amount are recognised in the statement of Profit and Loss.

The Company reviews its carrying value of investments in subsidiaries annually, or more frequently when there is indication for impairment. If the recoverable amount is less than its carrying amount, the impairment loss is accounted for. Determining whether the investments in subsidiaries are impaired requires an estimate in the value in use of investments. The Management carries out impairment assessment for each investment by comparing the carrying value of each investment with the net worth of each Company based on audited financials, comparable market price and comparing the performance of the investee companies with projections used for valuations, in particular those relating to the cash flows, sales growth rate, pre-tax discount rate and growth rates used and approved business plans.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2025

(Currency: Indian Rupees in Lakhs)

xiv. Lease as a lessee

The Company has adopted Ind AS 116 effective from April 01, 2019 using modified retrospective approach. For the purpose of preparation of Standalone Financial statement, management has evaluated the impact of change in accounting policies required due to adoption of Ind AS 116 in first year of applicability.

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.

As a lessee, the Company recognises a right-of-use asset and a lease liability at the lease commencement date. The right-of-use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, less any lease incentives received.

The right-of-use asset is subsequently depreciated using the straight-line method from the commencement date to the earlier of the end of the useful life of the right-of-use asset or the end of the lease term. The estimated useful lives of right-of-use assets are determined on the same basis as those of property and equipment. In addition, the right-of-use asset is periodically reduced by impairment losses, if any, and adjusted for certain remeasurements of the lease liability.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, the Company's incremental borrowing rate. Generally, the Company uses its incremental borrowing rate as the discount rate.

Lease payments included in the measurement of the lease liability comprise the fixed payments, including in-substance fixed payments.

The lease liability is measured at amortised cost using the effective interest method.

The Company has used number of practical expedients when applying Ind AS 116: - Short-term leases, leases of low-value assets and single discount rate.

The Company has elected not to recognise right-of-use assets and lease liabilities for short-term leases that have a lease term of 12 months or less and leases of low-value assets. The Company recognises the lease payments associated with these leases as an expense on a straight-line basis over the lease term. The Company applied a single discount rate to a portfolio of leases of similar assets in similar economic environment with a similar end date.

The Company's leases primarily comprise land and buildings and Plant and equipment. The Company leases land and buildings for warehouse facilities.

xv. Inventories

Inventories include raw materials, packing materials, fuel, consumable stores and spares and manufactured inventory. Inventory is valued at the lower of cost and net realisable value.

Cost comprises the purchase price, costs of conversion and other related costs incurred in bringing the inventories to their present location and condition. Cost of raw materials, packing materials, fuel, consumable stores and spares are determined on the basis of Periodic moving weighted average method. Cost of finished goods and work in progress are determined using the absorption costing principle. Cost includes the cost of material consumed, labour and appropriate proportion of costs of conversion which include variable and fixed overheads.

Obsolete, defective, and unserviceable inventories are duly provided for. The comparison of cost and net realisable value is made on an item-to-item basis. Net realisable value is the estimated selling price in the ordinary course of business, less the estimated cost of completion and the estimated costs necessary to make the sale. The net realisable value of work in progress is determined by reference to the selling prices of related finished products.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

(Currency: Indian Rupees in Lakhs)

xvi. Revenue Recognition

Revenue recognition Revenue from contracts with customers is recognised when control of the goods or services are transferred to the customer (i.e., when the customer is able to direct the use of the transferred goods or rendering of services and obtains substantially).

All of the remaining benefits (at an amount that reflects the consideration entitled in exchange for those goods or services). The policy of recognising the revenue is determined according to Ind AS 115 "Revenue from contracts with customers".

Sale of Goods: Revenue is recognised upon transfer of control of promised goods to customers for an amount that reflects the consideration which the Company expects to receive in exchange for those goods. Revenue from the sale of goods is recognised at the point in time when control is transferred to the customer which is usually on dispatch/ delivery of goods, based on contracts with the customers. Revenue is measured based on the transaction price, which is the consideration, adjusted for volume discounts, price concessions, incentives, and returns, if any, as specified in the contracts with the customers.

Revenue excludes taxes collected from customers on behalf of the government. Accruals for discounts/ incentives and returns are estimated (using the most likely method) based on accumulated experience and underlying schemes and agreements with customers. Due to the short nature of credit period given to customers, there is no financing component in the contract.

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 various discounts and schemes offered by the Company as part of the contract.

Interest

Interest revenue is calculated by using the effective interest method for financial assets measured at amortised cost.

Government grants

Government grants are not recognised until there is reasonable assurance that the Company will comply with the conditions attached to them and that the grants will be received. Government grants are recognised in the statement of profit or loss on a systematic basis over the periods in which the Company recognises as expenses the related costs for which the grants are intended to compensate.

An export incentive is recognised in the statement of profit and loss when the right to derive credit as per the terms of the scheme is established in respect of export made, and there is no uncertainty as to its receipt.

xvii. Employee Benefits

Short Term Employee Benefits

Employee benefits payable within twelve months of rendering employee services are classified as short-term employee benefits. These benefits include salaries and wages, bonus, ex-gratia etc. These are recognised as an expense at an undiscounted amount in the Statement of Profit and Loss of the year in which the related service is rendered.

Post-employment Benefits

(i) Provident Fund

A defined contribution plan is a post-employment benefit plan under which an entity pays specified contributions to a separate entity and has no obligation to pay any further amounts. The Company makes specified monthly contributions towards employee provident fund to Government administered provident fund scheme which is a defined contribution plan. The Company's contribution is recognised as an expense in the statement of profit and loss during the period in which the employee renders the related service.

(ii) Gratuity

The Company's gratuity benefit scheme is a defined benefit plan. The Company's net obligation in respect of a defined benefit plan is calculated by estimating the amount of future benefit that employees have earned in return for their service in the current and prior periods. That benefit is discounted to determine its present value. The calculation of the Company's obligation under the plan is performed annually by a qualified actuary using the projected unit credit method.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

(Currency: Indian Rupees in Lakhs)

Remeasurements of the net defined benefit liability, which comprise actuarial gains and losses, the return on plan assets (excluding interest) and the effect of the assets ceiling (if any, excluding interest), are recognised in OCI. All expenses related to defined benefit plan are recognised in employee benefits expense in the Statement of Profit and Loss.

(iii) Compensated Absences

The Company provides for encashment of leave or leave with pay subject to certain rules. The employees are entitled to accumulate leave subject to certain limits for future encashment/ availment. The Company makes provision for compensated absences based on an independent external actuarial valuation carried out at the end of the year.

xviii. Taxation

Income tax expense comprises current tax and deferred tax charge or credit.

Current Income Tax

Provision for current tax is determined as the amount of tax payable in respect of taxable income for the year in accordance with the provisions of the Income Tax Act, 1961. Current tax is measured at the amount expected to be paid to (recovered from) the taxation authorities, using the enacted or substantively enacted tax rates and tax laws. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Current tax is recognised in statement of profit or loss, except when they relate to items that are recognised in other comprehensive income or directly in equity, in which case, the current tax is also recognised in other comprehensive income or directly in equity respectively.

Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

On March 30, 2019, MCA has issued amendment regarding the income tax Uncertainty over Income Tax

Treatments. The notification clarifies the recognition and measurement requirements when there is uncertainty over income tax treatments. In assessing the uncertainty, an entity shall consider whether it is probable that a taxation authority will accept the uncertain tax treatment. This notification is effective for annual reporting periods beginning on or after April 01, 2019. As per the Company's assessment, there are no material income tax uncertainties over income tax treatments.

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

Current tax is recognised in profit or loss except to the extent that it relates to a business combination or to an item recognised directly in equity or in other comprehensive income.

Deferred Tax

Deferred tax is recognised in respect of temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

Deferred tax liabilities are recognised for all taxable temporary differences.

Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are reassessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

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NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

(Currency: Indian Rupees in Lakhs)

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

Deferred tax relating to items recognised outside profit or loss is recognised either in other comprehensive income or in equity. Deferred tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity.

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

xix. Earnings per share

Basic earnings per share are calculated by dividing the net profit for the year attributable to equity shareholders by the weighted average number of equity shares outstanding during the year. Earnings considered in ascertaining the Company's earnings per share are the net profit for the year attributable to equity shareholders. For the purpose of calculating diluted earnings per share, the net profit or loss for the year attributable to equity shareholders and the weighted average number of shares outstanding during the year is adjusted for the effects of all dilutive potential equity shares, except where the results would be anti-dilutive.

xx. Provisions and contingent liabilities

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

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

Provision in respect of loss contingencies relating to claims, litigation, assessment, fines, penalties etc. are recognised when it is probable that a liability has been incurred, and the amount can be estimated reliably.

A contingent liability exists when there is a possible but not probable obligation, or a present obligation that may, probably will not, require an outflow of resources embodying economic benefits, or a present obligation whose amount cannot be estimated reliably. Contingent liabilities do not warrant provisions but are disclosed unless the possibility of outflow of resources is remote. Contingent assets are neither recognised nor disclosed in the standalone financial statements. However, contingent assets are assessed continually and if it is virtually certain that an inflow of economic resources embodying economic benefits will arise, related income are recognised in the year in which the change occurs.

xxi. Fair value measurement

The Company measures financial instruments, such as, derivatives at fair value at each balance sheet date.

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. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability

The principal or the most advantageous market must be accessible by the Company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

xxii. Recent accounting pronouncements:-

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

(Currency: Indian Rupees in Lakhs)

For the year ended March 31, 2025, MCA has notified Ind AS - 117 Insurance Contracts and amendments to Ind AS 116 - Leases, relating to sale and leaseback transactions, applicable to the Company w.e.f. April 01, 2024. The Company has reviewed the new pronouncements and based on its evaluation has determined that it does not have any significant impact in its Standalone financial statements.

xxiii. Equity shares

Equity shares Incremental costs directly attributable to the issue of equity shares are recognised as a deduction from equity. Income tax relating to transaction costs of an equity transaction is accounted for in accordance with Ind AS 12.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2025

(Currency: Indian Rupees in Lakhs)

3 PROPERTY, PLANT AND EQUIPMENT

Description	Gross carrying amount			Accumulated Depreciation			Net carrying amount	
	As at April 01, 2024	Addition during the year	Disposal / Transfer during the year	As at March 31, 2025	As at April 01, 2024	Depreciation for the year	Disposal / Transfer during the year	As at March 31, 2025
At cost:								
Building	27,997.08	1,662.18	48.47	29,610.79	3,783.99	935.40	1.48	4,717.87
Leasehold Improvement	600.42	9.87	-	610.29	519.76	4.06	-	623.84
Plant and equipment	1,15,030.90	6,018.11	235.29	1,22,813.72	61,374.31	9,850.70	22.34	61,102.57
Electrical installation	8,422.35	493.71	9.52	8,906.54	3,127.46	746.36	0.90	3,872.92
Furniture and fixtures	267.92	3.41	-	271.33	83.58	14.31	-	97.89
Office equipment	471.15	3.25	-	474.40	243.36	35.42	-	278.79
Computers	1,197.08	88.69	-	1,285.77	811.94	141.41	-	953.36
Laboratory equipments	1,937.91	138.69	-	2,076.60	975.33	148.37	-	1,123.70
Vehicles	449.73	17.34	51.69	415.38	220.17	38.92	28.56	230.63
Capital work-in-progress	1,56,374.54	10,435.15	344.97	1,66,464.72	61,039.82	11,914.95	53.28	72,901.49
	1,658.58	14,405.14	10,435.15	8,038.57	-	-	-	93,563.23
	1,58,032.12	24,840.29	10,780.12	1,72,093.29	61,039.82	11,914.95	53.28	89,191.80

During the year completed capital projects ₹ 10,135.15 Lakhs transfer from Capital work-in-progress to Property, plant and equipment

- The net carrying amount of property, plant and equipment (excluding Leasehold Improvement and Vehicles) amounting to ₹ 93,292.02 Lakhs (March 31, 2024: ₹ 55,334.72 Lakhs) are pledged as first charge security to banks providing term loans and second charge to banks providing working capital loans. (refer note 13a and 14)
- The Plant and equipment, Building and Electrical Installation includes an amount of ₹ 57.54 Lakhs, ₹ 277.55 Lakhs and ₹ 17.09 Lakhs respectively (March 31, 2024: ₹ 443.38 Lakhs, ₹ 67.18 Lakhs and ₹ 14.66 Lakhs respectively) that represent other incidental cost (i.e. borrowing cost, power and fuel, salary etc) capitalised.
- The Company has not recognised any impairment loss during the current year (March 31, 2024: Nil).
- The title deeds of immovable properties as disclose above are held in name of the Company.
- Disposal of assets consist Building, Plant and Machinery and Electrical installation sold to subsidiary (Privi Specialities Private Limited) amounting to ₹ 268.57 Lakhs at WDV as at March 01, 2025

Ageing for capital work-in-progress (CWIP) as at March 31, 2025 is as follows:

Description	Amount in Capital work-in-progress for the period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress*	5,628.57	-	-	-	5,628.57
Projects temporarily suspended	-	-	-	-	-
	5,628.57	-	-	-	5,628.57

* CWIP projects in progress consists Amber flour, Amber Gama and Dihydroxyacetone etc. For CWIP there are no such projects whose completion is over due or exceeds its cost compared to its original plan as at 31 Mar 25

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2025

(Currency: Indian Rupees in Lakhs)

3 PROPERTY, PLANT AND EQUIPMENT (Contd)

Description	Gross carrying amount			Accumulated Depreciation			Net carrying amount	
	As at April 01, 2023	Addition during the year	Disposal / Transfer during the year	As at March 31, 2024	As at April 01, 2023	Depreciation for the year	Disposal / Transfer during the year	As at March 31, 2024
At cost:								
Building	25,075.20	2,921.89	-	27,997.08	2,915.63	868.26	-	3,783.89
Leasehold Improvement	565.20	35.22	-	600.42	516.34	3.44	-	519.78
Plant and equipment	1,05,877.67	9,153.20	-	1,15,030.90	41,986.35	9,287.96	-	51,274.31
Electrical installation	7,558.29	864.06	-	8,422.35	2,417.80	709.66	-	3,127.46
Furniture and fixtures	267.92	-	-	267.92	68.57	15.01	-	83.58
Office equipment	466.58	4.57	-	471.15	208.24	35.12	-	243.36
Computers	1,185.51	11.57	-	1,197.08	665.79	146.15	-	811.94
Laboratory equipments	1,870.60	67.31	-	1,937.91	830.36	144.97	-	975.33
Vehicles	496.95	-	47.22	449.73	197.85	41.39	18.97	220.17
Capital work-in-progress	1,43,363.92	13,057.84	47.22	1,56,374.54	49,806.93	11,251.86	18.97	61,039.82
	8,821.37	5,895.05	13,057.84	1,658.58	-	-	-	1,658.58
	1,52,185.29	18,952.89	13,105.06	1,58,032.12	49,806.93	11,251.86	18.97	61,039.82

During the year completed capital projects ₹ 13,057.84 Lakhs transfer from Capital work-in-progress to Property, plant and equipment

- The net carrying amount of property, plant and equipment amounting to ₹ 95,334.72 Lakhs (March 31, 2023: ₹ 93,556.99 Lakhs) are pledged as first charge security to banks providing term loans and second charge to banks providing working capital loans. (refer note 13a and 14)
- The Plant and equipment, Building and Electrical Installation includes an amount of ₹ 443.38 Lakhs, ₹ 67.18 Lakhs and ₹ 14.66 Lakhs respectively (March 31, 2023: ₹ 1,004.41 Lakhs, ₹ 269.29 Lakhs and ₹ 99.75 Lakhs) that represent other incidental cost (i.e. borrowing cost, power and fuel, salary etc) capitalised.
- The Company has not recognised any impairment loss during the current year (March 31, 2024: Nil).
- The title deeds of immovable properties as disclose above are held in name of the Company.

Ageing for capital work-in-progress (CWIP) as at March 31, 2024 is as follows:

Description	Amount in Capital work-in-progress for the period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress	959.24	699.34	-	-	1,658.58
Projects temporarily suspended	-	-	-	-	-
	959.24	699.34	-	-	1,658.58

* CWIP projects in progress consists Common infrastructure and Sustained Capital at Mahad plant, Amber Extreme 2TAM in MP, Plant, etc. For CWIP there are no such projects whose completion is over due or exceeds its cost compared to its original plan as at 31 Mar 24

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2025

(Currency: Indian Rupees in Lakhs)

4 a RIGHT OF USE ASSETS

Description	Gross carrying amount			Accumulated Depreciation			Net carrying amount	
	As at April 01, 2024	Addition during the year	Disposal during the year	As at March 31, 2025	As at April 01, 2024	Amortisation for the year	Disposal during the year	As at March 31, 2025
Land	4,721.10	-	-	4,721.10	1,257.73	240.74	-	3,222.63
Building	434.25	-	-	634.25	323.71	129.01	-	463.26
Plant and Machinery	67.00	-	-	67.00	63.64	-	-	3.36
Total right of use assets	5,422.35	-	-	5,422.35	1,645.08	369.75	-	3,407.56

The aggregate depreciation expense on right-of-use asset is included under depreciation and amortisation expense in the Statement of Profit and Loss.

The Company has not recognised any impairment loss during the current year (March 31, 2024 - Nil).

Description	Gross carrying amount			Accumulated Depreciation			Net carrying amount	
	As at April 01, 2023	Addition during the year	Disposal during the year	As at March 31, 2024	As at April 01, 2023	Amortisation for the year	Disposal during the year	As at March 31, 2024
Land	3,990.41	730.69	-	4,721.10	927.69	330.04	-	1,257.73
Building	1,006.13	-	371.84	634.29	465.53	230.02	371.84	310.58
Plant and Machinery*	67.00	-	-	67.00	63.64	-	-	3.36
Total right of use assets	5,063.54	730.69	371.84	5,422.39	1,456.86	560.06	371.84	3,777.31

* Company has hired few machinery on rental basis and basis that arrangement the underlying machinery will get transferred to the Company. These assets will be capitalising under property plant and equipment.

The aggregate depreciation expense on right-of-use asset is included under depreciation and amortisation expense in the Statement of Profit and Loss.

The Company has not recognised any impairment loss during the current year (March 31, 2023 - Nil).

- The Company has taken land on lease for a non-cancellable period ranging 3 to 99 years, Building on lease for a tenure ranging from 3-5 years and plant and machinery for 10 years.
- The Company leases with contract term of less than 1 year. These leases are short term leases. The Company has elected not to recognise right of use assets and lease liabilities of these assets.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2025

(Currency: Indian Rupees in Lakhs)

4 a RIGHT OF USE ASSETS (Contd.)

- Maturity analysis of lease liabilities - contractual undiscounted cash flows:

Particulars	Year ended March 31, 2025	Year ended March 31, 2024
Less than one year	393.48	463.26
One to five years	329.19	890.97
More than five years	-	-
Total undiscounted lease liabilities	722.67	1,354.23
Discounted lease liabilities included in the statement of financial position	816.96	1,193.90
Current lease liabilities	542.84	373.86
Non-current lease liabilities	274.12	820.04

- The weighted average incremental borrowing rate of 6.25% to 9.40% (March 31, 2024 : 6.25% to 9.40%) has been applied for measuring the lease liability, at the date of initial application.
- The total cash outflow for leases for year ended March 31, 2025 is ₹ 463.26 Lakhs (March 31, 2024: ₹ 558.40 Lakhs).
- Income from sub leasing of Right to use assets is ₹ 46.52 Lakhs (March 31, 2024: ₹ 43.23 Lakhs) to related parties.

4 b OTHER INTANGIBLE ASSETS

Description	Gross carrying amount			Accumulated Depreciation			Net carrying amount	
	As at April 01, 2024	Addition during the year	Disposal / Transfer during the year	As at March 31, 2025	As at April 01, 2024	Amortisation for the year	Disposal / Transfer during the year	As at March 31, 2025
Computer softwares	1,300.65	-	-	1,300.65	803.18	273.32	-	1,126.50
Rights of sale of products	1,546.57	337.07	63.54	1,820.10	1,172.77	109.84	55.52	1,227.99
Development rights	265.66	150.00	-	415.66	352.31	0.08	-	262.39
Total intangible assets	3,112.87	487.07	63.54	3,536.40	2,278.26	383.24	55.52	2,605.98
Intangible assets under development	1,008.58	865.33	487.07	1,386.82	-	-	-	1,386.82
	4,121.45	1,352.40	550.61	4,923.22	2,278.26	383.24	55.52	2,317.24

* During the year completed capital projects ₹ 487.07 Lakhs transfer from intangible assets under development to Other intangible assets.

Ageing for intangible assets under development as at March 31, 2025 is as follows:

Description	Amount in intangible assets under development for the period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress*	528.26	648.56	210.00	-	1,386.82
Projects temporarily suspended	528.26	648.56	210.00	-	1,386.82

*Intangible assets under development in progress consists development of Menthol, Floreone and Indomarene etc. For intangible assets under development, there are no such projects whose completion is over due or exceeds its cost compared to its original plan as at March 31, 2025.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2025

(Currency: Indian Rupees in Lakhs)

4 b OTHER INTANGIBLE ASSETS (Contd.)

Description	Gross carrying amount			Accumulated Depreciation			Net carrying amount	
	As at April 01, 2023	Addition during the year	Disposal / Transfer during the year	As at March 31, 2024	As at April 01, 2023	Amortisation for the year	As at March 31, 2024	As at March 31, 2024
Computer softwares	1,259.20	41.45	-	1,300.65	585.73	265.45	853.18	447.47
Rights of sale of products	1,387.24	159.33	-	1,546.57	1,058.64	114.13	1,172.77	373.80
Development rights	265.65	-	-	265.65	249.44	2.87	262.31	13.34
Total Intangible assets	2,912.09	200.78	-	3,112.87	1,894.81	383.45	2,278.26	834.61
Intangible assets under development	487.07	722.27	200.78	1,008.65	-	-	-	1,008.56
	3,399.16	923.05	200.78	4,121.43	1,894.81	383.45	2,278.26	1,843.17

* During the year completed capital projects ₹ 200.78 Lakhs transferred from Intangible assets under development to Other Intangible assets

Ageing for Intangible assets under development as at March 31, 2024 is as follows :

Description	Amount in Intangible assets under development for the period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress	626.06	382.50	-	-	1,008.56
Projects temporarily suspended	-	-	-	-	-
	626.06	382.50	-	-	1,008.56

* Intangible assets under development in progress consists development of Monitol, Floravone and Indomene etc. For Intangible assets under development, there are no such projects whose completion is over due or exceeds its cost compared to its original plan as at March 31, 2024.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2025

(Currency: Indian Rupees in Lakhs)

5 INVESTMENTS

Unquoted	As at March 31, 2025		As at March 31, 2024	
	Number of shares	Amount	Number of shares	Amount
Investments measured at Cost:				
Equity Instruments:				
Subsidiaries:				
Face value of ₹ 10 each fully paid:				
Pvivi Biotechnologies Private Limited	3,62,74,728	4,271.70	3,62,74,728	4,271.70
Face value of US\$ 1 each fully paid:				
Pvivi Specialty Chemicals USA Corporation	51,000	30.61	51,000	30.61
Face value of ₹ 10 each fully paid:				
Prigiv Specialties Private Limited	1,78,50,000	1,785.00	1,78,50,000	1,785.00
Face value of ₹ 10 each fully paid:				
Total		6,087.31		6,087.31
Investments measured at amortised Cost:				
Structured entity				
Radiance Mit Sunrise Ten Private Limited	49,95,000	83.23	49,95,000	75.83
Face value of ₹ 10 each fully paid:		83.23		75.83
Aggregate amount of unquoted investments		6,170.54		6,163.14
Aggregate amount of impairment in value of investments		-		-

During the previous year, the Company has subscribed to the shares of Radiance Sunrise Ten Private Limited (Structured entity), for 49,95,000 equity shares of ₹ 10 each amounting to ₹ 499.50 Lakhs. Investment in Structured entity initially recognised as at its fair value as per INDAS 109, subsequently it will be carried at amortised cost. The excess of the nominal value of investment over the fair value on initial recognition is recognised as prepaid expense and amortised over the term of contractual agreement (20 years) (refer note 40)

6 OTHER FINANCIAL ASSETS

(Unsecured and considered good, unless otherwise stated)

	Non-current		Current	
	As at March 31, 2025	As at March 31, 2024	As at March 31, 2025	As at March 31, 2024
Security deposits *	1,127.37	1,656.56	-	-
Investments in term deposits (with remaining maturity of more than twelve months) **	81.27	-	-	-
Other receivable from related parties †	-	-	629.74	-
	1,208.64	1,656.56	629.74	-

* An amount of ₹ 433.75 Lakhs (March 31, 2024: ₹ 376 Lakhs) receivable from related parties. These receivable are pertaining to security deposit given for lease hold premises (refer note 30 and below table)

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2025

(Currency: Indian Rupees in Lakhs)

6 OTHER FINANCIAL ASSETS (Contd.)

Particulars	As at March 31, 2025	As at March 31, 2024
Privi Biotechnologies Private Limited	25.00	25.00
Moneymart Securities Private Limited	300.00	300.00
MM Infra & Leasing Private Limited	108.75	51.00
Total	433.75	376.00

** Note: Term deposits with no lien amounting to ₹ 81.27 Lakhs (March 31, 2024: ₹ Nil Lakhs) against which bank guarantee given to statutory authorities and vendors.

* Other receivable from related parties towards the sale of assets and lease income

Particulars	As at March 31, 2025	As at March 31, 2024
Privi Specialties Private Limited	493.73	-
Privi Life Science Private Limited	136.01	-
Total	629.74	-

7 OTHER NON-CURRENT ASSETS

(Unsecured and considered good, unless otherwise stated)

Particulars	Non-current		Current	
	As at March 31, 2025	As at March 31, 2024	As at March 31, 2025	As at March 31, 2024
Capital advances				
Considered good	1,757.00	181.60	-	-
Considered doubtful	(36.15)	(36.15)	-	-
Less: Allowance for doubtful advances	(36.15)	(36.15)	-	-
	1,757.00	181.60	-	-
Advances other than capital advances				
Advances with indirect tax authorities	45.21	6.00	-	-
Advances with direct tax authorities	247.83	-	-	-
Prepaid expenses*	1,100.22	771.15	670.45	670.45
GST Receivable from government authorities	393.95	390.67	7,299.83	2,703.02
Advances to employees	-	-	41.98	21.06
Other*	-	-	325.00	-
Advance for supply of goods and services*	-	-	4,175.18	3,099.43
Less: Allowance for doubtful advances	-	-	(160.00)	(160.00)
	3,544.22	1,349.42	12,362.44	6,333.96

* Prepaid expenses include investment in structured entity amounting to ₹ 407 Lakhs (March 31, 2024: ₹ 428.42 Lakhs) (refer note 5)

* Advance paid to various parties towards proposed QIP transactions and shareholder approval is valid till August 11, 2025

* An amount of ₹ 882.75 Lakhs (March 31, 2024: ₹ 929.20 Lakhs) receivable from related parties. These receivable are pertaining to advance for supply of goods and services (lease services) (refer note 30 and below table)

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2025

(Currency: Indian Rupees in Lakhs)

7 OTHER NON-CURRENT ASSETS (Contd.)

Particulars	Nature of transaction	As at March 31, 2025	As at March 31, 2024
Privi Specialty Chemicals USA Corporation	Advance for supply of goods and services	883.75	916.99
Privi Biotechnologies Private Limited	Advance for supply of goods and services	-	12.21
Total		883.75	929.20

8 INVENTORIES

(valued at lower of cost and net realisable value)

Particulars	As at March 31, 2025	As at March 31, 2024
Raw materials including goods in transit ₹ 7,523.01 Lakhs (March 31, 2024: ₹ 4,462.40 Lakhs)	19,242.98	11,118.67
Finished goods including goods in transit ₹ 13,578.47 Lakhs (March 31, 2024: ₹ 11,843.84 Lakhs)	22,170.45	22,039.85
Work-in-progress	29,662.23	26,224.34
Stores and spares	975.40	144.72
Packing material	98.83	73.61
Fuel	116.22	87.37
	72,267.11	60,282.56

i) During the year ended March 31, 2025: ₹ 62.16 Lakhs (March 31, 2024: ₹ 39.65 Lakhs) was recognised as an expense for inventories carried at net realisable value

ii) The mode of valuation of inventories has been stated in note 2 xv of significant accounting policies

iii) Bank overdrafts, cash credit and short-term loan from bank facility are secured by first pari passu charge on inventories (including raw material, finished goods and work-in-progress) and book debts (refer note 9 and 14)

9 TRADE RECEIVABLES

Particulars	As at March 31, 2025	As at March 31, 2024
Trade receivables considered good- Secured		
Dues from related parties (refer note 30)	10,482.99	9,843.37
Dues from others (Other than related party)	29,593.15	26,264.90
Trade receivables credit impaired	69.04	27.84
Less: Allowance for expected credit loss and credit impairment	(69.04)	(27.84)
	40,076.14	36,108.27

Refer note 33 for information about credit risk and market risk of trade receivables.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2025

(Currency: Indian Rupees in Lakhs)

9 TRADE RECEIVABLES (Contd.)

The movement in allowance for expected credit loss and credit impairment of receivable is as follows:

Particulars	As at March 31, 2025	As at March 31, 2024
Balance as at beginning of the year	27.84	27.84
Allowance for expected credit loss and credit impairment	41.20	-
Allowance for expected credit loss written off during the year	-	-
Balance as at the end of the year	69.04	27.84

Trade receivables ageing as at March 31, 2025 based on due date

Particulars	Not Due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Undisputed trade receivables-considered good	30,453.21	9,559.90	56.42	4.51	-	-	40,074.14
(ii) Undisputed trade receivables-which have significant increase in credit risk	-	-	-	-	-	-	-
(iii) Undisputed trade receivables-credit impaired	-	-	-	19.70	21.50	22.45	63.65
(iv) Disputed trade receivables-considered good	-	-	-	-	-	-	-
(v) Disputed trade receivables-which have significant increase in credit risk	-	-	-	-	-	-	-
(vi) Disputed trade receivables-credit impaired	-	-	-	-	-	5.39	5.39
Less:-	30,453.21	9,559.90	56.42	24.31	21.50	27.84	40,145.18
Allowance for doubtful trade receivables	-	-	-	19.70	21.50	27.84	69.04
	30,453.21	9,559.90	56.42	4.61	-	-	40,076.14

Trade receivables ageing as at March 31, 2024 based on due date

Particulars	Not Due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Undisputed trade receivables-considered good	26,906.87	8,910.50	210.41	80.49	-	-	36,108.27
(ii) Undisputed trade receivables-which have significant increase in credit risk	-	-	-	-	-	-	-
(iii) Undisputed trade receivables-credit impaired	-	-	-	-	22.45	22.45	44.90
(iv) Disputed trade receivables-considered good	-	-	-	-	-	-	-
(v) Disputed trade receivables-which have significant increase in credit risk	-	-	-	-	-	-	-
(vi) Disputed trade receivables-credit impaired	-	-	-	-	-	5.39	5.39
Less:-	26,906.87	8,910.50	210.41	80.49	27.84	27.84	36,196.11
Allowance for doubtful trade receivable	-	-	-	-	27.84	27.84	55.68
	26,906.87	8,910.50	210.41	80.49	-	-	36,108.27

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2025

(Currency: Indian Rupees in Lakhs)

10 CASH AND CASH EQUIVALENTS

	As at March 31, 2025	As at March 31, 2024
Balances with banks:-		
In current accounts	3,913.53	1,531.25
In Earners exchange foreign currency account	125.39	26.71
Term deposits (with original maturity of less than three months)	9.44	9.87
Cash on hand	10.09	8.25
	4,058.45	1,576.08

Current accounts include dividend accounts balance ₹ 9.78 Lakhs (March 31, 2024: ₹ 9.78 Lakhs)

11 BANK BALANCES OTHER THAN CASH AND CASH EQUIVALENTS

	As at March 31, 2025	As at March 31, 2024
Margin money deposits (with original maturity of more than three months but less than twelve months)	6.79	444.78
	6.79	444.78

Note: Margin money deposit amounting to ₹ 6.79 Lakhs (March 31, 2024: ₹ 35.49 Lakhs) are pledged with banks for non cash limits and term deposit ₹ Nil Lakhs (March 31, 2024: ₹ 152.24 Lakhs) are pledged as cash security with banks for the loans taken by the Company and ₹ Nil Lakhs (March 31, 2024: ₹ 256.05 Lakhs) other deposits with no lien

12 a SHARE CAPITAL

	As at March 31, 2025	As at March 31, 2024
Authorised Share Capital		
50,016,000 (March 31 2024: 50,010,000) equity shares of ₹ 10 each	5,001.00	5,001.00
5,000,000 (March 31, 2024: 5,000,000) preference shares of ₹ 10 each	500.00	500.00
Issued, subscribed and fully paid up:		
39,062,706 equity shares of ₹ 10 each (March 31 2024: 39,062,706 equity shares of ₹ 10 each)	3,906.27	3,906.27
	3,906.27	3,906.27

A Reconciliation of the number of equity shares

Description	As at March 31, 2025		As at March 31, 2024	
	Number	Amount	Number	Amount
Shares outstanding at the beginning of the year	3,906,270	3,906.27	3,906,270	3,906.27
Add: Shares issued during the year	-	-	-	-
Shares outstanding at the end of the year	3,906,270	3,906.27	3,906,270	3,906.27

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2025

(Currency: Indian Rupees in Lakhs)

12 a SHARE CAPITAL (Contd.)

B Rights, preferences and restrictions attached to equity shares

The Company has a single class of equity shares. Accordingly, all equity shares rank equally with regards to dividends and share in the Company's residual assets. The equity shares are entitled to receive dividend as declared from time to time. The voting rights of an equity shareholder on a poll (not on show of hands) are in proportion to its share of the paid-up equity capital of the Company. Voting rights cannot be exercised in respect of shares on which any call or other sums presently payable have not been paid. Failure to pay any amount called up on shares may lead to forfeiture of the shares. On winding up of the Company, the holders of equity shares will be entitled to receive the residual assets of the Company, remaining after distribution of all preferential amounts in proportion to the number of equity shares held.

C Details of shareholders holding more than 5% of shares

Name of the Share holders	As at March 31, 2025		As at March 31, 2024	
	Number	%	Number	%
Vivira Investment and Trading Pvt Ltd.	1,54,95,188	39.67%	1,54,95,188	39.67%
Moneyfarm Securities Pvt Ltd	34,12,502	8.74%	34,12,502	8.74%
Mr. Mahesh P Babani	25,86,348	6.62%	25,86,348	6.62%
Banbridge Limited	23,83,958	6.10%	23,83,958	6.10%

D Aggregate number of shares allotted as fully paid up by way of following (during 5 years immediately preceding March 31, 2024) :

- (a) Aggregate number and class of shares allotted as fully paid up pursuant to contract(s) without payment being received in cash. Nil (March 31, 2024 - Nil)
- (b) Aggregate number and class of shares allotted as fully paid up by way of bonus shares. Nil (March 31, 2024 - Nil)
- (c) Aggregate number and class of shares bought back: Nil (March 31, 2024 - Nil)

E Shares held by promoters as at the March 31, 2025

Sr.	Promoter name	As at March 31, 2025		As at March 31, 2024		% Change during the year
		No. of shares	% of total shares	No. of shares	% of total shares	
1	Vivira Investment and Trading Private Limited	1,54,95,188	39.67%	1,54,95,188	39.67%	-
2	Moneyfarm Securities Private Limited	34,12,502	8.74%	34,12,502	8.74%	-
3	Mahesh P Babani	25,86,348	6.62%	25,86,348	6.62%	-
4	Mahesh Purshottam Babani HUF	17,91,720	4.59%	17,91,720	4.59%	-
5	Doppalapudi Bhaktavatsala Rao	15,48,202	3.96%	15,48,202	3.96%	-
6	Vinay Kumar Doppalapudi Rao	8,91,068	2.28%	8,91,068	2.28%	-
7	Vijay Kumar Doppalapudi Rao	8,55,006	2.19%	8,55,006	2.19%	-
8	Rajkumar Doppalapudi Rao	-	-	-	-	-
9	Jyoti Mahesh Babani	3,90,000	1.00%	3,90,000	1.00%	-
10	Seema Mahesh Babani	3,90,000	1.00%	3,90,000	1.00%	-
11	Snehal Mahesh Babani	3,90,000	1.00%	3,90,000	1.00%	-

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2025

(Currency: Indian Rupees in Lakhs)

12 a SHARE CAPITAL (Contd.)

Sr.	Promoter name	As at March 31, 2025		As at March 31, 2024		% Change during the year
		No. of shares	% of total shares	No. of shares	% of total shares	
11	Prasanna Doppalapudi Rao	-	-	-	-	-
11	Premaleela Doppalapudi Rao	5,24,522	1.34%	5,24,522	1.34%	-
12	Sharon Doppalapudi Rao	2,45,556	0.63%	2,45,556	0.63%	-
13	Grace Vinay Kumar Doppalapudi Rao	2,32,185	0.59%	2,32,185	0.59%	-
14	Rameshbabu Gokarneswararao Guduru	93,446	0.24%	93,446	0.24%	-
15	MM Infra & Leasing Private Limited	79,758	0.20%	79,758	0.20%	-

Shares held by promoters as at March 31, 2024

Sr.	Promoter name	As at March 31, 2024		As at March 31, 2023		% Change during the year
		No. of shares	% of total shares	No. of shares	% of total shares	
1	Vivira Investment and Trading Pvt Ltd	1,54,95,188	39.67%	1,54,95,188	39.67%	-
2	Moneyfarm Securities Private Limited	34,12,502	8.74%	34,12,502	8.74%	-
3	Mahesh P Babani	25,86,348	6.62%	25,86,348	6.62%	-
4	Mahesh Purshottam Babani HUF	17,91,720	4.59%	17,91,720	4.59%	-
5	Doppalapudi Bhaktavatsala Rao	15,48,202	3.96%	11,20,346	2.87%	1.09%
6	Vinay Kumar Doppalapudi Rao	8,91,068	2.28%	7,41,068	1.90%	0.38%
7	Vijay Kumar Doppalapudi Rao	8,55,006	2.19%	7,05,006	1.80%	0.39%
8	Jyoti Mahesh Babani	3,90,000	1.00%	3,90,000	1%	-
9	Seema Mahesh Babani	3,90,000	1.00%	3,90,000	1%	-
10	Snehal Mahesh Babani	3,90,000	1.00%	3,90,000	1%	-
11	Premaleela Doppalapudi Rao	5,24,522	1.34%	2,74,522	0.70%	0.64%
12	Sharon Doppalapudi Rao	2,45,556	0.63%	2,45,556	0.63%	-
13	Grace Vinay Kumar Doppalapudi Rao	2,32,185	0.59%	2,32,185	0.59%	-
14	Rameshbabu Gokarneswararao Guduru	93,446	0.24%	93,446	0.24%	-
15	MM Infra & Leasing Private Limited	79,758	0.20%	79,758	0.20%	-

12 b OTHER EQUITY

Particulars	As at	
	March 31, 2025	March 31, 2024
General reserve	35,573.76	35,573.76
Capital reserve	1.00	1.00
Retained earnings	70,638.24	52,566.85
Total other equity	1,06,213.00	88,141.61

The description of the nature and purpose of each reserve within equity is as follows:

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2025

(Currency: Indian Rupees in Lakhs)

12 b OTHER EQUITY (Contd)

A General reserve

As per the approved scheme of arrangement (Demerger) between the Privi Organics India Limited, Privi Specialities Chemicals Limited and Privi Organics Limited during the period ended March 31, 2017, the excess of book value of assets over liabilities is treated as general reserve.

B Retained earnings

Retained earnings represent the amount of undistributed accumulated earnings at each Balance Sheet date of the Company.

C Capital reserve

As per the approved Scheme of Arrangement and Amalgamation amongst Fairchem Speciality Limited (Demerged / Transferee Company) and Privi Organics India Limited (Transferor Company), vide NCLT Mumbai order dated June 30, 2020, all the assets, liabilities and reserve pursuant to the scheme, have been transferred at carrying amount and the difference if any being the excess is treated as capital reserve.

D The Capital management objective of the Company is to (a) maximise shareholder value and provide benefits to other stakeholders and (b) maintain an optimal capital structure to reduce the cost of capital.

For the purposes of the Company's capital management, capital includes issued equity share capital, share premium and all other equity. The Company monitors capital using debt-equity ratio, which is total debt less liquid investments and bank deposits divided by total equity.

The Company's debt equity ratio as at March 31, 2025 was as follows:

Particulars	As at March 31, 2025	As at March 31, 2024
Total Debt	84,776.31	88,813.11
Less: Cash and cash equivalents and term deposits	4,146.51	2,019.86
Net Liabilities (A)	80,629.80	86,793.25
Total Equity (B)	1,10,119.27	92,047.88
Debt - Equity Ratio	0.73	0.94

In addition the Company has complied all the financial covenants (as at March 31, 2025) relating to the borrowing facilities that it has taken from the lenders like interest coverage service ratio, Debt to EBITDA, etc.

13 a NON-CURRENT BORROWINGS

	Non-current		Current maturity of long term debt (*)	
	As at March 31, 2025	As at March 31, 2024	As at March 31, 2025	As at March 31, 2024
Secured:				
Term loans from banks (refer note (ii))				
Term loan in Indian currency (refer note (iii) below)	27,913.38	30,272.86	12,403.57	13,045.24
Term loans in foreign currency (refer note (ii) & (iii) below)	-	676.64	692.43	676.63

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2025

(Currency: Indian Rupees in Lakhs)

13 a NON-CURRENT BORROWINGS (Contd)

	Non-current		Current maturity of long term debt (*)	
	As at March 31, 2025	As at March 31, 2024	As at March 31, 2025	As at March 31, 2024
Term loans from financial institutions				
Vehicle loan (hypothecated with the lender) (refer note iii below)	-	0.70	0.23	4.30
Unsecured:				
Intercompany Loan (refer note (vi))	-	900.00	260.00	-
Loan from Directors (refer note (viii))	-	6,500.00	-	-
	27,913.38	38,350.20	13,346.23	13,726.17

(*) Amount disclosed under the head - current borrowings (secured) refer note 14

i) Term loans are secured by a first mortgage on the Company's immovable properties both present and future ranking pari passu interest and a first charge by way of hypothecation of all the Company's assets (save and except book debts and inventories) including movable machinery (save and except spares tools and accessories) both present and future subject to charges created in favour of the Company's bankers for inventories, book debts and other specified movable assets for securing the borrowings of working capital.

ii) Currency exposure for borrowings is exclusive of Currency swap on ICICI bank Rupee loan of ₹ 4,000 Lakhs are taken @ 64.42 per US\$ and other currency swap on HDFC Bank Rupee loan of ₹ 5,600 Lakhs and ₹ 7,400 Lakhs are taken @ 76.78 per US\$ and @ 75.93 per US\$ respectively which are classified as Indian currency loan.

ii) Terms and repayment schedule

Terms and conditions of outstanding borrowings are as follows:

Name of the Bank / Financial Institutions	Currency	Interest Rate	Year of Maturity	Instalment	Carrying amount as at March 31, 2025	Carrying amount as at March 31, 2024
Foreign Currency (External Commercial borrowing (ECB))						
Ratnakar Bank	EUR	2.75%	2026	The term loan is repayable in 24 quarterly instalments of EURO 187,500.00 each starting from Apr 2020	692.43	1,353.27
Foreign Currency- Total (A)					692.43	1,353.27
Indian Currency						
Kotak Mahindra Bank	₹	8.75%	2024	The term loan is repayable in 20 quarterly instalments of ₹ 250 Lakhs starting from Mar 2023	-	5,235.80
CITI Bank	₹	9.51%	2025	The term loan is repayable in 12 quarterly instalments of ₹ 916 Lakhs starting from Mar 2023	2,751.72	5,411.46
ICICI Bank	₹	7.90% - 8.60%	2025	The term loan is repayable in 20 quarterly instalments of ₹ 200 Lakhs starting from Sep 2020	200.38	999.52

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2025

(Currency: Indian Rupees in Lakhs)

13 a NON-CURRENT BORROWINGS (Contd.)

Name of the Bank / Financial Institutions	Currency	Interest Rate	Year of Maturity	Installment	Carrying amount as at March 31, 2025	Carrying amount as at March 31, 2024
ICICI Bank	₹	9.25%	2028	The term loan is repayable in 15 quarterly installments of ₹ 125 Lakhs starting from Jun 2024, and increase by ₹ 125 Lakhs after every year.	4,744.67	4,864.09
HDFC Bank	₹	7.90% - 9.50%	2026	The term loan is repayable in 20 quarterly installments of ₹ 280 Lakhs starting from Apr 2021.	1,121.07	2,235.89
HDFC Bank	₹	7.43% - 8.38%	2027	The term loan is repayable in 20 quarterly installments of ₹ 370 Lakhs starting from Jun 2022.	2,960.00	4,440.00
HDFC Bank	₹	8.85%	2028	The term loan is repayable in 20 quarterly installments of ₹ 350 Lakhs starting from Jan 2024.	5,250.00	6,650.00
HDFC Bank	₹	8.95%	2029	The term loan is repayable in 20 quarterly installments of ₹ 375 Lakhs starting from Sep 2024.	6,369.27	7,487.02
HDFC Bank	₹	8.51% - 8.20%	2029	The term loan is repayable in 12 quarterly installments of ₹ 350 Lakhs starting from Sep 2024.	3,850.00	-
HDFC Bank	₹	8.40%	2032	The term loan is repayable in 23 quarterly installments of ₹ 217.39 Lakhs starting from Aug 2026 and repayable in 22 quarterly installments of ₹ 227.27 Lakhs starting from Dec-2026.	10,000.00	-
RBL Bank	₹	9.75%	2028	The term loan is repayable in 14 quarterly installments of ₹ 357.14 Lakhs starting from May 2024.	3,569.84	4,993.30
Yes Bank (Vehicle loan)	₹	8.97%	2024	The term loan is repayable in 68 monthly installments of ₹ 0.41 Lakhs starting from Jan-2020.	0.23	5.02
Indian Currency total - B					40,317.18	43,323.10
Total Term Loan (A+B)					41,009.61	44,676.37

- iv) Term loans availed have been utilised for the purpose for which the funds have been borrowed.
- v) In current year Company has complied all the financial covenants with respective term loan availed from bank.
- vi) During the previous year Company has taken Inter corporate loan from Privi Biotechnologies Private Limited with interest rate of 7.25% p.a. Company is expiring to pay intercorporate loan within 12 months.
- vii) During the previous year Company has taken unsecured loan from Directors with interest rate of 8.75% p.a. Company has repaid the entire loan during the year.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2025

(Currency: Indian Rupees in Lakhs)

13 b LEASE LIABILITIES

	Non-Current	Current
	As at March 31, 2025	As at March 31, 2024
i) Lease liabilities	274.12	820.04
	274.12	820.04
		As at March 31, 2025
ii) Amount recognised in profit or loss		As at March 31, 2024
Interest expenses on lease liabilities		86.32
Income from sub-leasing right-of-use assets presented in other income		59.12
Expenses relating to short term leases		-
Expenses relating to leases of low-value assets, excluding short-term leases of low-value assets		-
iii) Amounts recognised in statement of cash flows		
Total cash outflow for leases	463.25	558.40

14 CURRENT BORROWINGS (SECURED)

	As at March 31, 2025	As at March 31, 2024
From Banks:		
Cash credit (refer note e)	389.65	-
Working capital demand loan (refer note b & c)	33,400.00	28,584.42
Packing credit from bank (refer note d)	9,358.52	7,791.96
Interest accrued but not due on borrowings	368.63	360.36
Current maturities of long term debt (refer note 13 a)	13,346.23	13,725.17
Total	56,862.93	50,462.91

- a) All the above loans except Current maturities of long term debt, are ₹ 77,500 Lakh (March 2024 ₹ 31,000 Lakh) fund base secured by first pari passu charge on all current assets of the Company both present and future. Balance loan of ₹ Nil Lakhs (March 2024 ₹ 21,267 Lakhs) is unsecured.
- b) Working capital demand loans from banks are secured by way of hypothecation of inventories both on hand and in transit and book debts and other receivables both present and future and also secured by way of second charge on fixed assets. Working capital loans carry interest rate @ 7.50% to 9.00%.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2025

(Currency: Indian Rupees in Lakhs)

14 CURRENT BORROWINGS (SECURED) (Contd)

a) Quarterly statements of current assets filed by the Company with the banks are in agreement with the books of accounts except below (2024-25)

Quarter	Name of bank	Particulars of Securities Provided	Amount as per books of account	Amount as reported in the quarterly return/ statement	Amount of difference	Reason for material discrepancies
Jun-24	Kotak Mahindra, RBL, SBI, HDFC, Cit, ICICI, YES, IDBI	Trade receivables and Inventories	99,356.84	98,562.42	794.42	refer note-i
Sep-24	HDFC, YES, ICICI, SBI, Cit, RBL and IDBI	Trade receivables and Inventories	99,459.93	1,01,687.90	(2,227.97)	refer note-i
Dec-24	HDFC, YES, ICICI, SBI, Cit, RBL and IDBI	Trade receivables and Inventories	1,09,531.33	1,07,579.72	1,951.61	refer note-i
Mar-25	HDFC, YES, ICICI, SBI, Cit, RBL, Bajaj Finance and IDBI	Trade receivables and Inventories	1,12,343.25	1,11,639.77	703.48	refer note-i

i) The returns are based on unaudited financial information at the interim period and are extracted from the books and records of the Company, as adjusted for certain quarterly closing entries, like adjustments in relation to unrealised gain/ (loss) on trade receivables and further adjusted by advances received from customers, exclusion of stores and spares and goods in transit from inventory, the related amounts are mentioned below :

Jun-24 stores and spare inventory of ₹ 794.21 Lakhs and inventory of ₹ 6.64 Lakhs and debtors of ₹ (6.42) Lakhs not included in quarterly statement submitted to bank

Sep-24 Stores and spare inventory of ₹ 870.50 Lakhs and GIT of ₹ (3160.82) Lakhs not included in quarterly statement submitted to bank

Dec-24 Stores and spare inventory of ₹ 891.54 Lakhs and GIT of ₹ 1060.57 Lakhs not included in quarterly statement submitted to bank

Mar-25 Stores and spare inventory of ₹ 975.40 Lakhs and inventory of ₹ 3.85 Lakhs and debtors advance 275 Lakhs are deducted from receivable in quarterly statement submitted to bank

Quarterly statements of current assets filed by the Company with the banks are in agreement with the books of accounts except below (2023-24)

Quarter	Name of bank	Particulars of Securities Provided	Amount as per books of account	Amount as reported in the quarterly return/ statement	Amount of difference	Reason for material discrepancies
Jun-23	refer note-i	Trade receivables and Inventories	1,00,585.56	1,00,969.00	(383.44)	refer note-ii
Sep-23	refer note-i	Trade receivables and Inventories	98,401.60	97,349.00	1,052.60	refer note-ii
Dec-23	refer note-i	Trade receivables and Inventories	1,00,517.77	1,00,464.00	53.77	refer note-ii
Mar-24	refer note-i	Trade receivables and Inventories	96,390.83	96,925.00	(534.17)	refer note-ii

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2025

(Currency: Indian Rupees in Lakhs)

14 CURRENT BORROWINGS (SECURED) (Contd)

i) The bank includes Kotak Mahindra Bank, HDFC Bank Ltd, CITI bank, RBL Ltd., IDFC bank, ICICI Bank Ltd, Standard Chartered Bank

ii) The returns are based on unaudited financial information in the interim period and are extracted from the books and records of the Company, as adjusted for certain quarterly closing entries, like adjustments in relation to unrealised gain/ (loss) on trade receivables and further adjusted by advances received from customers, exclusion of stores and spares and goods in transit from inventory, the related amounts are mentioned below :

Jun-23 unrealised gain of ₹ 161.32 Lakhs, stores and spares inventory of ₹ 726.03 Lakhs and Goods in transit of ₹ (1,270.79) Lakhs not included in quarterly statement submitted to bank.

Sep-23 unrealised gain ₹ 281.16 Lakhs, stores and spares inventory ₹ 755.33 Lakhs and GIT ₹ 16.11 Lakhs not included in quarterly statement submitted to bank.

Dec-23 unrealised gain ₹ 209.40 Lakhs, stores and spares inventory ₹ 777.25 Lakhs and GIT ₹ (932.88) Lakhs not included in quarterly statement submitted to bank.

Mar-24 unrealised gain ₹ 270.21 Lakhs, Stores and spares inventory ₹ 744.72 Lakhs and GIT ₹ (1,549.10) Lakhs not included in quarterly statement submitted to bank.

d) Packing credit in rupees carry interest rate @ 8.00% to 9.00% p.a.

e) Cash credit loan from bank carry interest rate @ 8.10% to 9.50%.

15 PROVISIONS

	Non-Current		Current	
	As at March 31, 2025	As at March 31, 2024	As at March 31, 2025	As at March 31, 2024
Provisions for employee benefits				
Compensated absences (refer note 31)	614.98	371.63	114.16	62.91
Gratuity (refer note 31)	1,639.19	1,407.33	166.24	136.01
	2,254.17	1,778.96	280.40	198.92

16 INCOME TAX

	As at March 31, 2025	As at March 31, 2024
Amounts recognised in profit or loss		
The major components of income tax expense for the years ended March 31, 2025 and March 31, 2024 are:		
Current income tax:		
Current income tax expenses	6,563.27	3,080.18
Deferred tax:		
Relating to origination and reversal of temporary differences	(106.61)	329.01
Income tax expense reported in the statement of profit or loss	6,456.66	3,409.19
Income tax recognised in other comprehensive income (OCI)		
Tax expense related to items recognised in OCI during the year:		
Remeasurements of defined benefit	(26.47)	4.08
Income tax related to OCI	(26.47)	4.08

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2025

(Currency: Indian Rupees in Lakhs)

16 INCOME TAX (Contd.)

	As at March 31, 2025	As at March 31, 2024
Reconciliation of tax expense and the accounting profit multiplied by India's domestic tax rate for March 31, 2025 and March 31, 2024:		
Accounting profit before income tax	25,386.91	13,197.68
At India's statutory income tax rate of 25.17% (March 31, 2024 : 25.17%)	6,389.89	3,321.86
Non-deductible expenses for tax purposes (CSR expenses)	53.26	58.40
Others (Interest on delay payment of income tax etc)	13.51	28.93
	6,456.66	3,409.19

Income tax expense reported in the statement of profit and loss

Impact of tax rate change: During 2019-20, the Company elected to exercise the option permitted under Section 115BAA of the Income-tax Act, 1961 as introduced by the Taxation Laws (Amendment) Ordinance, 2019. Accordingly, the Company re-measured its Net Deferred Tax Assets basis the rate prescribed in the said section. The full impact of this change was recognised in the standalone statement of profit and loss for that year.

Deferred Tax movement

	As at April 01, 2024	(Credit) / Charge in the statement of profit and Loss	(Credit) / Charge in other comprehensive income	As at April 01, 2023
Deferred tax (assets)/liabilities				
Difference between WDV as per books and income tax for Property plant and equipment	3,308.38	163.49	-	3,471.87
Deferred asset on Right of use assets and lease Liabilities (net)	(60.58)	(26.14)	-	(86.72)
Provision for doubtful debts and advances	(14.79)	(13.74)	-	(28.53)
Expenses allowable for tax purposes when paid (Gratuity, Leave encashment and others)	(404.86)	(198.53)	(26.47)	(629.86)
Forex loss unrealised Impact (Derivative instrument)	(433.12)	(31.65)	-	(464.77)
	2,355.03	(106.61)	(26.47)	2,221.95
	As at April 01, 2023	(Credit) / Charge in the statement of profit and Loss	(Credit) / Charge in other comprehensive income	As at April 01, 2024
Deferred tax (assets)/liabilities				
Difference between WDV as per books and income tax for Property plant and equipment	2,954.74	353.64	-	3,308.38
Deferred asset on Right of use assets and lease Liabilities (net)	(24.30)	(36.26)	-	(60.58)
Provision for doubtful debts and advances	(54.79)	-	-	(54.79)
Expenses allowable for tax purposes when paid (Gratuity, Leave encashment and others)	(472.88)	13.94	4.08	(464.86)
Forex loss unrealised Impact (Derivative instrument)	(430.83)	(2.29)	-	(433.12)
	2,021.94	329.01	4.08	2,355.03

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2025

(Currency: Indian Rupees in Lakhs)

16 INCOME TAX (Contd.)

- In respect of Deferred taxes, all items are attributable to origination and reversal of temporary differences.
- Deferred tax benefits are generally recognised for all deductible temporary differences to the extent it is probable that taxable profits will be available against which those deductible temporary differences can be realised.

17 TRADE PAYABLES

Particulars	As at March 31, 2025	As at March 31, 2024
a) Total outstanding dues of micro and small enterprises		
Acceptances	252.87	-
Other than acceptances	990.74	1,275.87
b) Total outstanding dues of creditors other than micro and small enterprises		
Acceptances	13,694.26	7,101.02
Other than acceptances		
i) Payable to related parties : (refer note no: 30)	3,148.44	2,629.21
ii) Payable to others	22,426.38	17,330.32
	40,512.19	28,336.42

The Company's exposure to credit and currency and liquidity risk related to trade payables are disclosed in Note 32.

Information as per the requirement of Section 22 of The Micro, Small and Medium Enterprises Development Act, 2006

Particulars	As at March 31, 2025	As at March 31, 2024
a) (i) The principal amount remaining unpaid to any supplier at the end of accounting year included in trade payables	1,243.11	1,275.87
(ii) The principal amount remaining unpaid to any supplier at the end of accounting year included in Payable for capital expenditure (refer note 18)	1,011.80	345.28
(iii) The interest due on above		
The total of (i) & (ii)	2,254.91	1,621.15
b) The amount of interest paid by the buyer in terms of section 16 of the Act, The amount of the payment made to the supplier beyond the appointed day during the accounting year		
c) The amounts of interest accrued and remaining unpaid at the end of financial year		
d) The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the due date during the year) but without adding the interest specified under this Act		
e) the amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under section 23 of the Micro, Small and Medium Enterprises Development Act, 2006		

The above information has been determined to the extent such parties have been identified on the basis of information available with the Company.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

(Currency: Indian Rupees in Lakhs)

17 TRADE PAYABLES (Contd.)

Trade payables ageing as on 31-Mar-2025

Particulars	Not Due	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
i) MSME	1,238.73	4.38	-	-	-	1,243.11
ii) Others	10,245.71	4,146.58	52.17	9.66	2.03	14,456.15
iii) Disputed dues - MSME	-	-	-	-	-	-
iv) Disputed dues - Others	-	-	-	-	-	-
v) Unbilled dues (Provision for expenses, Vendor Finance, Goods-in transit etc)	-	-	-	-	-	24,812.93
	11,484.44	4,150.96	52.17	9.66	2.03	40,512.19

Trade payables ageing as on 31-Mar-2024

Particulars	Not Due	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
i) MSME	1,172.60	103.27	-	-	-	1,275.87
ii) Others	7,274.20	5,261.05	128.16	-	2.04	12,666.45
iii) Disputed dues - MSME	-	-	-	-	-	-
iv) Disputed dues - Others	-	-	-	-	-	-
v) Unbilled dues (Provision for expenses, Vendor Finance, Goods-in transit etc)	-	-	-	-	-	14,395.10
	8,446.80	5,364.32	128.16	-	2.04	28,336.42

18 OTHER FINANCIAL LIABILITIES

Particulars	As at March 31, 2025	As at March 31, 2024
Payable for capital expenditure*	2,932.44	1,051.21
Deposits	105.25	102.25
Salaries, wages and bonus payable	748.85	675.03
Derivative Instruments (forward exchange contracts and interest rate swaps (Refer note 13 a))	2,222.43	433.51
Interest on delayed payment of income tax	36.96	77.34
	6,045.94	2,339.34

*Payable for capital expenditure includes MSME amounting to ₹ 1011.80 Lakhs (March 31, 2024: ₹ 345.28 Lakhs)

The Company's exposure to credit and currency and liquidity risk related to the above financial liabilities are disclosed in note 33

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

(Currency: Indian Rupees in Lakhs)

19 OTHER CURRENT LIABILITIES

Particulars	As at March 31, 2025	As at March 31, 2024
Statutory liabilities	224.34	207.24
Contract Liabilities (Advance from customer) (refer note 37)	92.08	301.92
	316.42	509.16

20 REVENUE FROM OPERATIONS

Particulars	Year ended March 31, 2025	Year ended March 31, 2024
Revenue from contracts with customers		
a) Sale of products- Manufactured Goods (refer note 29 and 37)	2,02,891.81	1,71,148.96
b) Export incentives	780.24	-
c) Other operating revenues - Scrap Sales	162.21	57.16
Total	2,03,834.26	1,71,206.12

21 OTHER INCOME

Particulars	Year ended March 31, 2025	Year ended March 31, 2024
Interest income from fixed deposits carried at amortised cost	14.08	29.38
Gain on write-back of Financial liabilities measured at amortised cost	54.92	-
Gain on disposal of Other Intangible assets	63.78	-
Gain on sales of investment (net)	1.01	8.70
Net Gain on Foreign currency transactions	1,224.07	1,882.65
Interest income from Income Tax Refund	195.32	-
Miscellaneous income	233.29	240.90
	1,790.47	2,161.63

22 COST OF MATERIALS CONSUMED

Particulars	Year ended March 31, 2025	Year ended March 31, 2024
Raw material consumed		
Opening Stock	11,118.57	19,655.08
Add: Purchases	1,19,116.91	82,078.42
Less: Closing stock	19,242.98	11,118.67
Consumption	1,10,992.60	90,614.83
Packing material consumed		
Opening Stock	73.61	119.71
Add: Purchases	3,166.35	2,536.69
Less: Closing Stock	99.83	73.61
Consumption	3,140.13	2,582.79
Total	1,14,132.73	93,197.62

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NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

(Currency: Indian Rupees in Lakhs)

23 CHANGES IN INVENTORIES OF FINISHED GOODS AND WORK IN PROGRESS

Particulars	Year ended March 31, 2025	Year ended March 31, 2024
Closing stock:		
Finished goods	22,170.45	22,033.85
Work in progress	29,562.23	26,224.34
	51,832.68	48,258.19
Opening stock:		
Finished goods	22,033.85	25,948.48
Work in progress	26,224.34	27,752.09
	48,258.19	53,700.57
Decrease / (Increase) in inventories	(3,074.49)	5,442.38

24 EMPLOYEE BENEFITS EXPENSE

Particulars	Year ended March 31, 2025	Year ended March 31, 2024
Salaries, wages and bonus	6,629.43	5,689.73
Contribution to provident and other funds	339.62	327.78
Staff welfare expenses	546.00	626.95
	7,515.05	6,544.46

25 FINANCE COSTS

Particulars	Year ended March 31, 2025	Year ended March 31, 2024
Interest on term loans using effective interest rate measured at amortised cost	3,314.16	4,011.01
Less: Interest capitalised (refer note 3)		
Net interest on term loans	3,314.16	4,011.01
Interest on working capital loans using effective interest rate measured at amortised cost	4,382.03	4,775.83
Interest on vehicle loans using effective interest rate measured at amortised cost	0.17	0.50
Loan arrangement fees amortised using effective rate of interest basis	44.09	42.76
Interest on unsecured Loans	515.58	474.20
Interest on delayed payment of income tax	36.96	77.34
Interest cost lease liability using effective interest rate measured at amortised cost	86.32	120.72
	8,379.31	9,502.36

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

(Currency: Indian Rupees in Lakhs)

26 DEPRECIATION AND AMORTISATION EXPENSES

Particulars	Year ended March 31, 2025	Year ended March 31, 2024
Depreciation on property, plant and equipment	11,914.95	11,251.86
Amortisation of intangible assets	383.24	383.45
Amortisation of right of use assets	369.75	560.06
	12,667.94	12,195.37

27 POWER AND FUEL EXPENSES

Particulars	Year ended March 31, 2025	Year ended March 31, 2024
Fuel	8,213.90	7,950.90
Power	5,691.08	5,533.82
Water Charges	278.02	217.42
	15,183.00	13,802.14

28 OTHER EXPENSES

Particulars	Year ended March 31, 2025	Year ended March 31, 2024
Consumption of stores and spares	1,534.79	1,437.86
Job work charges	2,408.92	2,087.60
Repairs and maintenance of:		
Buildings	344.36	244.37
Plant and machinery	1,024.80	1,043.01
Others	37.23	32.55
Contract labour charges	924.31	1,196.72
Research and development expense	132.36	202.52
Pollution control expenses	1,469.57	964.40
Other factory expenses	1,529.58	1,068.06
Insurance	804.29	899.01
Postage and telephone expense	76.10	80.61
Rates and taxes	163.79	143.49
Training expenses	21.81	6.10
Payment to auditors:		
For audit	50.05	48.00
For limited review	30.00	27.00
Other services*	2.16	1.20
Out of pocket expenses	3.61	1.20

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2025

(Currency: Indian Rupees in Lakhs)

28 OTHER EXPENSES (Contd.)

Particulars	Year ended March 31, 2025	Year ended March 31, 2024
Brokerage and commission	177.03	150.92
Printing and stationery	47.60	42.81
Freight outward	10,454.94	5,924.60
Selling and distribution	1,294.18	1,078.73
Legal and professional fees	1,252.02	1,048.92
Travelling and conveyance	943.73	823.42
Bank charges	163.06	157.07
CSR expenses (refer note 42)	211.59	232.01
Sundry balances written off	11.53	0.79
Allowance for expected credit loss and credit impairment	41.20	-
Loss on Sale of property, plant and equipment	18.53	25.60
Miscellaneous expenses	660.83	507.18
	25,934.28	19,485.74

* Professional services fee relating to proposed Qualified Institutional Placement (QIP) amounting to ₹ 50 Lakhs has been disclosed under 'other current assets', hence, not included above.

29 SEGMENT INFORMATION

A. Factors used to identify the entity's reportable segments, including the basis of organisation

The Company has determined its reportable segment as 'Aromatic chemicals' since the chief operating decision maker (CODM) evaluates the Company's performance as a single segment.

B. Information about reportable segments

Particulars	Year ended March 31, 2025	Year ended March 31, 2024
Revenue from sale of products (Manufactured goods)	2,02,891.81	1,71,148.96
	2,02,891.81	1,71,148.96

C. Geographic Information

The geographic information analyses the Company's revenue and non-current assets by the Company's country of domicile and other countries. In presenting the geographical information, segment revenue has been based on the geographic location of customers and segments assets were based on the geographic location of the respective non-current assets.

The product offerings which are part of the speciality chemicals portfolio of the Company are managed on a worldwide basis from India, all the non-current assets of Company are located within India, (refer note 37)

The Company publishes the standalone financial statements of the Company along with the consolidated financial statements. In accordance with Ind AS 108 - Operating Segments, the Company has disclosed the segment information in the consolidated financial statements

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2025

(Currency: Indian Rupees in Lakhs)

30 RELATED PARTY DISCLOSURES

Details of transactions between the Company and other related party are disclosed below.

a) List of Related Parties

Promoter Group

Vivira Investment and Trading Private Limited

Subsidiary Companies

Privi Biotechnologies Private Limited

Privi Speciality Chemicals USA Corporation

Privi Specialities Private Limited

Enterprises owned by key management personnel or their relatives

Privi Life Science Private Limited

Privi Fine Sciences Private Limited (Privi Organics Limited amalgamated in Privi Fine Sciences Private Limited w.e.f 01.04.2023)

Moneyfarm Securities Private Limited

Babani Investment and Trading Private Limited

Satellite Technologies Private Limited

Prasad Organics Private Limited

MM Infra & Leasing Private Limited

Babani Bros. LLP

Pee Vee Premises LLP

Babani Buildcon LLP

Snejo Agro LLP

Key Management Personnel (KMP)

Mr. Mahesh P. Babani

Mr. D. B. Rao

Mr. Narayan S. Iyer

Mrs. Ashwini S. Shah

Mr. Anurag Surana

Mr. Hemang Gandhi

Mr. Naresh Tejwani

Mrs. Priyamvada Bhumkar

Mrs. Anuradha Thakur

Mr. Dwarko Topandas Khilani

Chairman & Managing Director

Executive Director

Chief Financial Officer

Company Secretary

Independent Director

Independent Director

Independent Director from October 25, 2024

Independent Director from October 25, 2024

Independent Director upto March 31, 2025

Independent Director upto March 31, 2025

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2025

(Currency: Indian Rupees in Lakhs)

30 RELATED PARTY DISCLOSURES (Contd.)

Relatives of Key Management Personnel

Mahesh Purshottam Babani I KUF
Mrs. Seema Mahesh Babani
Ms. Sriehal Mahesh Babani
Ms. Jyoti Mahesh Babani
Mr. Vijaykumar Doppalapudi Rao
Mr. Vinaykumar Doppalapudi Rao
Mrs. Grace Vinaykumar Doppalapudi Rao
Mrs. Sharon Doppalapudi Rao
Mrs. Premaleela Doppalapudi Rao
Mr. Rajkumar Doppalapudi Rao
Mrs. Prasanna Raj Doppalapudi Rao
Mr. Rameshbabu Gokameswararao Guduru

b) During the year, following transactions were carried out with the related parties :

Transactions	Subsidiaries		Enterprises owned by key management personnel or their relatives		Key Management Personnel and their relatives	
	March 31, 2025	March 31, 2024	March 31, 2025	March 31, 2024	March 31, 2025	March 31, 2024
Purchase of raw materials						
Privi Life Science Private Limited			0.35	0.90		
Privi Specialty Chemicals USA Corporation	9,397.56	9,948.75				
Prasad Organics Private Limited			2,664.90	2,831.22		
Privi Fine Sciences Private Limited			8.80	35.62		
Privi Specialties Private Limited	170.25					
Job work charges paid						
Privi Fine Sciences Private Limited			277.51	80.13		
Prasad Organics Private Limited			81.52			
Sale of finished goods						
Privi Specialty Chemicals USA Corporation	33,031.76	32,949.49				
Privi Fine Sciences Private Limited			105.86			
Prasad Organics Private Limited			1,761.03	1,498.94		
Privi Specialties Private Limited	161.44					
Sale of Assets						
Privi Specialties Private Limited	268.66					

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2025

(Currency: Indian Rupees in Lakhs)

30 RELATED PARTY DISCLOSURES (Contd.)

	Subsidiaries		Enterprises owned by key management personnel or their relatives		Key Management Personnel and their relatives	
	March 31, 2025	March 31, 2024	March 31, 2025	March 31, 2024	March 31, 2025	March 31, 2024
Lease expense						
MM Infra & Leasing Private Limited	-	-	89.96	85.68		
Moneyman Securities Private Limited	-	-	216.00	205.71		
Privi Biotechnologies Private Limited	90.00	90.00				
Technical Fees						
Privi Biotechnologies Private Limited	480.00	555.00				
Lease income						
Privi Life Science Private Limited	-	-	42.66	39.87		
Moneyman Securities Private Limited	-	-	1.35	1.26		
MM Infra & Leasing Private Limited	-	-	1.31			
Privi Fine Sciences Private Limited	-	-	0.60	0.90		
Vivira Investment & Trading Private Limited	-	-	0.60	0.60		
Privi Specialties Private Limited	12.00					
Privi Biotechnologies Private Limited	0.60	0.60				
Unsecured loan taken						
Mr. Mahesh P Babani					6,500.00	
Privi Biotechnologies Private Limited					900.00	
Interest on unsecured loan taken						
Mr. Mahesh P Babani					470.97	438.84
Privi Biotechnologies Private Limited	41.76	35.36				
Reimbursement of expense received						
Privi Specialties Private Limited		233.75				
Privi Specialty Chemicals USA Corporation	54.77	53.07				
Advances						
Privi Specialty Chemicals USA Corporation	883.75	915.99				
Investment in shares						
Privi Specialties Private Limited		1,020.00				
Deposit Received						
Privi Specialties Private Limited	3.00					
Deposit Given						
MM Infra & Leasing Private Limited			57.75			

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2025

(Currency: Indian Rupees in Lakhs)

30. RELATED PARTY DISCLOSURES (Contd.)

	Subsidiaries		Enterprises owned by key management personnel or their relatives		Key Management Personnel and their relatives	
	March 31, 2025	March 31, 2024	March 31, 2025	March 31, 2024	March 31, 2025	March 31, 2024
Managerial remuneration						
Mr. D.B. Rao						
Short Term Employee Benefits					24.00	32.67
Post Employment Benefits						
Other Long Term Benefits						
Mr. Mahesh P. Babani						
Short Term Employee Benefits					420.00	480.00
Post Employment Benefits						
Other Long Term Benefits						
Mr. Vinaykumar Doppalapudi Rao						
Short Term Employee Benefits					29.88	26.98
(Salary paid)						
Post Employment Benefits					14.59	15.77
Other Long Term Benefits						
Dividend Paid						
Mr. Mahesh P. Babani					51.73	
Mahesh Purshottam Babani HUF					35.83	
Mr. D.B. Rao					22.41	
Money mart Securities Private Limited			68.25			
Vivira Investment and Trading Private Limited			309.90			
MM Infra & Leasing Private Limited			1.60			
Mahesh Purshottam Babani HUF					35.83	
Mrs. Seema Mahesh Babani					7.80	
Ms. Jayoli Mahesh Babani					7.80	
Mrs. Snehal Mahesh Babani					7.80	
Mrs. Priyanka Mahesh Babani					5.49	
Mr. Vinaykumar Doppalapudi Rao					14.82	
Mrs. Grace Vinaykumar Doppalapudi Rao					4.64	
Mr. Vijaykumar Doppalapudi Rao					14.10	
Mrs. Sharon Doppalapudi Rao					4.91	
Mr. Rajkumar Doppalapudi Rao					13.82	
Mrs. Prasanna Raj Doppalapudi Rao					5.74	
Mr. Rameshbabu Gokarneswarao Guduru					1.87	

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2025

(Currency: Indian Rupees in Lakhs)

30. RELATED PARTY DISCLOSURES (Contd.)

	Subsidiaries		Enterprises owned by key management personnel or their relatives		Key Management Personnel and their relatives	
	March 31, 2025	March 31, 2024	March 31, 2025	March 31, 2024	March 31, 2025	March 31, 2024
Sitting fees						
Mr. Anurag Surana					5.00	5.00
Mrs. Anuradha Thakur					5.00	5.00
Mr. Rajesh Budhrani					5.00	5.00
Mr. P.R. Bapande					5.00	5.00
Mr. Hemang Gandhi					5.00	1.00
Mr. Naresh Tejwani					1.00	
Mrs. Priyanka Bhumkar					1.00	
Mr. Dwiksha Topandas Khilani					5.00	4.00

c) Outstanding balances

	Subsidiaries		Enterprises owned by key management personnel or their relatives		Key Management Personnel and their relatives	
	March 31, 2025	March 31, 2024	March 31, 2025	March 31, 2024	March 31, 2025	March 31, 2024
Receivables / Other assets						
Privi Specialty Chemicals USA Corporation	10,451.33	9,939.01				
MM Infra & Leasing Private Limited			108.75	61.00		
Privi Life Science Private Limited			136.01	85.67		
Money mart Securities Private Limited			300.00	300.00		
Prasad Organics Private Limited			865.09	704.58		
Privi Biotechnologies Private Limited		37.21				
Privi Specialties Private Limited	538.99	31.09				
Privi Fine Sciences Pvt. Ltd.			5.06			
Investments						
Privi Specialty Chemicals USA Corporation	30.61	30.61				
Privi Biotechnologies Private Limited	4,271.70	4,271.70				
Privi Specialties Private Limited	1,785.00	1,785.00				

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2025

(Currency: Indian Rupees in Lakhs)

30 RELATED PARTY DISCLOSURES (Contd.)

	Subsidiaries		Enterprises owned by key management personnel or their relatives		Key Management Personnel and their relatives	
	March 31, 2025	March 31, 2024	March 31, 2025	March 31, 2024	March 31, 2025	March 31, 2024
Trade Payables / Other Liabilities						
Privi Biotechnologies Private Limited	164.37	-	-	-	-	-
Privi Specialties Private Limited	203.63	-	-	-	-	-
Privi Life Science Private Limited	-	-	0.25	0.25	-	-
MM Infra & Leasing Private Limited	-	-	0.29	129.25	-	-
Moneyfarm Securities Private Limited	-	-	1.44	314.24	-	-
Prasad Organics Private Limited	-	-	459.03	531.81	-	-
Privi Fine Solenoses Private Limited	-	-	52.97	39.05	-	-
Privi Speciality Chemicals USA Corporation	2,270.26	1,614.60	-	-	-	-
Payable to Key Management Personnel						
Mr. Mahesh P Babani (*)	-	-	-	-	21.69	13.69
Mr. D.B.Rao (*)	-	-	-	-	1.65	1.55
Relatives of Key Management Personnel						
Mr. Vinaykumar Doppalapudi Rao (*)	-	-	-	-	1.46	1.33
Company has provided Corporate Bank Guarantee to CITI Bank against a working capital Loan sanction to Privi Speciality Chemicals USA Corporation (formerly known as Privi Organics USA Corporation) (refer note 4 below)	3,423.26	3,334.96	-	-	-	-

* Remuneration Net of Tax Deducted at Source

31 EMPLOYEE BENEFITS - POST-EMPLOYMENT BENEFIT PLANS

a) Defined contribution plans

The Company makes contributions, determined as a specified percentage of employee salaries, in respect of qualifying employees towards Provident Fund and ESI which are defined contribution plans. The Company has no obligations other than to make the specified contributions. The contributions are charged to statement of profit and loss as they accrue.

The Company has recognised the following amount as an expense and included in the refer note 24 under 'Contribution to provident & other funds'

Particulars	Year ended March 31, 2025	Year ended March 31, 2024
Contribution to employees provident fund	338.45	327.05
Contribution to labour welfare fund	0.56	0.16
Contribution to ESI	0.51	0.56

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2025

(Currency: Indian Rupees in Lakhs)

31 EMPLOYEE BENEFITS - POST-EMPLOYMENT BENEFIT PLANS (Contd.)

b) Defined benefit plans

The Company operates one unfunded post-employment defined benefit plan that provides gratuity. The gratuity plan entitles an employee, who has rendered at least five years of continuous service, to receive one-half month's salary for each year of completed service at the time of retirement. In case of employees completing longer service periods, the Company's scheme is more favourable as compared to the obligation under Payment of Gratuity Act, 1972.

Particulars	March 31, 2025	March 31, 2024
Amount recognised in the balance sheet in respect of Gratuity		
Present value of the defined benefit obligation at the end of the year	1,805.43	1,543.34
Fair value of the plan assets	-	-
Net liability	1,805.43	1,543.34

	As at March 31, 2025	As at March 31, 2024
Movement in present value of defined benefit obligation		
Opening Liability	1,543.34	1,456.35
Current service cost	102.01	112.61
Interest cost	110.97	108.35
Actuarial loss	104.08	(15.81)
Benefit paid	(51.97)	(118.16)
Closing defined benefit obligation	1,805.43	1,543.34
Expense recognised in statement of profit and loss		
Current service cost	102.01	112.61
Interest on defined benefit obligations	110.97	108.35
Total	219.98	220.96
Remeasurements recognised in Other comprehensive income		
Change in financial assumptions	58.46	28.01
Change in Demographic Assumptions	-	-
Experience adjustments	45.60	(43.82)
Total	104.08	(15.81)
Total expense recognised	324.06	205.15
Principal actuarial assumptions at the balance sheet date		
Discount rate (p.a.)	7.44%	7.44%
Expected rate of salary increase (p.a.)	8.25%	8.25%
Attrition rate	For service 2 years and below 10.00% p.a. For service 3 years to 4 years 10.00% p.a. For service 5 years and above 5.00% p.a.	For service 2 years and below 20.00% p.a. For service 3 years to 4 years 10.00% p.a. For service 5 years and above 5.00% p.a.
Mortality tables	Indian Assured Lives Mortality 2012-14 (urban)	Indian Assured Lives Mortality 2012-14 (urban)

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2025

(Currency: Indian Rupees in Lakhs)

31 EMPLOYEE BENEFITS - POST-EMPLOYMENT BENEFIT PLANS (Contd.)

At March 31, 2025 the weighted average duration of the defined benefit obligation was 9 years (March 31, 2024 : 9 years)

The estimates of future salary increase, considered in actuarial valuation, take account of inflation, seniority, promotion and other relevant factors such as supply and demand in the employment market.

A quantitative sensitivity analysis for significant assumption is as shown below:

	Discount rate		Future salary increase	
	March 31, 2025	March 31, 2024	March 31, 2025	March 31, 2024
Impact on defined benefit obligation due to:				
a. 1% increase	(122.81)	(106.77)	136.80	119.48
b. 1% decrease	140.25	121.94	(122.25)	(106.71)

The sensitivity analysis above has been determined based on a method that extrapolates the impact on defined benefit obligation as a result of reasonable changes in key assumptions occurring at the end of the reporting period, as calculated by Actuary.

Experience adjustment for last five years

	March 31, 2025	March 31, 2024	March 31, 2023	March 31, 2022	March 31, 2021
Defined benefit obligation	1,805.43	1,543.34	1,456.35	1,371.47	1,167.16
Surplus/(deficit)	(1,805.43)	(1,543.34)	(1,456.35)	(1,371.47)	(1,167.16)
Experience adjustment on plan liabilities	45.60	(43.82)	(31.22)	90.57	11.38

Compensatory absences

The Company provides for the encashment of leave or leave with pay subject to certain rules. The employees are entitled to accumulate leave subject to certain limits, for future encashment. The liability is provided based on the number of days of unutilised leave at each balance sheet date on the basis of an independent actuarial valuation. Amount of ₹ 460.15 Lakhs (31 March, 2024 : ₹ 16.01 Lakhs) has been recognised in the Standalone Statement of profit and loss of provision for long-term employment benefit.

32 FINANCIAL INSTRUMENTS

Company has an established control framework with respect to the measurement of fair values.

This includes a management has overall responsibility for overseeing all significant fair value measurements, including Level 3 fair values.

The management regularly reviews significant unobservable inputs and valuation adjustments. If third party information, such as broker quotes or pricing services, is used to measure fair values, then the internal valuation team assesses the evidence obtained from the third parties to support the conclusion that these valuations meet the requirements of the applicable financial reporting framework, including the level in the fair value hierarchy in which the valuations should be classified.

Significant valuation issues are reported to Company's audit committee if any.

When measuring the fair value of an asset or a liability, Company uses observable market data as far as possible. If the inputs used to measure the fair value of an asset or a liability fall into different levels of the fair value hierarchy, then the fair value measurement is categorised in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement.

Company recognises transfers between levels of the fair value hierarchy at the end of the reporting period during which the change has occurred.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2025

(Currency: Indian Rupees in Lakhs)

32 FINANCIAL INSTRUMENTS (Contd.)

a. Accounting classification and fair values

The Company is exposed to the risks of changes in fair value of its financial assets and liabilities. The following table summarises the fair values and carrying amounts of financial instruments.

As on March 31, 2025	Carrying value				Fair value measurement using			
	Note	Amortised cost	Financial assets/liabilities at FVTPL	Financial assets/liabilities at FVOCI	Total carrying amount	Level 1	Level 2	Level 3
Financial assets:								
Trade receivables	9	40,076.14	-	-	40,076.14	-	-	-
Cash and cash equivalents	10	4,058.45	-	-	4,058.45	-	-	-
Bank balances other than cash and cash equivalents	11	6.79	-	-	6.79	-	-	-
Other financial assets	6	2,438.38	-	-	2,438.38	-	-	-
Financial liabilities:								
Non Current borrowings	13 a	27,913.38	-	-	27,913.38	-	27,913.38	-
Current borrowings	14	56,852.93	-	-	56,852.93	-	-	-
Trade payables	17	40,512.19	-	-	40,512.19	-	-	-
Derivatives	18	-	2,222.43	-	2,222.43	-	2,222.43	-
Lease liabilities	13 b	274.12	-	-	274.12	-	274.12	-
Other financial liabilities (other than lease liabilities)	18	3,823.51	-	-	3,823.51	-	-	-

As on March 31, 2024	Carrying value					Fair value measurement using		
	Note	Amortised cost	Financial assets/liabilities at FVTPL	Financial assets/liabilities at FVOCI	Total carrying amount	Level 1	Level 2	Level 3
Financial assets:								
Investment in equity instruments (unquoted)	5	6,163.14	-	-	6,163.14	-	-	-
Trade receivables	9	36,108.27	-	-	36,108.27	-	-	-
Cash and cash equivalents	10	1,575.08	-	-	1,575.08	-	-	-
Bank balances other than cash and cash equivalents	11	444.78	-	-	444.78	-	-	-
Other financial assets	6	1,656.56	-	-	1,656.56	-	-	-
Financial liabilities:								
Non Current borrowings	13 a	38,350.20	-	-	38,350.20	-	-	38,350.20
Current borrowings	14	50,462.91	-	-	50,462.91	-	-	50,462.91
Trade payables	17	28,336.42	-	-	28,336.42	-	-	-
Derivatives	18	-	433.51	-	433.51	-	433.51	-
Lease liabilities	13 b	1,193.90	-	-	1,193.90	-	-	1,193.90
Other financial liabilities (other than lease liabilities)	18	1,905.83	-	-	1,905.83	-	-	-

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2025

(Currency: Indian Rupees in Lakhs)

32 FINANCIAL INSTRUMENTS (Contd.)

- b. The fair value of financial instruments as referred to in note (a) above have been classified into a three categories depending on the inputs used in the valuation technique.

The categories used are as follows:

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

Level 2 - Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).

Level 3 - Inputs for the assets or liabilities that are not based on observable market data (unobservable inputs).

c. Calculation of fair values

The fair values of the financial assets and liabilities are defined as 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. Methods and assumptions used to estimate the fair values are consistent with those used for the year ended March 31, 2025.

- (i) The fair values of the derivative financial instruments has been determined using valuation techniques with market observable inputs. The models incorporate various inputs including the credit quality of counter-parties and foreign exchange forward rates. In case the forwards are taken from banks and financial institutions, the fair value is determined using quoted forward exchange rates at the reporting date and present value calculations based on high credit quality yield curves in the respective currencies by the bankers.
- (ii) The fair values of investments in mutual fund units is based on the net asset value ("NAV") as stated by the issuers of these mutual fund units in the published statements as at Balance Sheet date. NAV represents the price at which the issuer will issue further units of mutual fund and the price at which issuers will redeem such units from the investors.
- (iii) Loans, lease liabilities and borrowings have fair values that approximate to their carrying amounts as it is based on the net present value of the anticipated future cash flows using rates currently available for debt on similar terms, credit risk and remaining maturities.
- (iv) Cash and cash equivalents, trade receivables, investments in term deposits, other financial assets (except derivative financial instruments), trade payables, and other financial liabilities (except derivative financial instruments) have fair values that approximate to their carrying amounts due to their short-term nature.

33 FINANCIAL RISK MANAGEMENT

The Company's Board of Directors has overall responsibility for the establishment and oversight of the Company's risk management framework. The Board of Directors has established the risk management committee, which is responsible for developing and monitoring the Company's risk management policies. The committee reports regularly to the board of Directors on its activities.

The Company's risk management are established to identify and analyse the risks faced by the Company, to set appropriate risk limits and controls and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and activities.

The Audit committee oversees how management monitors compliance with the Company's risk management policies and procedures and reviews the adequacy of the risk management framework in relation to the risks faced by the Company. The Audit committee is assisted in its oversight role by internal audit by external party.

The Company has exposure to the following risks arising from the financial instruments:

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2025

(Currency: Indian Rupees in Lakhs)

33 FINANCIAL RISK MANAGEMENT (Contd.)

a. Credit Risk

Credit risk is the risk of financial loss to the Company if a customer or counterparty fails to meet its contractual obligations and arises principally from the Company's receivables from customers. The carrying amount of financial assets represent the maximum credit exposure.

The Company's exposure to credit risk is influenced mainly by the individual characteristics of each customer. However, management also consider the factors that may influence the credit risk of its customer base, including the default risk associated with the industry and country in which company operates.

The Company analyses credit worthiness of each new customer individually before standard payment and delivery terms are offered. The Company is monitoring economic environment in countries where it operates and is taking actions to limit its exposure to customers in those countries experiencing particular economic volatility.

The Company's exposure to credit risk for trade receivables by geographic region was as follows

Particulars	March 31, 2025	March 31, 2024
India	11,125.67	11,899.63
Outside India	28,950.47	24,208.64
	40,076.14	36,108.27

Expected credit loss on Trade receivables

At March 31, 2025 the ageing of trade and other receivables that were not impaired was as follows.

Particulars	March 31, 2025			
	Gross Carrying Amount	Impairment Allowances	Loss Rate	Net Carrying Amount
Neither past due nor impaired	30,453.21	-	0.00%	30,453.21
Past due 0-90 days	8,743.42	-	0.00%	8,743.42
Past due 90-180 days	816.48	-	0.00%	816.48
Past due 180-270 days	52.74	-	0.00%	52.74
Past due 270-365 days	5.68	-	0.00%	5.68
More than 365 days	73.55	69.04	93.74%	4.51
	40,145.18	69.04		40,076.14

Impairment of Trade receivables

At March 31, 2024 the ageing of trade and other receivables that were not impaired was as follows.

Particulars	March 31, 2024			
	Gross Carrying Amount	Impairment Allowances	Loss Rate	Net Carrying Amount
Neither past due nor impaired	26,906.87	-	0.00%	26,906.87
Past due 0-90 days	8,716.48	-	0.00%	8,716.48
Past due 90-180 days	194.02	-	0.00%	194.02
Past due 180-270 days	113.16	-	0.00%	113.16
Past due 270-365 days	97.25	-	0.00%	97.25
More than 365 days	108.33	27.84	25.70%	80.49
	36,136.11	27.84		36,108.27

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2025

(Currency: Indian Rupees in Lakhs)

33 FINANCIAL RISK MANAGEMENT (Contd.)

Movement in Loss allowance measured at amount equal to life time expected credit losses for trade receivables.

Particulars	Amount
Balance as at April 01, 2023	27.84
Impairment loss recognised	-
Amounts written off	-
Balance as at March 31, 2024	27.84
Impairment loss recognised	41.20
Amounts written off	-
Balance as at March 31, 2025	69.04

The Company uses an allowance matrix to measure the expected credit loss of trade receivables. Based on the industry practices and the business environment in which the entity operates, Management considers that the trade receivables are in default (credit impaired) if the payments are more than 365 days past due.

Management believes that the unimpaired amounts that are past due by more than 30 days are still collectible in full, based on historical payment behaviour and extensive analysis of customer credit risk and the current provision for the bad debts represents the impacted credit loss it foresees in its receivables.

Financial assets other than trade receivables are not impaired and further, there are no amounts that are past due. Management believes that the amounts are collectible in full, based on historical payment behavior.

b. Liquidity risk

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

The Company maintains the level of its cash and cash equivalents at an amount in excess of expected cash outflow on financial liabilities. The Company also monitors the level of expected cash inflows on trade and other receivables together with expected cash outflows on trade and other payables.

Exposure to liquidity risk:

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

March 31, 2025	Contractual cash flows					
	Carrying amount	Total	1 year or less	1-2 years	2-5 years	More than 5 years
Non-derivative financial liabilities						
Term loans from banks	41,009.38	47,763.37	15,641.83	11,735.34	16,522.22	3,864.28
Other borrowings	41,471.63	41,471.53	41,471.53	-	-	-
Trade payables	40,512.19	40,512.19	40,512.19	52.17	11.50	-
Other financial liabilities	3,823.51	3,823.51	3,823.51	-	-	-
Lease liabilities	816.96	722.57	392.48	329.19	-	-
Derivative financial liabilities						
Currency Risk	2,222.43	2,222.43	2,222.43	-	-	-
	1,29,856.10	1,36,515.80	1,04,000.91	12,116.70	16,533.91	3,864.28

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2025

(Currency: Indian Rupees in Lakhs)

33 FINANCIAL RISK MANAGEMENT (Contd.)

March 31, 2024	Contractual cash flows					
	Carrying amount	Total	1 year or less	1-2 years	2-5 years	More than 5 years
Non-derivative financial liabilities						
Term loans from banks	52,076.37	52,076.37	13,726.17	10,292.98	21,353.23	6,769.37
Other borrowings	36,736.74	36,736.74	36,736.74	-	-	-
Trade payables	28,336.42	28,336.42	28,336.42	-	-	-
Other financial liabilities	1,905.83	1,905.83	1,905.83	-	-	-
Lease liabilities	1,193.90	1,193.90	373.86	463.26	51.71	-
Derivative financial liabilities						
Currency Risk	433.51	433.51	433.51	-	-	-
	1,20,662.77	1,20,662.77	81,512.53	10,756.24	21,870.34	6,769.37

The gross inflows/outflows disclosed in the above table represent the contractual undiscounted cash flows relating to derivative financial liabilities held for risk management purposes and which are not usually closed out before contractual maturity. The disclosure shows net cash flow amounts for derivatives that are net cash-settled and gross cash inflow and outflow amounts for derivatives that have simultaneous gross cash settlement.

e. Currency Risk

The Company is exposed to currency risk on account of its borrowings and other payables in foreign currency. The functional currency of the Company is Indian Rupee. The Company uses forward exchange contracts to hedge its currency risk, most with a maturity of less than one year from the reporting date.

Exposure to currency risk

The currency profile of financial assets and financial liabilities as at March 31, 2025 and March 31, 2024 are as below:

Particulars	March 31, 2025	March 31, 2025	March 31, 2024	March 31, 2024
	US\$ in Lakhs	EURO in Lakhs	US\$ in Lakhs	EURO in Lakhs
Financial assets				
Cash and cash equivalents	1.30	0.15	0.15	0.02
Trade Receivables	333.77	4.18	277.58	14.79
	335.07	4.33	277.74	14.81
Financial liabilities				
Borrowings	-	7.50	-	15.00
Packing credit in foreign currency	46.38	-	51.61	-
Working capital demand Loan	62.47	-	39.28	-
Trade payables and other financial liabilities	120.11	0.82	89.85	0.66
Other Current financial liabilities -	26.06	0.08	9.39	0.05
Derivative Instruments Currency risk*	292.02	16.40	190.14	15.71
Net exposure	43.06	(12.07)	87.60	(0.90)

* The exposure disclosed here is net of currency swap taken by the Company

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2025

(Currency: Indian Rupees in Lakhs)

33 FINANCIAL RISK MANAGEMENT (Contd.)

Currency exposure for borrowings is exclusive of Currency swap on ICICI bank Rupee loan of ₹ 4,000 Lakhs are taken @64.42 per US\$ and other currency swap on HDFC Bank Rupee loan of ₹ 5,600 Lakhs and ₹ 7,400 Lakhs are taken @ 76.76 per US\$ and @ 75.32 per US\$ respectively which are classified as Indian currency loan.

The Company's corporate treasury function provides services to the business, co-ordinates access to domestic financial markets, monitors and manages the financial risk relating to the operation of the Company through internal risk reports which analyse exposures by degree and magnitude of risks. These risks include market risk (including currency risk, interest rate risk and other price risk), credit risk and liquidity risk.

The use of financial derivatives is governed by the Company's policies approved by the board of directors, which provide written principles on foreign exchange risk, interest rate risk, credit risk, etc.

The Corporate treasury function reports quarterly to the Company's risk management committee, an independent body that monitors risks and policies implemented to mitigate risk exposures.

d. Sensitivity analysis

A reasonably possible strengthening (weakening) of the foreign currencies against ₹ at March 31, 2025 would have affected the measurement of financial instruments denominated in US-dollar and affected equity and profit or loss by the amounts shown below. This analysis assumes that all other variables, in particular interest rates, remain constant and ignores any impact of forecast sales and purchases.

Effect in Indian Rupees in Lakhs	Profit before tax		Equity, net of tax	
	Strengthening	Weakening	Strengthening	Weakening
March 31, 2025				
US\$ (3 % movement)	110.53	(110.53)	82.71	(72.28)
EUR (3 % movement)	(33.43)	33.43	(25.02)	21.86
	77.10	(77.10)	57.69	(50.42)

Effect in Indian Rupees in Lakhs	Profit before tax		Equity, net of tax	
	Strengthening	Weakening	Strengthening	Weakening
March 31, 2024				
US\$ (3 % movement)	219.11	(219.11)	163.96	(143.28)
EUR (3 % movement)	(2.44)	2.44	(1.83)	1.60
	216.67	(216.67)	162.13	(141.68)

e. Interest risk

The Company is exposed primarily to fluctuation in US\$ SOFR rates. Interest rate risk on financial debt is managed through interest rate swaps.

The interest rate profile of the Company's interest bearing financial instruments is as follows:

Particulars	March 31, 2025	March 31, 2024
Fixed-rate instruments		
Financial assets (bank deposits)	97.50	
Financial liabilities (borrowings)		88,813.11
Variable-rate instruments		
Financial liabilities (borrowings) *	84,776.31	
Total borrowings	84,873.81	88,813.11

*Effect of interest rate swaps is disclosed in Note 12.3

Financial assets classified at amortized cost have fixed interest rate. Hence, the Company is not subject to interest rate risk on such financial assets.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2025

(Currency: Indian Rupees in Lakhs)

33 FINANCIAL RISK MANAGEMENT (Contd.)

Cash flow sensitivity analysis for variable-rate instruments

A reasonably possible change of 100 basis points in interest rates at the reporting date would have increased (decreased) equity and profit or loss by the amounts shown below. This analysis assumes that all other variables, in particular foreign currency exchange rates, remain constant.

	Profit or loss		Equity, net of tax	
	100 bp increase	100 bp decrease	100 bp increase	100 bp decrease
March 31, 2025				
Variable-rate instruments	847.76	(847.76)	534.38	(534.38)
March 31, 2024				
Variable-rate instruments	-	-	-	-

34 CONTINGENT LIABILITIES:

Claims against the Company not acknowledged as debts are below:

Particulars	As at	As at
	March 31, 2025	March 31, 2024
Income tax authorities	1,824.95	932.16
Goods and Service Tax and Custom Duty *	1,458.84	105.06

* Demand of ₹ 1,458.84 Lakhs (₹ 105.06 Lakhs March 31, 2024) was raised by Goods and Service Tax (GST) and Customs authority out of which ₹ 59.48 Lakhs (₹ 16.98 Lakhs March 31, 2024) is paid under protest, balance ₹ 1,399.36 Lakhs (₹ 89.08 Lakhs March 31, 2024) are unpaid as on March 31, 2025.

The claims against the Company comprise of pending litigations / proceedings pertaining to demands raised by Excise, Custom, Sales / VAT tax and other authorities / bodies. The Company has reviewed all its pending litigations and proceedings and has adequately provided for where provisions are required and disclosed as contingent liabilities where applicable in its financial statements. The Company does not expect the outcome of these proceedings to have a materially adverse effect on its financial statements.

It is not practicable for the Company to estimate the timings of cash outflows, if any, in respect of the above pending resolution of the respective proceedings as it is determinable only on receipt of judgements/decisions pending with various forums/authorities.

The Company does not expect any reimbursements in respect of the above contingent liabilities.

35 COMMITMENTS

Particulars	As at	As at
	March 31, 2025	March 31, 2024
Estimated amount of contracts remaining to be executed on capital account and not provided for (Net of advances of ₹ 1,757.00 Lakhs, (March 31, 2024 : ₹ 181.60 Lakhs))	6,253.28	1,699.50
Bank Guarantee	261.74	514.56
Bank Guarantee to wholly own subsidiary	3,423.26	3,334.96
LCs issued in favour of suppliers, but the material not dispatched	1,350.90	911.91

(i) During the current year, the Company entered into a contract to purchase property, plant and equipment and patents and trademarks for March 31, 2025 : ₹ 23,280.75 Lakhs March 31, 2024 : ₹ 8,498.42 Lakhs respectively.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2025

(Currency: Indian Rupees in Lakhs)

36 EARNINGS PER SHARE

Particulars	Year ended March 31, 2025	Year ended March 31, 2024
Profit after tax attributable to equity shareholders (A)	18,930.25	9,788.49
Number of equity shares at the beginning of the year (B)	3,90,62,706	3,90,62,706
Number of equity shares outstanding at the end of the year (C)	3,90,62,706	3,90,62,706
Weighted average number of equity shares outstanding during the year (D)	3,90,62,706	3,90,62,706
Basic and diluted earnings per share of face value ₹ 10 (A)/(D)	48.45	25.05

37 REVENUE FROM CONTRACTS WITH CUSTOMERS

(A) The Company is primarily in the business of manufacture and sale of Aroma chemicals. All sales are made at a point in time and revenue recognised upon satisfaction of the performance obligations which is typically upon dispatch/delivery and acceptance of goods depending on the contract terms. The Company has a credit evaluation policy based on which the credit limits for the trade receivables are established, the Company does not give significant credit period (120 days) resulting in no significant financing component.

(B) Reconciliation of revenue recognised from Contract liability:

Particulars	As at March 31, 2025	As at March 31, 2024
Opening Contract liability	301.92	560.18
Less: Recognised as revenue during the year	2,865.56	8,642.17
Add: Addition to contract liability during the year	2,655.72	3,336.91
Closing Contract liability	92.08	301.92

Contract liability primarily relates to advance consideration received from customers for sale of products in case of few contracts based on terms agreed. The contract liability is expected to be recognised within 12 months.

There is no contract asset as at March 31, 2025 (March 31, 2024: Nil).

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

Particulars	As at March 31, 2025	As at March 31, 2024
Revenue from contract with customer as per Contract price	2,02,891.81	1,71,148.96
Less: Discounts and other adjustments	-	-
Revenue from contract with customer as per statement of standalone profit and loss	2,02,891.81	1,71,148.96

(D) Disaggregation of revenue from contract with customers

Particulars	Revenue from contracts with customers March 31, 2025	Revenue from contracts with customers March 31, 2024
India	67,466.49	53,410.11
Outside India	1,35,425.32	1,17,738.85
	2,02,891.81	1,71,148.96

(E) Unsatisfied Performance Obligations

The Company applies the practical expedient in Paragraph 121 of Ind AS 115 and does not disclose information about remaining performance obligations.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2025

(Currency: Indian Rupees in Lakhs)

38 DIVIDEND ON EQUITY SHARES

	2024-25	2023-24
Dividend on equity shares declared during the previous year and paid during the year*	781.21	-
	781.21	-

*Dividends declared by the Company are based on the profit available for distribution. On May 02, 2024, the Board of Directors of the Company have proposed a final dividend of ₹ 2.00 per share in respect of the year ended March 31, 2024 and same has been paid during the year ended March 31, 2025 amounting to ₹ 781.21 Lakhs.

Dividends not recognised at the end of reporting period

Dividends declared by the Company are based on the profit available for distribution. On May 03, 2025, the Board of Directors of the Company have proposed a final dividend of ₹ 5/- per share in respect of the year ended March 31, 2025 subject to the approval of shareholders at the Annual General Meeting, and if approved, would result in a cash outflow of approximately ₹ 1,953.13/- Lakhs.

39 TRANSFER PRICING

Transactions with related parties are governed by transfer pricing regulations of the Indian Income-tax Act, 1961. The Company's international and domestic transactions with related parties are at arm's length as per the independent accountants report for the year ended March 31, 2024. Management believes that the Company's international and domestic transactions with related parties post March 2024 continue to be at arm's length and that the transfer pricing legislation will not have any impact on the financial statements, particularly on the amount of tax expense and that of provision for taxation.

40 INVESTMENT IN SHARES OF RADIANCE SUNRISE TEN PRIVATE LIMITED

The Company has been supplementing its incremental energy requirements by sourcing power from renewable sources. To this end, the Company has executed a Share Subscription and Shareholder's Agreement dated December 28, 2022 to acquire 26% stake in Radiance MH Sunrise Ten Private Limited for supply of 10 MW electricity generated through Solar Power Plant (Solar plant) at a concessional rate with a minimum entitlement of 51% of power generated from the Solar Plant. As per the agreement, the Company has subscribed 49,95,000 equity shares of ₹ 10 each of Radiance MH Sunrise Ten Private Limited during the previous year.

41 OTHER STATUTORY INFORMATION

a) Other informations

- As on March 31, 2025 there is no unutilized amounts in respect of any issue of securities and long term borrowings from banks and financial institutions. The borrowed funds have been utilised for the specific purpose for which the funds were raised.
- The Company do not have any transactions with struck off companies.
- The Company do not have any charges or satisfaction, which is yet to be registered with Registrar of Companies beyond the statutory period.
- The Company is in compliance with the number of layers prescribed under clause (87) of section 2 of the Companies Act read with the Companies (Restriction on number of Layers) Rules, 2017.
- The Company do not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property.
- The Company have not traded or invested in Crypto currency or Virtual Currency during the financial year.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2025

(Currency: Indian Rupees in Lakhs)

41 OTHER STATUTORY INFORMATION (Contd.)

- (vii) The Company have not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall
- (a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (Ultimate Beneficiaries) or
- (b) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries
- (viii) The Company have not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall
- (a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or
- (b) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries
- (ix) The Company have not entered in any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961)

42 CORPORATE SOCIAL RESPONSIBILITY

As per section 135 of the Companies Act, 2013 a corporate social responsibility (CSR) committee has been formed by the Company. The areas for CSR activities are Education, Environment Sustainability, Health and hygiene and Disaster Management. Amount spent during the year on activities which are specified in Schedule VII of the Companies Act 2013 are as mentioned below:

Particulars	Year ended March 31, 2025	Year ended March 31, 2024
a) Amount required to be spent by the Company during the year	210.00	232.01
b) Amount approved by the Board to be spent during the year	210.00	232.01
c) Amount spent during the year		
Paid		
(i) construction / acquisition of any asset		
(ii) on purpose other than (i) above	211.59	232.01
Total	211.59	232.01
d) Details of related party transactions		
e) Details of unspent obligations	Nil	Nil

Details of other than ongoing project

In case of Section 135(5) of the Companies Act, 2013 (Other than ongoing project)				
Opening Balance as at April 01, 2024	Amount deposited in specified fund of Schedule VII within 6 months	Amount required to be spent during the year	Amount spent during the year	Closing balance as at March 31, 2025
-	-	210.00	210.00	-
In case of Section 135(5) of the Companies Act, 2013 (Other than ongoing project)				
Opening Balance as at April 01, 2023	Amount deposited in specified fund of Schedule VII within 6 months	Amount required to be spent during the year	Amount spent during the year	Closing balance as at March 31, 2024
-	-	232.01	232.01	-

Note: There are no ongoing projects as at March 31, 2025 and March 31, 2024

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2025

(Currency: Indian Rupees in Lakhs)

43 ADDITIONAL REGULATORY INFORMATION

Ratio	Numerator	Denominator	Year ended March 31, 2025	Year ended March 31, 2024	% Variance	Reason for Variance greater than 25%
Current Ratio (in times)	Total current assets	Total current liabilities	1.24	1.25	(0.80%)	
Debt - Equity ratio (in times) (net)	Debt consists of borrowings Less Cash and cash equivalents and short term investments	Total equity	0.73	0.94	(22.34%)	
Debt service coverage ratio (in times)	Net profit before tax + Depreciation + Interest (EBITDA)	Debt service = Interest + Principal repayments	1.36	1.37	(0.73%)	Higher amount of principal repayment of term loan during the year & lower EBITDA compared to last year on account of increase in fuel & logistic cost.
Return on equity ratio (in %)	Net profit after tax for the year	Average Total Equity	18.73%	11.23%	66.79%	Increase due to increase in profitability during the current year.
net capital turnover ratio (in times)	Net capital turnover ratio	Average working capital (i.e. Total current assets less Total current liabilities)	8.85	11.76	(24.74%)	Decrease due to increase in Revenue from operations.
net profit ratio (in %)	Net profit after tax for the year	Revenue from operations	9.29%	5.72%	62.41%	Increase due to increase in profitability during the current year and increase due to increase in revenue from operation along with reduction in raw material cost during the current year
return on capital employed (in %)	Profit before tax and finance cost	Total equity + Borrowings + Deferred tax liabilities (net)	17.13%	12.39%	38.26%	Increase due to increase in profitability during the current year

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2025

(Currency: Indian Rupees in Lakhs)

43 ADDITIONAL REGULATORY INFORMATION (Contd.)

Ratio	Numerator	Denominator	Year ended March 31, 2025	Year ended March 31, 2024	% Variance	Reason for Variance greater than 25%
Inventory turnover ratio	Revenue from operations	Average Inventory	3.08	2.54	21.26%	
Trade receivable turnover ratio	Revenue from operations	Average Trade receivable	5.36	5.07	5.52%	
Trade payables turnover ratio	Purchases	Average Trade payables	3.55	3.03	17.16%	

For BSR & Co. LLP
Chartered Accountants
Firm's Registration No: 101248W/W-100022

Jayesh T Thakkar
Partner
Membership No: 113959

Mumbai
Date : May 03, 2025

For and on behalf of the Board of Directors of
Privi Speciality Chemicals Limited
CIN : L15140MH1985PLC286828

Maheesh Babani
Chairman & Managing Director
DIN: 00051162

Narayan S Iyer
Chief Financial Officer
Membership No: 105320

Mumbai
Date : May 03, 2025

D. B. Rao
Executive Director
DIN: 00356218

Ashwini Shah
Company Secretary
Membership No: A-58378

INDEPENDENT AUDITOR'S REPORT

To the Members of
Privi Speciality Chemicals Limited
Report on the Audit of the Consolidated Financial Statements

and other comprehensive loss, consolidated changes in equity and consolidated cash flows for the year then ended.

BASIS FOR OPINION

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under Section 143(10) of the Act. Our responsibilities under those SAs are further described in the Auditor's Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Group in accordance with the ethical requirements that are relevant to our audit of the consolidated financial statements in terms of the Code of Ethics issued by the Institute of Chartered Accountants of India and the relevant provisions of the Act, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence obtained by us along with the consideration of reports of the other auditor referred to in paragraph (a) of the 'Other Matter' section below, is sufficient and appropriate to provide a basis for our opinion on the consolidated financial statements.

KEY AUDIT MATTER

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

REVENUE RECOGNITION

See Note 2(xvi), 21 and 41 to consolidated financial statements

The Key Audit Matter	How the matter was addressed in our audit
The Group's revenue is derived primarily from sale of products. The principal products of the Group comprise of aroma chemicals. Revenue from sale of goods is recognized on transfer of the products to the customer. The Group uses a variety of shipment terms across its operating markets and this has an impact on the timing of revenue recognition. The performance obligations in the contracts may be fulfilled at the time of dispatch, delivery or upon formal customer acceptance depending on contract terms. There is a risk that revenue could be recognised at a time which is different from transfer of control especially for sales transactions occurring on and around the reporting period.	We applied the following audit procedures in this area, among others to obtain sufficient appropriate audit evidence:- * Assessed the appropriateness of Group's accounting policies relating to revenue recognition as per the applicable accounting standard. * Obtained an understanding of the Group's sales process and evaluated the design and implementation of key internal controls in relation to the timing of revenue recognition. We also tested the operating effectiveness of such controls for a sample of transactions and also to controls over revenue recognised on and around the year end.

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The Key Audit Matter

Also, there is a risk of recognizing the revenue throughout the year. In view of this and since revenue is a key performance indicator of the Group, we have identified timing of the revenue recognition as a key audit matter.

How the matter was addressed in our audit

- For a sample of sale transactions selected using statistical sampling, performed detailed testing and in particular examined whether these are recognised in the period in which control is transferred. This included examination of the terms and conditions as per customer orders, such as shipping terms, transporter documents and customer acceptances.
- Tested on a sample basis, specific revenue transactions recorded around the year end date to check whether revenue has been recognised in the correct reporting period by examining the underlying documents.
- Evaluating the Company's disclosures in the consolidated financial statements in respect of revenue recognitions (refer Note 41 of consolidated financial statements).

OTHER INFORMATION

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

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

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

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

MANAGEMENT'S AND BOARD OF DIRECTORS' RESPONSIBILITIES FOR THE CONSOLIDATED FINANCIAL STATEMENTS

The Holding Company's Management and Board of Directors are responsible for the preparation and presentation of these consolidated financial statements in terms of the requirements of the Act that give a true and fair view of the consolidated state of affairs, consolidated profit/loss and other comprehensive income, consolidated statement of

changes in equity and consolidated cash flows of the Group in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under Section 133 of the Act. The respective Management and Board of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of each Company and for preventing and detecting frauds and other irregularities; the selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Management and Board of Directors of the Holding Company, as aforesaid.

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

The respective Board of Directors of the Companies included in the Group are responsible for overseeing the financial reporting process of each Company.

AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE CONSOLIDATED FINANCIAL STATEMENTS

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

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

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3) (i) of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Management and Board of Directors.
- Conclude on the appropriateness of the Management and Board of Directors use of the going concern basis of accounting in preparation of consolidated financial statements and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the appropriateness of this assumption. If we conclude that a material uncertainty exists, we are required to

draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial statements of such entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities included in the consolidated financial statements of which we are the independent auditors. For the other entities included in the consolidated financial statements, which have been audited by other auditor, such other auditor remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion. Our responsibilities in this regard are further described in paragraph (a) of the section titled "Other Matters" in this audit report.

We communicate with those charged with governance of the Holding Company and such other entities included in the consolidated financial statements of which we are the independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure

about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

OTHER MATTER

- a. We did not audit the financial statements of 3 subsidiaries, whose financial statements reflects total assets (before consolidation adjustments) of Rs 51,471.34 lakhs as at 31 March 2025, total revenues (before consolidation adjustments) of Rs. 49,525.84 lakhs and net cash inflows (before consolidation adjustments) amounting to Rs. 94.38 lakhs for the year ended on that date, as considered in the consolidated financial statements. These financial statements have been audited by other auditor whose reports have been furnished to us by the Management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries, and our report in terms of sub-section (3) of Section 143 of the Act, in so far as it relates to the aforesaid subsidiaries is based solely on the reports of the other auditor.

Our opinion on the consolidated financial statements, and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matter with respect to our reliance on the work done and the reports of the other auditor.

REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS

1. As required by the Companies (Auditor's Report) Order, 2020 (the Order) issued by the Central Government of India in terms of Section 143(11) of the Act, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
- 2A. As required by Section 143(3) of the Act, based on our audit and on the consideration of reports of the other auditor on separate financial statements of such subsidiaries, as were audited by other auditor, as noted in the "Other Matter" paragraph we report to the extent applicable, that:
 - a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated financial statements.

- b. In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books and the report/reports of the other auditor(s) except for the matter stated in the paragraph 2B(f) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014.
- c. The consolidated balance sheet, the consolidated statement of profit and loss (including other comprehensive income), the consolidated statement of changes in equity and the consolidated statement of cash flows dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements.
- d. In our opinion, the aforesaid consolidated financial statements comply with the Ind AS specified under Section 133 of the Act.
- e. On the basis of the written representations received from the directors of the Holding Company as on 31 March 2025, 1 April 2025 and 2 April 2025 taken on record by the Board of Directors of the Holding Company and the reports of the statutory auditors of its subsidiary Companies incorporated in India, none of the directors of the Group Companies incorporated in India is disqualified as on 31 March 2025 from being appointed as a director in terms of Section 164(2) of the Act.
- f. The modification relating to the maintenance of accounts and other matters connected therewith are as stated in the paragraph 2A(b) above on reporting under Section 143(3)(b) of the Act and paragraph 2B(f) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014.
- g. With respect to the adequacy of the internal financial controls with reference to financial statements of the Holding Company and its subsidiary companies incorporated in India and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".
- B. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us and based

on the consideration of the reports of the other auditor on separate financial statements of the subsidiaries, as noted in the "Other Matter" paragraph.

- a. The consolidated financial statements disclose the impact of pending litigations as at 31 March 2025 on the consolidated financial position of the Group. Refer Note 36 to the consolidated financial statements.

- c. The following are the instances of delay in transferring amounts, to the Investor Education and Protection Fund by the Holding Company during the year ended 31 March 2025:

Financial Year	AGM Date	AGM Date Dividend to be paid within 30 days from AGM Date	Unclaimed dividend amount	Due Date of Transfer to IEPF (7 years)	Remarks
2016-17	11 August 2017	10 September 2017	Rs 1.31 lakhs	16 September 2024	Unclaimed dividend not transferred to IEPF account as of date.

- d. (i) The management of the Holding Company and its subsidiary Companies incorporated in India whose financial information have been audited under the Act represented to us and the other auditors of such subsidiary Companies that, to the best of their knowledge and belief, as disclosed in the Note 44(a) to the consolidated financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Holding Company or any of such subsidiary Companies to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the intermediary shall directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Holding Company or any of such subsidiary Companies ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- (ii) The management of the Holding Company and its subsidiary Companies incorporated in India whose financial information have been audited under the Act represented to us and the other auditors of such subsidiary Companies that, to the best of their knowledge and belief, as disclosed in the Note 44(a) to the consolidated financial statements, no funds have been received by the Holding Company or any of such subsidiary Companies from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with

- b. Provision has been made in the consolidated financial statements, as required under the applicable law or Ind AS, for material foreseeable losses, on long-term contracts including derivative contracts. Refer Note 19 to the consolidated financial statements in respect of such items as it relates to the Group.

the understanding, whether recorded in writing or otherwise, that the Holding Company or any of such subsidiary Companies shall directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Parties ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

- (iii) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances performed by us and that performed by the auditors of the subsidiary Companies incorporated in India whose financial information have been audited under the Act, nothing has come to our or other auditor notice that has caused us other auditor to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (i) and (ii) above, contain any material misstatement.

The final dividend paid by the Holding Company during the year, in respect of the same declared for the previous year, is in accordance with Section 123 of the Act to the extent it applies to payment of dividend.

As stated in Note 46 to the consolidated financial statements, the Board of Directors of the Holding Company has proposed final dividend for the year which is subject to the approval of the members at the ensuing Annual General Meeting. The dividend declared is in accordance with Section 123 of the Act to the extent it applies to declaration of dividend.

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f. Based on our examination which included test checks and except for the instances mentioned below, the Holding Company and its subsidiary companies incorporated in India whose financial statements have been audited under the Act, have used accounting software for maintaining its books of account, which have a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software.

ii. In respect of the Holding Company and its two subsidiary companies, At the application level for certain fields / tables relating to all the significant financial processes audit trail was enabled on 9 November 2024.

ii. In respect of the Holding Company and its two subsidiary companies, the feature of recording audit trail (edit log) facility was not enabled at the database level to log any direct data changes.

Further, during the course of our audit, we and respective auditors of such subsidiary companies did not come across any instance of audit trail feature being tampered with. Additionally, the audit trail has been preserved by the Company and above referred subsidiaries as per the statutory requirements for record retention to the extent log generated

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

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

For BSR & Co. LLP
Chartered Accountants
Firm's Registration No.:101248W/W-100022

Jayesh T Thakkar
Partner

Place: Mumbai Membership No.: 113959
Date: 03 May 2025 ICAI UDIN:25113959BMLXB05166

ANNEXURE A TO THE INDEPENDENT AUDITOR'S REPORT ON THE CONSOLIDATED FINANCIAL STATEMENTS OF PRIVI SPECIALITY CHEMICALS LIMITED FOR THE YEAR ENDED 31 MARCH 2025

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

(xx) In our opinion and according to the information and explanations given to us, following company incorporated in India and included in the consolidated financial statements, have adverse remarks given by the respective auditor in their report under the Companies (Auditor's Report) Order, 2020 (CARO):

Sr. No.	Name of the entities	CIN	Holding Company/Subsidiary	Clause number of the CARO report which is unfavourable or qualified or adverse
1	Privi Speciality Chemicals Limited	L15140MH1985PLC266828	Holding Company	Para 3(a)(b)

For BSR & Co. LLP
Chartered Accountants
Firm's Registration No.:101248W/W-100022

Jayesh T Thakkar
Partner

Place: Mumbai
Date: 03 May 2025

Membership No.: 113959
ICAI UDIN:25113959BMLXB05166

ANNEXURE B TO THE INDEPENDENT AUDITOR'S REPORT ON THE CONSOLIDATED FINANCIAL STATEMENTS OF PRIVI SPECIALITY CHEMICALS LIMITED FOR THE YEAR ENDED 31 MARCH 2025

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

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

OPINION

In conjunction with our audit of the consolidated financial statements of Privi Speciality Chemicals Limited (hereinafter referred to as 'the Holding Company') as of and for the year ended 31 March 2025, we have audited the internal financial controls with reference to financial statements of the Holding Company and such companies incorporated in India under the Act which are its subsidiary companies, as of that date.

In our opinion and based on the consideration of reports of the other auditor on internal financial controls with reference to financial statements of subsidiary companies as were audited by the other auditor, the Holding Company and such companies incorporated in India which are its subsidiary companies, have, in all material respects, adequate internal financial controls with reference to financial statements and such internal financial controls were operating effectively as at 31 March 2025, based on the internal financial controls with reference to financial statements criteria established by the Holding Company considering the essential components of such internal controls stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (the 'Guidance Note').

MANAGEMENT'S AND BOARD OF DIRECTORS' RESPONSIBILITIES FOR INTERNAL FINANCIAL CONTROLS

The respective Company's Management and the Board of Directors are responsible for establishing and maintaining internal financial controls based on the internal financial controls with reference to financial statements criteria established by the respective company/Company/Holding Company considering the essential components of internal control stated in the Guidance Note. These responsibilities include the design, implementation and maintenance of

adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the respective company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

AUDITOR'S RESPONSIBILITY

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

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

We believe that the audit evidence we have obtained and the audit evidence obtained by the other auditor of the relevant subsidiary companies in terms of their reports referred to in the Other Matter paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls with reference to financial statements.

MEANING OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO FINANCIAL STATEMENTS

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

INHERENT LIMITATIONS OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO FINANCIAL STATEMENTS

Because of the inherent limitations of internal financial controls with reference to financial statements, including the possibility of collusion or improper management override

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

OTHER MATTER

Our aforesaid report under Section 143(3)(f) of the Act on the adequacy and operating effectiveness of the internal financial controls with reference to financial statements is insofar as it relates to 2 subsidiary companies, which is a company incorporated in India, is based on the corresponding report of the auditor of such companies incorporated in India.

Our opinion is not modified in respect of above matter.

For BSR & Co., LLP
Chartered Accountants
Firm's Registration No.:101248W/W-100022

Jayesh T Thakkar
Partner

Place: Mumbai
Date: 03 May 2025
Membership No.: 113959
ICAI UDIN:25113959MLXB05166

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CONSOLIDATED BALANCE SHEET

AS AT MARCH 31, 2025

(Currency: Indian Rupees in Lakhs)

Particulars	Note	As at March 31, 2025	As at March 31, 2024
ASSETS			
Non-current assets			
Property, plant and equipment	3	1,09,598.80	98,886.98
Capital work-in-progress	3	17,747.22	88,729.56
Right of use assets	4a	4,749.55	5,557.01
Other intangible assets	4b	1,764.28	1,997.61
Intangible assets under development	4c	1,466.82	1,028.56
Financial assets			
Investments	5	83.23	76.83
Other financial assets	6	8,425.03	1,918.83
Income tax assets (net)		2,338.47	2,345.62
Other non-current assets	7	3,540.87	2,426.30
Total non-current assets		1,42,721.03	1,20,071.10
Current assets			
Financial assets	8	78,644.58	65,938.52
Investments	9	754.01	3,995.90
Trade receivables	10	35,414.88	34,780.72
Cash and cash equivalents	11	4,916.42	2,798.85
Bank balances other than cash and cash equivalents	12	42.11	480.37
Other financial assets	6	136.01	65,938.52
Other current assets	7	12,161.29	1,141,183.58
Total current assets		1,36,321.99	2,34,254.68
Total Assets		2,79,043.02	2,34,254.68
EQUITY AND LIABILITIES			
Equity			
Equity share capital	13a	3,906.27	3,906.27
Other equity - equity attributable to owners of the Company	13b	1,05,439.76	89,532.70
Equity attributable to shareholders of the Company		1,10,346.03	93,438.97
Non-controlling interest	13c	1,448.11	1,673.68
Total equity		1,11,794.14	95,112.65
LIABILITIES			
Non-current liabilities			
Financial liabilities			
Long-term borrowings	14a	51,213.30	44,440.20
Lease liabilities	14b	946.45	1,453.71
Provisions	16	2,450.86	1,314.62
Deferred tax liabilities (net)	17	2,411.30	2,319.57
Total non-current liabilities		56,921.91	49,528.10
Current liabilities			
Financial liabilities			
Short-term borrowings	15	51,155.79	53,637.12
Trade payables	14b	1,267.51	883.81
Other financial liabilities	16	3,343.11	2,758.87
Other current liabilities	18	30,561.95	26,975.56
Provisions	19	6,707.68	4,443.22
Deferred tax liabilities (net)	20	551.69	835.24
Other current liabilities	16	194.84	258.05
Total current liabilities		1,18,258.93	1,40,142.03
Total EQUITY AND LIABILITIES		2,79,043.02	2,34,254.68
Notes to the consolidated financial statements	3 to 45		
Material accounting policies	2		

The accompanying notes form an integral part of the consolidated financial statements.

As per our report of even date attached

For **P S R & Co. LLP**
Chartered Accountants
Firm's Registration No: 101248W/W-100022

For and on behalf of the Board of Directors of
Privi Specialty Chemicals Limited
CIN : L15140MH1989PLC286578

Maheesh Babani
Chairman & Managing Director
DIN: 00051162

Harayan S Iyer
Chief Financial Officer
Membership No: 105320

Mumbai
Date: May 03, 2025

D. B. Rao
Executive Director
DIN: 00356218

Ashwini Shah
Company Secretary
Membership No: A-58378

Mumbai
Date: May 03, 2025

Annual Report 2024-25

CONSOLIDATED STATEMENT OF PROFIT AND LOSS

FOR THE YEAR ENDED MARCH 31, 2025

(Currency: Indian Rupees in Lakhs)

Particulars	Note	Year ended March 31, 2025	Year ended March 31, 2024
INCOME			
Revenue from operations	21	2,10,119.09	1,75,223.47
Other income	22	2,054.56	2,529.96
TOTAL INCOME (I)		2,12,173.65	1,77,753.43
EXPENSES			
Cost of materials consumed	23	1,17,196.15	96,450.68
Purchase of stock-in-trade (traded goods)	24	1,488.64	2,755.53
Changes in inventory of finished goods and work-in-progress	25	(4,194.61)	5,267.57
Employee benefits expense	26	8,651.13	7,273.57
Finance costs	27	8,788.33	9,763.95
Depreciation and amortisation expenses	28	13,175.33	12,043.43
Power and fuel expense	29	15,327.37	13,826.25
Other expenses	30	27,640.03	20,689.12
TOTAL EXPENSES (II)		1,86,731.37	1,44,862.50
Profit before tax expense (I) - (II)		25,442.28	12,890.93
Profit before tax		25,442.28	12,890.93
Tax expense:			
Current tax		9,857.89	3,115.75
Deferred tax Charge / (Credit)		119.36	332.52
Tax expense		9,977.25	3,448.27
Profit after tax for the year		15,465.03	9,442.66
Profit for the year (III)		15,465.03	9,442.66
Other comprehensive income			
Items that will not be reclassified to profit or loss - Remeasurements of the net defined pension plans		(106.59)	11.20
Items that will be reclassified to profit or loss - Remeasurements of the net defined pension plans		27.63	(2.52)
Items that will be reclassified to profit or loss - Remeasurements of the net defined pension plans		66.76	33.00
Other comprehensive income / (loss) for the year net of taxes (IV)		(14.20)	41.68
Total comprehensive income for the year (III + IV)		15,450.83	9,484.24
Profit for the year attributable to			
Owners of the Holding Company		15,450.83	9,484.24
Non-controlling interest		(14.30)	41.28
Other comprehensive income attributable to			
Owners of the Holding Company		15,450.83	9,484.24
Non-controlling interest		(14.30)	41.28
Total comprehensive income attributable to		15,436.53	9,525.52
Earnings per equity share: nominal value of share ₹ 10/- each	38	47.30	24.43
Basic and diluted (I)	3 to 45		
Notes to the consolidated financial statements	2		
Material accounting policies			

The accompanying notes form an integral part of the consolidated financial statements.

As per our report of even date attached

For **P S R & Co. LLP**
Chartered Accountants
Firm's Registration No: 101248W/W-100022

Maheesh Babani
Chairman & Managing Director
DIN: 00051162

Harayan S Iyer
Chief Financial Officer
Membership No: 105320

Mumbai
Date: May 03, 2025

Annual Report 2024-25

For and on behalf of the Board of Directors of
Privi Specialty Chemicals Limited
CIN : L15140MH1989PLC286578

Maheesh Babani
Chairman & Managing Director
DIN: 00051162

Harayan S Iyer
Chief Financial Officer
Membership No: 105320

Mumbai
Date: May 03, 2025

D. B. Rao
Executive Director
DIN: 00356218

Ashwini Shah
Company Secretary
Membership No: A-58378

Mumbai
Date: May 03, 2025

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CONSOLIDATED STATEMENT OF CASH FLOWS

FOR THE YEAR ENDED MARCH 31, 2025

Particulars	(Currency: Indian Rupees in Lakhs)	
	Year ended March 31, 2025	Year ended March 31, 2024
A Cash flow from operating activities		
Profit before tax	25,452.28	12,990.93
Adjustment for:		
Depreciation and amortisation expenses	12,720.22	11,843.88
Amortisation of right of use assets	455.11	497.55
Gain on sale of financial liabilities	(54.92)	-
Sundry balances written off	11.53	0.78
Unrealised foreign exchange loss (net)	1,963.92	(680.84)
Interest income	(186.53)	(32.23)
Finance costs	6,789.33	9,793.85
Loss on sale of property, plant and equipment (net)	18.53	(193.21)
(Gain) on disposal of Other Intangible Assets	(53.78)	-
(Gain) on sale of investments (net)	(72.24)	(172.98)
Change in fair value of investments at FVTPL (mutual fund)	(40.85)	(81.51)
Allowance for expected credit loss and credit impairment	41.20	-
Operating cash flow before working capital changes	49,032.80	33,966.22
Movements in working capital		
(Increase) / Decrease in trade receivables	(4,705.57)	(5,191.54)
(Increase) / Decrease in inventories	(1,290.06)	13,999.42
(Increase) / Decrease in other current and non-current assets (non-financial assets)	(8,264.31)	2,441.99
(Increase) / Decrease in financial assets	(966.02)	(789.48)
Increase / (Decrease) in trade payables	11,973.64	(1,140.88)
Decrease / (Increase) in financial liabilities	30.15	(872.95)
Decrease / (Increase) in non-financial liabilities and provisions	282.15	(487.76)
Cash generated from operations	(13,856.02)	40,730.80
Income taxes paid	35,176.78	38,040.02
Net cash generated from operating activities [A]	28,111.04	35,448.39
B Cash flow from investing activities		
Purchase of property, plant and equipment including CWIP, intangible assets, intangible assets under development and capital advances, net of capital creditors	(29,913.72)	(15,050.84)
Proceeds from sales of property, plant & equipment and Other intangible assets	68.38	819.82
Investment in structured entity	-	(499.50)
Investment in mutual fund (net)	-	(3,283.14)
Proceeds from redemption of investments (mutual fund)	1,301.89	-
Fixed deposit placed	(3,278.42)	(58.48)
Proceeds on maturity of Fixed deposit	339.09	7.30
Interest received	186.53	32.23
Net cash (used in) investing activities [B]	(29,396.25)	(18,032.91)
C Cash flow from financing activities		
Proceeds from Non-current borrowings	31,100.00	23,500.00
Repayment of Non-current borrowings	(25,066.76)	(15,987.10)
Current borrowings (net)	8,154.61	(15,403.20)
Equity contribution received from non-controlling interest	-	980.11
Payment of lease liabilities	(987.93)	(675.89)
Dividend paid	(781.25)	-
Interest paid	(9,555.39)	(9,475.76)
Net cash generated / (used in) from financing activities [C]	3,863.28	(17,061.84)
Net increase in cash and cash equivalents (A+B+C)	2,578.07	353.74
Cash and cash equivalents at the beginning of the year	2,398.65	2,044.91
Exchange differences on translation of foreign currency cash and cash equivalents	(0.32)	-
Cash and cash equivalents at end of the year (refer note 11)	4,976.40	2,398.65

CONSOLIDATED STATEMENT OF CASH FLOWS

FOR THE YEAR ENDED MARCH 31, 2025

(Currency: Indian Rupees in Lakhs)

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

Note B : Purchase of property, plant and equipment including CWIP, intangible assets, intangible assets under development and capital advances, net of capital creditors during the year.

Note C : Reconciliation of movements of liabilities to cash flows arising from financing activities

Particulars	Lease liabilities	Non current borrowings	Current borrowings
Balance as on April 01, 2024	2,737.02	44,450.20	53,631.12
Loan/lease taken during the current year	112.98	31,100.00	8,154.61
Repayment during the current year	-	(25,066.76)	-
Foreign exchange (gain) or loss	-	-	-
Current maturities of long term debt (refer note 14 a)	-	629.94	(629.94)
Interest accrued but not due on borrowings	-	-	-
Interest on lease liabilities	151.89	-	-
Payment against lease liabilities	(987.93)	-	-
Impact of effective interest rate	-	-	-
Closing balance as on March 31, 2025	2,013.96	51,113.38	61,155.79

Particulars	Lease liabilities	Non current borrowings	Current borrowings
Balance as on April 01, 2023	1,877.80	40,370.49	65,684.29
Loan/lease taken during the current year	1,420.28	23,500.00	-
Repayment during the current year	-	(5,809.30)	(25,581.00)
Foreign exchange gain or loss	-	115.18	(198.34)
Current maturities of long term debt (refer note 14a)	-	(13,726.17)	13,726.17
Interest accrued but not due on borrowings	-	-	-
Interest on lease liabilities	114.83	-	-
Payment against lease liabilities	(675.89)	-	-
Impact of effective interest rate	-	-	-
Closing balance as on March 31, 2024	2,737.02	44,450.20	53,631.12

Notes to the consolidated financial statements

3 to 45

Material accounting policies

2

The accompanying notes form an integral part of the consolidated financial statements

As per our report of even date attached

For B S R & Co. LLP

Chartered Accountants

Firm's Registration No: 701246W/W-100022

For and on behalf of the Board of Directors of

Privi Specialty Chemicals Limited

CIN : L15140MH1985PLC286828

Jayesh T Thakkar

Partner

Membership No: 113959

Mahesh Babani

Chairman & Managing Director

DIN: 00051162

D. B. Rao

Executive Director

DIN: 00356218

Narayan S Iyer

Chief Financial Officer

Membership No: 105320

Ashwini Shah

Company Secretary

Membership No: A-58378

Mumbai

Date : May 03, 2025

Mumbai

Date : May 03, 2025

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

FOR THE YEAR ENDED MARCH 31, 2025

(Currency: Indian Rupees in Lakhs)

A. EQUITY SHARE CAPITAL

Particulars	As at March 31, 2025	As at March 31, 2024
Balance at the beginning of the current reporting year	3,906.27	3,906.27
Changes in Equity Share Capital due to prior year errors	-	-
Restated balance at the beginning of the current reporting year	3,906.27	3,906.27
Changes in equity share capital during the current year	-	-
Balance at the end of the current reporting year	3,906.27	3,906.27

B. OTHER EQUITY

Particulars	Reserve and surplus			Items of other comprehensive income	Total attributable to owners of the Company	Non controlling interests	Total
	General reserve	Retained earnings	Capital Reserve	Foreign Currency translation reserve			
Balance as at April 01, 2023	35,573.76	43,023.65	1.00	402.09	79,000.70	641.33	79,642.03
Profit for the year	-	9,490.72	-	-	9,490.72	52.24	9,542.96
Other comprehensive income (net of tax)	-	8.28	-	33.00	41.28	-	41.28
Contribution and distribution to the owners	-	-	-	-	-	980.11	-
Balance as at March 31, 2024	35,573.76	52,522.65	1.00	435.09	85,532.70	1,673.68	89,226.27
Profit for the year	-	18,699.60	-	-	18,699.60	(224.57)	18,475.03
Other comprehensive income/(loss) (net of tax)	-	(81.00)	-	66.76	(14.30)	-	(14.30)
Total comprehensive income for the year	-	18,618.54	-	66.76	18,685.30	(224.57)	18,460.73
Contribution and distribution to the owners	-	(781.25)	-	-	(781.25)	-	(781.25)
Dividend of ₹ 2.00 per share for the year ended March 31, 2024 (including dividend distribution tax) (refer note 40)	-	-	-	-	-	-	-
Balance as at March 31, 2025	35,573.76	70,360.14	1.00	501.85	1,06,438.75	1,448.11	1,06,905.75

* The Balance arising out of remeasurement of defined plans is adjusted against the available retained earnings.

Notes to the consolidated financial statements 3 to 45

Material accounting policies

2

The accompanying notes forms an integral part of the consolidated financial statements.

As per our report of even date attached

For B S R & Co. LLP

Chartered Accountants

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

For and on behalf of the Board of Directors of

Privi Speciality Chemicals Limited

CIN : L15140MH1985PLC286828

Jayesh T Thakkar
Partner
Membership No: 113959

Mahesh Babani
Chairman & Managing Director
DIN: 00051162

D. B. Rao
Executive Director
DIN: 00356218

Narayan U Iyer
Chief Financial Officer
Membership No: 105320

Ashwini Shah
Company Secretary
Membership No: A-58378

Mumbai
Date : May 03, 2025

Mumbai
Date : May 03, 2025

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED MARCH 31, 2025

(Currency: Indian Rupees in Lakhs)

1. GENERAL INFORMATION

Privi Speciality Chemicals Limited ('The Company or 'Holding Company') and its subsidiaries ('the Company and its subsidiaries together referred to as the Group. The Holding company was incorporated on 25 May 1985 under the provisions of the Companies Act, 1956 is a public company domiciled in India. The Company is having registered office at A-71, Privi House, Thane Belapur Road, TTC, Navi Mumbai-400710, Maharashtra, India. The Company is primarily engaged in the manufacture and export of aroma chemicals and in trading of chemicals. The Company's manufacturing units are located at Mahad and Jhagadia. The equity shares of the Company are listed on BSE Limited and National Stock Exchange of India Ltd.

The group's subsidiaries at March 31, 2025 are set out below. Unless otherwise stated, they have share capital consisting solely of equity shares that are held directly by the group, and the proportion of ownership interests held equals the voting rights held by the group. The country of incorporation or registration is also their principal place of business.

Name of the entity	Principal activities	Place of business / country of incorporation	Ownership Interest held by the Group March 31, 2025
Privi Biotechnologies Private Limited	Chemicals	India	100
Privi Speciality Chemicals USA Corporation	Chemicals	United States of America	100
Privi Specialities Private Limited	Chemicals	India	51

2. MATERIAL ACCOUNTING POLICIES

This note provides a list of the material accounting policies adopted by the Group in the preparation of these Consolidated financial statements. These policies have been consistently applied to all the years presented, unless otherwise stated.

Statement of Compliance

These Consolidated Financial Statements of the Group comprising the Balance Sheet as at March 31,

2025, Statement of Profit and Loss (including other comprehensive income), Statement of Changes in Equity, and Cash Flow Statement for the year ended March 31, 2025, and a summary of material accounting policies and other explanatory information have been prepared by the Group in accordance with the Indian Accounting Standards notified under Section 133 of the Companies Act, 2013 (the 'Act'), other relevant provisions of the Act and guidelines issued by the Securities and Exchange Board of India.

The consolidated financial statements were authorised for issue by the Company's Board of Directors at their meetings held on May 03, 2025.

Basis of preparation and Presentation

Basis of Preparation

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

- (i) Derivative Financial Instruments measured at fair value. (refer note no 18)
- (ii) Certain financial assets and liabilities measured at fair value (refer accounting policy regarding financial instruments)
- (iii) Employee's Defined Benefit Plan as per actuarial valuation.

Fair value is the price that would be received to sell an asset or paid to transfer liability in an orderly transaction between market participants at the measurement date under current market conditions, regardless of whether that price is directly observable or estimated using another valuation technique. In determining 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.

Functional & Presentation Currency

Items included in the financial statements of each of the Group's entities are measured using the currency of the primary economic environment in which the entity operates ('the functional currency'). The consolidated financial statements are presented in Indian Rupee (₹), which is also the Company's functional currency and

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED MARCH 31, 2025

(Currency: Indian Rupees in Lakhs)

reporting currency of the Group. All values are rounded to the nearest Lakhs, unless otherwise stated.

ii. Principles of consolidation and equity accounting

The Consolidated Financial statements (CFS) include the financial statements of the Company and its subsidiaries. **Subsidiaries are entities over which the group has control.** The group controls an entity when the group is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power to direct the relevant activities of the entity. Subsidiaries are fully consolidated from the date on which control is transferred to the group. They are deconsolidated from the date that control ceases. The group combines the financial statements of the parent and its subsidiaries line by line by adding together like items of assets, liabilities, equity, income and expenses. Intercompany transactions, balances and unrealised gains on transactions between group companies are eliminated.

These consolidated financial statements of the Group have been prepared in accordance with Indian Accounting Standards (Ind AS) prescribed under section 133 of the Companies Act, 2013 read with the Companies (Indian Accounting Standards) Rules as amended from time to time and presentation requirements of Schedule III (Division II) to the Companies Act, 2013, as applicable to the consolidated financial statements.

The consolidated financial statements comprise the financial statements of Privi Specialty Chemicals Limited, the Parent Company, and its subsidiaries. Consolidation of a subsidiary begins when the Group obtains control over the subsidiary and ceases when the Group loses control of the subsidiary. The Group controls an investee if and only if the Group has: a) Power over the investee (i.e., existing rights that give it the current ability to direct the relevant activities of the investee) b) Exposure, or rights, to variable returns from its involvement with the investee, and c) The ability to use its power over the investee to affect its returns.

Generally, there is a presumption that a majority of voting rights result in control. To support this presumption and when the Group has less than a majority of the voting or similar rights of an investee, the Group considers all relevant facts and circumstances in assessing whether it

has power over an investee, including: a) The contractual arrangement with the other vote holders of the investee b) Rights arising from other contractual arrangements c) The Group's voting rights and potential voting rights. The Group re-assesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control. The financial statements of the subsidiaries in the Group are added on a line-by-line basis and inter-company balances and transactions including unrealised gain/loss from such transactions, are eliminated upon consolidation. The consolidated financial statements are prepared by applying uniform accounting policies in use by the Group. An associate is an entity over which the Group has significant influence but not control or joint control over financial and operating policies. Investments in associates are accounted for using the equity method of accounting, after initially being recognised at cost. The aggregate of the Group's share of profit and loss of an associate is shown on the face of the consolidated statement of profit and loss.

Consolidation of subsidiary in which is not fully owned by the Parent Company is done line by line and profit/loss and each component of other comprehensive income or loss attributed to the owners of the Company and to the non-controlling interest. Total comprehensive income or loss of subsidiaries is attributed to the owners of the Company and to the non-controlling interests even if this results in non-controlling interests having deficit balance.

iii. Use of estimates, judgements, and assumptions

In preparing these financial statements management has made judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of income, expenses, assets and liabilities. Actual results may differ from these estimates and assumptions.

Estimate and underlying assumptions are reviewed on an ongoing basis. Revision to accounting estimates are recognised prospectively.

The Group has identified the following areas where significant judgements, estimates and assumptions are required. Further information on each of these areas and how they impact the various accounting policies are described below and in the relevant notes

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to the financial statements. Changes in estimates are accounted for prospectively.

Judgements:

In the process of applying the Group's accounting policies, management has made the following judgements, which have the most significant effect on the amounts recognised in the financial statements:

- Lease term, whether the group is reasonably certain to exercise extension options Note 4 a

Assumptions and estimation uncertainties

Information about judgements in applying accounting policies, as well as estimates and assumptions that have the most significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are included in the following notes:

- Measurement of defined benefit obligations for key actuarial assumptions. - Note 33
- Recognition of deferred tax assets - Note 17
- Useful Lives of Property, Plant and Equipment and Intangible Assets, Right of use assets: Note 3 and 4
- Recognition and Measurement of Provisions and Contingencies: Note 36

iv. Current and non-current classification

All assets and liabilities are classified into current and non-current.

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 12 months after the balance sheet date; or
- it is cash or a cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least 12 months after the balance sheet date.

Current assets include the current portion of non-current financial assets.

All other assets are classified as non-current.

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 12 months after the balance sheet date; or
- the group does not have an unconditional right to defer settlement of the liability for at least 12 months after the balance sheet date.

Terms of a liability that could, at the option of the counter party, result in its settlement by issue of equity instruments do not affect its classification. Current liabilities include current portion of non-current financial liabilities.

All other liabilities are classified as non-current.

Operating cycle

Operating cycle is the time between the acquisition of assets for processing and their realization in cash or cash equivalents.

Property, Plant and Equipment ("PPE") and depreciation

1. Recognition and Measurement

The cost of an item of property, plant and equipment shall be recognised as an asset if, and only if 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.

Property, Plant and equipment are measured at cost including non-refundable taxed and import duties, which also includes capitalised borrowing costs less accumulated depreciation and any accumulated impairment losses. Cost of an item of property, plant and equipment comprises its purchase price, including import duties and non-refundable purchase taxes, after deducting trade discounts and rebates, any directly attributable

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cost of bringing the item to its working condition for its intended use and estimated costs of dismantling and removing the item and restoring the site on which it is located. The Company's date of transition to the standards was determined with reference to its fair value at the date.

Depreciation on additions/ (disposals) is provided on a pro-rata basis i.e. from/ (upto) the date on which asset is ready for use/ (disposed off).

If significant parts of an item of property, plant and equipment have different useful lives, then they are accounted for as separate items (major components) of Property, Plant and equipment. Any Gain or loss on disposal of an item of Property, Plant and equipment is recognised in profit or loss.

II Subsequent Expenditure

Subsequent Expenditure is capitalised only if it is probable that the economic benefits flow to the associated with the Expenditure will flow to the entity.

Depreciation and amortisation

Depreciation is calculated using the straight-line method to allocate cost of property plant and equipment, net of residual values, over their estimated useful lives as per the useful life prescribed in schedule II of the Companies Act, 2013 except in case of the following class of assets where the useful life is based on technical evaluation of the management:

Asset Class	Estimated useful life (in Years)	
	Useful life considered by the Group as per Schedule II / Technical Evaluation	Schedule II of the Companies Act, 2013
Building	33	30
Plant and Machinery	10	15
Electrical installation	10	10

Asset Class	Estimated useful life (in Years)	
	Useful life considered by the Group as per Schedule II / Technical Evaluation	Schedule II of the Companies Act, 2013
Laboratory equipment	10	10
Furniture & Fixtures	16	10
Office Equipment	10	5
Leasehold Improvement	15	15
Vehicle	10	8
Computer	6	6

Fixtures in leasehold premises are amortised over the primary period of the lease or useful life of the fixtures, whichever is lower.

Depreciation on additions / deletions during the year is provided from the month in which the asset is ready to use to the month in which the asset is disposed of.

The estimated useful lives, residual values and depreciation method are reviewed at the end of each reporting period, with the effect of any changes in estimate accounted for on a prospective basis.

Assets required under finance leases are depreciated over the shorter of the lease term and their useful lives (not being greater than the useful life envisaged in Schedule II of Companies Act, 2013) unless it is reasonably certain that group will obtain ownership by the end of lease term, in which case the depreciation rates applicable for similar assets owned by the group are applied.

An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount.

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Gains and losses on disposals are determined by comparing proceeds with carrying amount. These are included in profit or loss within other gains/ (losses).

vi. Intangible assets and amortisation

Intangible assets with finite useful life are stated at cost of acquisition, less accumulated depreciation/ amortisation and impairment loss, if any. Cost includes taxes, duties and other incidental expenses related to acquisition and other incidental expenses.

Amortisation is recognised in profit or loss on a straight-line basis over the estimated useful lives of respective intangible assets.

Asset Class	Years
Computers and Software	3 to 5 Years
Rights of Sale of Products	5 Years
Development Rights/ Patents	5 Years

About internally generated intangible assets:

Expenditure on research activities, undertaken with the prospect of development of new products or gaining new technical knowledge and understanding, is recognised in profit or loss as incurred.

Capital expenditure on research and development is capitalised and depreciated as per accounting policy mentioned above. Revenue expenditure is charged off in the year in which it is incurred.

Development activities involve a plan or design for the production of new or substantially improved products or processes. Development expenditure is capitalised only if development costs can be measured reliably, the product or process is technically and commercially feasible, future economic benefits are probable, and the Group intends to and has sufficient resources to complete development and to use the asset. The expenditure capitalised includes the cost of materials, direct labour, overhead costs that are directly attributable to preparing the asset for its intended use, and directly attributable borrowing costs (in the same manner as in the case of tangible fixed assets). Other development expenditure is recognised in profit or loss as incurred.

Intangible assets are amortised in profit or loss over their estimated useful lives, from the date that they

are available for use based on the expected pattern of consumption of economic benefits of the asset.

Gains or losses arising from derecognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the statement of profit or loss when the asset is derecognised.

vii. Impairment of Non-financial assets

At each reporting date, the Group reviews the carrying amounts of its non-financial assets (other than biological assets, investment property, inventories, contract assets and deferred tax asset) to determine whether there is any indication of impairment, if any such indication exists, then the asset's recoverable amount is estimated. Goodwill is tested annually for impairment.

For impairment testing, assets are grouped together into the smallest group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets or CGUs. Goodwill arising from a business combination is allocated to CGUs or groups of CGUs that are expected to benefit from the synergies of the combination.

The recoverable amount of an asset or CGU is the greater of its value in use and its fair value less costs to sell. Value in use is based on the estimated future cash flows, 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 or CGU.

An impairment loss is recognised if the carrying amount of an asset or CGU exceeds its Recoverable amount.

Impairment losses are recognised in profit or loss. They are allocated first to reduce the carrying amount of any goodwill allocated to the CGU, and then to reduce the carrying amounts of the other assets in the CGU on a pro rata basis.

An impairment loss in respect of goodwill is not reversed. For other assets, an impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation, if no impairment loss had been recognised.

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viii. Borrowing costs

Borrowing costs are interest and other costs that the Group incurs in connection with the borrowing of funds and is measured with reference to the effective interest rate applicable to the respective borrowing. Borrowing costs include interest costs measured at EIR, amortisation of discounts, hedge related cost incurred in connection with foreign currency borrowings, ancillary costs incurred in connection with borrowing of funds and exchange differences arising from foreign currency borrowings (other than long term foreign currency borrowings) to the extent they are regarded as an adjustment to the interest cost.

Borrowing costs, allocated to qualifying assets, pertaining to the period from commencement of activities relating to construction / development of the qualifying asset up to the date of capitalisation of such asset are added to the cost of the assets. Capitalisation of borrowing costs is suspended and charged to the Statement of Profit and Loss during extended periods when active development activity on the qualifying assets is interrupted.

All other borrowing costs are recognised as an expense in the period which they are incurred.

ix. Foreign currencies

Foreign currency transactions

Transactions in foreign currencies are translated into the functional currency at the exchange rate at the date of the transaction or an average rate if the average rate approximates the actual rate at the date of the transaction.

Monetary assets and liabilities denominated in foreign currencies are translated into the functional currency at the exchange rate at the reporting date. Non-monetary assets and liabilities that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions. Non-monetary item measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value is determined. The gain or loss arising on translation of non-monetary items measured at fair value is treated in line with the recognition of the gain or loss on the change in fair value of the item (i.e.,

translation differences on items who is fair value gain or loss is recognised in OCI or profit or loss are also recognised in OCI or profit or loss, respectively).

Exchange differences arising on settlement or translation of monetary items are recognised in profit or loss.

Foreign currency operation

The assets and liabilities of foreign operations are translated into Rupees, the functional currency of the Company, at the exchange rates at the reporting date. The income and expenses of foreign operations are translated using an average exchange rate if the average rate approximates the actual rate at the date of transaction. All resulting exchange differences recognised in other comprehensive income.

The cumulative amount of the exchange differences is presented in a separate component of equity until disposal of the foreign operation. When the exchange differences relate to a foreign operation that is consolidated but not wholly owned accumulated exchange differences arising from translation and attributable to non-controlling interests are allocated to, and recognised as part of, non-controlling interests in the consolidated balance sheet.

On the disposal of a foreign operation, the cumulative amount of the exchange differences relating to that foreign operation, recognised in other comprehensive income and accumulated in the separate component of equity, shall be reclassified from equity to profit and loss (as a reclassification adjustment) when the gain or loss on disposal is recognised.

x. Financial Instruments

a. Financial assets

Initial Recognition and Measurement

All financial assets are recognised initially at fair value, plus in the case of financial assets not recorded at fair value through profit or loss (FVTPL), transaction costs that are attributable to the acquisition of the financial asset. However, trade receivables that do not contain a significant financing component are measured at transaction price.

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Classification and subsequent measurement

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

Financial assets at amortised cost

A financial asset is classified as subsequently measured at the amortised cost if both the following conditions are met:

- The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and
- Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

The losses arising from impairment are recognised in the profit or loss. This category generally applies to trade and other receivables.

Financial assets at fair value through Other Comprehensive Income ("FVTOCI")

A financial asset is classified as subsequently measured at fair value through Other Comprehensive Income if both the following conditions are met:

- The objective of the business model is achieved both by collecting contractual cash flows and selling the financial assets, and
- Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

Financial assets included within the FVTOCI category are measured initially as well as at each reporting date at fair value. Fair value movements are recognised in other comprehensive income (OCI). However, the Group recognises interest income, impairment losses & reversals and foreign exchange gain or loss in the P&L. On derecognition of the asset, cumulative gain or loss previously recognised in OCI is reclassified from equity to P&L. The Group did not have any financial assets at FVTOCI during the current year as well as previous year.

Financial assets at fair value through Profit and loss ("FVTPL")

Financial assets at FVTPL is a residual category for financial assets. Any financial assets which does not meet the criteria of categorising it at amortised cost or at FVTOCI is classified as at FVTPL.

Financial assets included within the FVTPL category are measured at fair value with all changes recognised in the P&L.

De-recognition

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognised (i.e., removed from the Group's balance sheet) when:

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

When the Group has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if and to what extent it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Group continues to recognise the transferred asset to the extent of the Group's continuing involvement. In that case, the Group also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Group has retained.

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Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the Group could be required to repay.

Impairment of Financial Assets

In view of its past experience of having insignificant impairment bad debts / write-offs and based on management's estimate considering its portfolio of customers, this trend would continue for the foreseeable future, the Group has determined that significant impairment of financial assets is not required to be recognised based on Expected Credit Loss model.

b. Financial liabilities

Initial recognition and measurement

Financial liabilities are classified, at initial recognition as financial liabilities at amortised cost and financial liabilities at FVTPL. Derivative liabilities are classified as FVTPL. All financial liabilities are recognised initially at fair value. The Group's financial liabilities include trade and other payables, loans and borrowings including bank overdrafts and derivative financial instruments.

Subsequent measurement

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

Financial liabilities at FVTPL

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss. Financial liabilities are classified as held for trading if they are incurred for the purpose also repurchasing in the near term. This category also includes derivative financial instruments entered by the Group that are not designated as hedging instruments in hedge relationships as defined by Ind AS 109.

Gains or losses on liabilities held for trading are recognised in the profit or loss. Except derivative instruments, the Group has not designated any financial liability as at FVTPL.

Financial liabilities at amortised cost

All financial liabilities except for derivatives are classified as measured at amortised cost. This category includes bank and other borrowings, trade payables and other financial liabilities.

De-recognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of profit or loss.

Offsetting of Financial Instruments

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

Business Model Assessment

Financial assets - Business model assessment

The Group makes an assessment of the objective of the business model in which a financial asset is held at a portfolio level because this best reflects the way the business is managed, and information is provided to management. The information considered includes:

the stated policies and objectives for the portfolio and the operation of those policies in practice. These include whether management's strategy focuses on earning contractual interest income,

maintaining a particular interest rate profile, matching the duration of the financial assets to the duration of any related liabilities, or expected cash outflows or realising cash flows through the sale of the assets.

- how the performance of the portfolio is evaluated and reported to the Group's management;
- the risks that affect the performance of the business model (and the financial assets held within that business model) and how those risks are managed;
- how managers of the business are compensated- e.g., whether compensation is based on the fair value of the assets managed, or the contractual cash flows collected, and the frequency, volume and timing of sales of financial assets in prior periods, the reasons for such sales and expectations about future sales activity.

Transfers of financial assets to third parties in transactions that do not qualify for derecognition are not considered sales for this purpose, consistent with the Group's continuing recognition of the assets.

Financial Assets that are held for trading or are managed and whose performance is evaluated on a fair value basis are measured at FVTPL.

c. Derivatives

Initial recognition and subsequent measurement
The Company uses derivative financial instruments, such as forward currency contracts, interest rate swaps and currency SWAPS, to hedge its foreign currency risks, interest rate risks and its long term loans, respectively. Such derivative financial instruments are initially recognised at fair value on the date on which a derivative contract is entered into and are subsequently re-measured at fair value. Derivatives are carried as financial assets when the fair value is positive and as financial liabilities when the fair value is negative. The purchase contracts that meet the definition

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of a derivative under Ind-AS 109 are recognised in the Statement of Profit and Loss

xi. 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. All operating segments' operating results are reviewed regularly by the Group's Chief Executive Officer (CEO) to make decisions about resources to be allocated to the segments and assess their performance.

The Chief Operational Decision Maker (CODM) monitors the operating results of its business Segments separately for the purpose of making decisions about resource allocation and performance assessment. Segment performance is evaluated based on profit and loss and is measured consistently with profit or loss in the consolidated financial statements. Operating segments have been identified on the basis of nature of products / services. The Accounting Policies adopted for segment reporting are in line with the Accounting Policies of the Group. Segment assets include all operating assets used by the business segments and consist principally of fixed assets, trade receivables and inventories. Segment liabilities include the operating liabilities that result from the operating activities of the business. Segment assets and liabilities that cannot be allocated between the segments are shown as part of unallocated corporate assets and liabilities respectively. Income / Expenses relating to the enterprise as a whole and not allocable on a reasonable basis to business segments are reflected as unallocated corporate income / expenses.

xii. Cash flows

Cash flows are reported using the indirect method, whereby profit / (loss) before extraordinary items and tax is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future cash receipts or payments and item of income or expenses associated with investing or financing cash flow. The cash flows from operating, investing and financing activities of the Group are segregated based on available information.

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xiii. Cash and Cash equivalents

Cash and cash equivalent in the balance sheet and for the statement cash flow comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

Investment in subsidiary companies and joint venture companies are carried at cost less accumulated impairment losses, if any. Where an indication of impairment exists, the carrying amount of the investment is assessed and written down immediately to its recoverable amount. On disposal of investments in subsidiary companies and joint venture companies, the difference between net disposal proceeds and the carrying amount are recognised in the statement of Profit and Loss.

xiv. Investment in subsidiaries and joint ventures

The Group reviews its carrying value of investments in subsidiaries annually, or more frequently when there is indication for impairment. If the recoverable amount is less than its carrying amount, the impairment loss is accounted for. Determining whether the investments in subsidiaries are impaired requires an estimate in the value in use of investments. The Management carries out impairment assessment for each investment by comparing the carrying value of each investment with the net worth of each Company based on audited financials, comparable market price and comparing the performance of the investee companies with projections used for valuations, in particular those relating to the cash flows, sales growth rate, pre-tax discount rate and growth rates used and approved business plans.

xv. Lease as a lessee

The Group has adopted Ind AS 116 effective from April 1, 2019 using modified retrospective approach. For the purpose of preparation of Consolidated Financial Information, management has evaluated the impact of change in accounting policies required due to adoption of Ind AS 116 in first year of applicability.

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.

As a lessee, the Group recognises a right-of-use asset and a lease liability at the lease commencement date. The right-of-use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement.

date, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, less any lease incentives received.

The right-of-use asset is subsequently depreciated using the straight-line method from the commencement date to the earlier of the end of the useful life of the right-of-use asset or the end of the lease term. The estimated useful lives of right-of-use assets are determined on the same basis as those of property and equipment. In addition, the right-of-use asset is periodically reduced by impairment losses, if any, and adjusted for certain remeasurements of the lease liability.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, the Group's incremental borrowing rate. Generally, the Group uses its incremental borrowing rate as the discount rate.

Lease payments included in the measurement of the lease liability comprise the fixed payments, including in-substance fixed payments.

The lease liability is measured at amortised cost using the effective interest method.

The Group has used number of practical expedients when applying Ind AS 116: - Short-term leases, leases of low-value assets and single discount rate.

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The Group has elected not to recognise right-of-use assets and lease liabilities for short-term leases that have a lease term of 12 months or less and leases of low-value assets. The Group recognises the lease payments associated with these leases as an expense on a straight-line basis over the lease term. The Group applied a single discount rate to a portfolio of leases of similar assets in similar economic environment with a similar end date.

The Group's leases mainly comprise land and buildings and Plant and equipment. The Group leases land and buildings for warehouse facilities. The Group also has leases for equipment.

xvi. Inventories

Inventories include raw materials, packing materials, fuel, consumable stores and spares and manufactured inventory. Inventory is valued at the lower of cost and net realisable value.

Cost comprises the purchase price, costs of conversion and other related costs incurred in bringing the inventories to their present location and condition. Cost of raw materials, packing materials, fuel, consumable, stores and spares are determined on the basis of Periodic moving weighted average method. Cost of finished goods and work in progress are determined using the absorption costing principle. Cost includes the cost of material consumed, labour and appropriate proportion of costs of conversion which include variable and fixed overheads.

Obsolete, defective, and unserviceable inventories are duly provided for. The comparison of cost and net realisable value is made on an item-to-item basis. Net realisable value is the estimated selling price in the ordinary course of business, less the estimated cost of completion and the estimated costs necessary to make the sale. The net realisable value of work in progress is determined by reference to the selling prices of related finished products.

xvii. Revenue Recognition

Revenue recognition Revenue from contracts with customers is recognised when control of the goods or services are transferred to the customer i.e. when the customer is able to direct the use of the transferred goods or rendering of services and obtains substantially,

All of the remaining benefits at an amount that reflects the consideration entitled in exchange for those goods or services. The policy of recognising the revenue is determined according to Ind AS 115 "Revenue from contracts with customers".

Sale of Goods: Revenue is recognised upon transfer of control of promised goods to customers for an amount that reflects the consideration which the group expects to receive in exchange for those goods. Revenue from the sale of goods is recognised at the point in time when control is transferred to the customer which is usually on dispatch/ delivery of goods, based on contracts with the customers. Revenue is measured based on the transaction price, which is the consideration, adjusted for volume discounts, price concessions, incentives, and returns, if any, as specified in the contracts with the customers. Revenue excludes taxes collected from customers on behalf of the government. Accruals for discounts/incentives and returns are estimated (using the most likely method) based on accumulated experience and underlying schemes and agreements with customers. Due to the short nature of credit period given to customers, there is no financing component in the contract.

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 various discounts and schemes offered by the Group as part of the contract.

Interest

Interest revenue is calculated by using the effective interest method for financial assets measured at amortised cost.

Government grants

Government grants are not recognised until there is reasonable assurance that the group will comply with the conditions attached to them and that the grants will be received. Government grants are recognised in the statement profit or loss on a systematic basis over the periods in which the group recognises as expenses the related costs for which the grants are intended to compensate. An export incentive is recognised in the

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statement of profit and loss when the right to receive credit as per the terms of the scheme is established in respect of export made, and there is no uncertainty as to its receipt.

xviii. Employee Benefits

(a) Short Term Employee Benefits

Employee benefits payable wholly within twelve months of receiving employee services are classified as short-term employee benefits. These benefits include salaries and wages, bonus, gratuity etc. These are recognised as an expense at an undiscounted amount in the Statement of Profit and Loss of the year in which the related service is rendered.

(b) Post-employment Benefits

(i) Provident Fund

A defined contribution plan is a post-employment benefit plan under which an entity pays specified contributions to a separate entity and has no obligation to pay any further amounts. The Group makes specified monthly contributions towards employee provident fund to Government administered provident fund scheme which is a defined contribution plan. The Group's contribution is recognised as an expense in the statement of profit and loss during the period in which the employee renders the related service.

(ii) Gratuity

The Group's gratuity benefit scheme is a defined benefit plan. The Group's net obligation in respect of a defined benefit plan is calculated by estimating the amount of future benefit that employees have earned in return for their service in the current and prior periods; that benefit is discounted to determine its present value. The calculation of the Group's obligation under the plan is performed annually by a qualified actuary using the projected unit credit method. Reassessments of the net defined benefit liability, which comprise actuarial gains and losses, the return on plan assets (excluding interest) and the effect of the assets ceiling

(if any, excluding interest), are recognised in OCI. All expenses related to defined benefit plan are recognised in employee benefits expense in the Statement of Profit and Loss.

(iii) Compensated Absences

The Group provides for encashment of leave or leave with pay subject to certain rules. The employees are entitled to accumulate leave subject to certain limits for future encashment/ availment. The Group makes provision for compensated absences based on an independent external actuarial valuation carried out at the end of the year.

xix. Taxation

Income tax expense comprises current tax and deferred tax charge or credit.

Current Income Tax

Provision for current tax is determined as the amount of tax payable in respect of taxable income for the year in accordance with the provisions of the Income Tax Act, 1961. Current tax is measured at the amount expected to be paid to (recovered from) the taxation authorities, using the enacted or substantively enacted tax rates and tax laws.

Current tax is recognised in statement of profit or loss except when they relate to items that are recognised in other comprehensive income or directly in equity, in which case, the current tax is also recognised in other comprehensive income or directly in equity respectively.

Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

On March 30, 2019, MCA has issued amendment regarding the income tax Uncertainty over Income Tax Treatments. The notification clarifies the recognition and measurement requirements when there is uncertainty over income tax treatments. In assessing the uncertainty, an entity shall consider whether

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED MARCH 31, 2025

(Currency: Indian Rupees in Lakhs)

it is probable that a taxation authority will accept the uncertain tax treatment. This notification is effective for annual reporting periods beginning on or after April 1, 2019. As per the Group's assessment, there are no material income tax uncertainties over income tax treatments.

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

Current Tax is recognised in profit or loss except to the extent that it relates to a business combination or to an item recognised directly in equity or in other comprehensive income.

Deferred Tax

Deferred tax is recognised in respect of temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

Deferred tax liabilities are recognised for all taxable temporary differences.

Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are reassessed at each reporting date and are recognised to the extent that it has become probable that future taxable profit will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based

on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

Deferred tax relating to items recognised outside profit or loss is recognised either in other comprehensive income or in equity. Deferred tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity.

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

Minimum Alternative Tax ("MAT") under the provisions of the Income tax Act, 1961 is recognised as current tax in the Statement of Profit and Loss. The credit available under the Act in respect of MAT paid is recognised as an asset only when and to the extent it is probable that the Group will pay normal income tax during the year for which the MAT credit can be carried forward for set-off against the normal tax liability. MAT credit recognised as an asset is reviewed at each balance sheet date and written down to the extent the aforesaid convincing evidence no longer exists.

xx. Earnings per share

Basic earnings per share are calculated by dividing the net profit for the year attributable to equity shareholders by the weighted average number of equity shares outstanding during the year. Earnings considered in ascertaining the Group's earnings per share are the net profit for the year attributable to equity shareholders.

For the purpose of calculating diluted earnings per share, the net profit or loss for the year attributable to equity shareholders and the weighted average number of shares outstanding during the year is adjusted for the effects of all dilutive potential equity shares, except where the results would be anti-dilutive.

xxi. Provisions and contingent liabilities

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

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED MARCH 31, 2025

(Currency: Indian Rupees in Lakhs)

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

Provision in respect of loss contingencies relating to claims litigation, assessment, fines, penalties etc. are recognised when it is probable that a liability has been incurred, and the amount can be estimated reliably.

A contingent liability exists when there is a possible but not probable obligation, or a present obligation that may, probably will not, require an outflow of resources embodying economic benefits, or a present obligation whose amount cannot be estimated reliably. Contingent liabilities do not warrant provisions but are disclosed unless the possibility of outflow of resources is remote.

Contingent assets are neither recognised nor disclosed in the consolidated financial statements. However, contingent assets are assessed continually and if it is virtually certain that an inflow of economic resources embodying economic benefits will arise, related income are recognised in the year in which the change occurs.

xxii. Fair value measurement

The Group measures financial instruments, such as, derivatives at fair value at each balance sheet date.

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. The fair value measurement is

based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- in the principal market for the asset or liability or
- in the absence of a principal market, in the most advantageous market for the asset or liability

The principal or the most advantageous market must be accessible by the Group.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

xxiii. Recent accounting pronouncements:-

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time.

For the year ended March 31, 2025, MCA has notified Ind AS - 117 Insurance Contracts and amendments to Ind AS 116 - Leases, relating to sale and leaseback transactions, applicable to the Company w.e.f. April 1, 2024. The Company has reviewed the new pronouncements and based on its evaluation has determined that it does not have any significant impact in its standalone financial statements.

xxiv. Equity shares

Equity shares incremental costs directly attributable to the issue of equity shares are recognised as a deduction from equity. Income tax relating to transaction costs of an equity transaction is accounted for in accordance with Ind AS 12.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED MARCH 31, 2025

(Currency: Indian Rupees in Lakhs)

3. PROPERTY, PLANT AND EQUIPMENT

Description	Gross carrying amount				Accumulated Depreciation				Net carrying amount
	As at April 01, 2024	Addition during the year	Disposal / Transfer during the year	As at March 31, 2025	As at April 01, 2024	Depreciation for the year	Disposal / Transfer during the year	As at March 31, 2025	As at March 31, 2025
At cost:									
Building	28,873.79	7,852.45	-	36,726.25	3,980.08	995.76	-	4,975.84	31,750.41
Leasehold Improvement	800.47	9.87	-	810.34	515.63	4.05	-	619.69	190.65
Plant and equipment	1,16,484.59	14,749.14	-	1,31,233.73	51,882.14	18,117.54	-	69,999.68	61,234.05
Electrical installation	8,517.19	1,693.93	-	10,211.12	3,355.91	786.71	-	4,142.62	6,068.50
Furniture and fittings	345.25	98.41	-	443.66	124.39	20.37	-	144.76	298.90
Office equipment	492.16	58.25	-	550.41	260.93	35.78	-	296.71	253.70
Computers	1,228.64	114.85	-	1,343.49	876.94	146.53	-	923.46	420.03
Laboratory equipments	1,937.91	634.11	-	2,572.02	975.51	156.85	-	1,132.36	1,439.66
Vehicles	449.73	17.24	51.69	415.28	220.17	38.92	28.56	230.63	184.65
	1,59,029.68	25,228.26	51.69	1,84,206.25	62,142.70	12,383.31	28.56	74,417.46	1,09,788.79
Capital Work-in-Progress	8,873.56	29,101.92	75,278.75	12,747.22	-	-	-	-	12,747.22
	1,67,903.24	54,330.18	26,279.95	1,96,984.47	62,142.70	12,383.31	28.56	74,417.46	1,22,536.02

During the year completed capital projects ₹ 25,228.26 Lakhs transferred from Capital work-in-progress to Property, plant and equipment

- The net carrying amount of property, plant and equipment (excluding Leasehold Improvement and Vehicles) amounting to ₹ 93,292.02 Lakhs (March 31, 2024 : ₹ 95,343.72 Lakhs) are pledged as first charge security to banks providing term loans and second charge to banks providing working capital loans. (refer note 14a and 15)
- The Plant and equipment, Building and Electrical Installation includes an amount of ₹ 57.54 Lakhs, ₹ 277.55 Lakhs and ₹ 17.09 Lakhs respectively (March 31, 2024 : ₹ 443.38 Lakhs, ₹ 67.18 Lakhs and ₹ 14.65 Lakhs respectively) that represent other incidental cost (i.e. borrowing cost, power and fuel, salary etc) capitalised.
- The Group has not recognised any impairment loss during the current year (March 31, 2024 - ₹ Nil).
- The title deeds of immovable properties as disclose above are held in name of the Group.

Ageing for capital work-in-progress (CWIP) as at March 30, 2025 is as follows

Description	Amount in Capital Work in progress for the period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress	12,747.22	-	-	-	12,747.22
Projects temporarily suspended	-	-	-	-	-
	12,747.22	-	-	-	12,747.22

CWIP projects in progress consists Amber Beut, Amber Gums and Dihydroxymethyl etc for CWIP, there are no such projects whose completion is over due or exceeds its cost compared to its original plan as at 31 Mar-25

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED MARCH 31, 2025

(Currency: Indian Rupees in Lakhs)

3 PROPERTY, PLANT AND EQUIPMENT (Contd.)

Description	Gross carrying amount			Accumulated Depreciation			Net carrying amount	
	As at April 01, 2023	Addition during the year	Disposal / Transfer during the year	As at March 31, 2024	As at April 01, 2023	Depreciation for the year	Disposal / Transfer during the year	As at March 31, 2024
Building	76,951.91	2,921.88	-	28,873.79	3,089.56	890.52	-	3,980.08
Leasehold Improvement	565.20	35.22	-	600.42	515.27	0.36	-	515.63
Plant and equipment	1,07,276.47	9,208.12	-	1,16,484.59	42,449.53	9,432.61	-	51,882.14
Electrical installation	7,753.13	864.06	-	8,617.19	2,621.10	729.81	-	3,356.91
Furniture and fittings	345.25	-	-	345.25	104.55	19.34	-	124.39
Office equipment	487.59	4.57	-	492.16	225.45	35.48	-	260.93
Computers	1,198.95	29.29	-	1,228.24	577.96	148.98	-	825.94
Lab equipment	1,870.60	67.31	-	1,937.91	830.54	144.97	-	975.51
Vehicles	496.95	-	47.22	449.73	197.85	41.29	18.97	220.17
Capital work-in-progress	1,46,945.95	13,130.95	47.22	1,59,023.68	50,717.81	11,443.86	18.97	62,142.70
	9,463.12	12,541.39	13,130.95	8,873.56	-	-	-	8,873.56
	1,54,409.07	25,672.34	13,178.17	1,67,803.24	50,717.81	11,443.86	18.97	62,142.70
								1,05,760.54

During the year completed capital projects ₹ 13,130.95 Lakhs transferred from Capital work-in-progress to Property, plant and equipment

- The net carrying amount of property, plant and equipment, amounting to ₹ 96,886.98 Lakhs (March 31, 2023 ₹ 95,228.14 Lakhs) are pledged as first charge security to term lending banks and second charge to working capital banks. (refer note 14a and 15)
- The Plant and equipment, Building and Electrical Installation includes an amount of ₹ 443.38 Lakhs, ₹ 67.18 Lakhs and ₹ 14.65 Lakhs respectively (March 31, 2023: ₹ 100.41 Lakhs, ₹ 269.29 Lakhs and ₹ 99.75 Lakhs) that represent other incidental cost (i.e. borrowing cost, power and fuel, salary, etc) capitalised.
- The Group has not recognised any impairment loss during the current year (March 31, 2023 - Nil).
- The title deeds of immovable properties as disclose above are held in name of the Group.

Ageing for capital work-in-progress (CWIP) as at March 31, 2024 is as follows

Description	Amount in Capital Work in progress for the period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress	8,174.22	699.34	-	-	8,873.56
Projects temporarily suspended	-	-	-	-	-
	8,174.22	699.34	-	-	8,873.56

CWIP projects in progress consists Common Infrastructure and Sustained Cases at Mahad plant, Amber Extreme 2TPM in MPP Plant, etc. For CWIP there are no such projects whose completion is over due or exceeds its cost compared to its original plan as at 31-Mar-24

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED MARCH 31, 2025

(Currency: Indian Rupees in Lakhs)

4 A RIGHT OF USE ASSETS

Description	Gross carrying amount			Accumulated Amortisation			Net carrying amount	
	As at April 01, 2024	Addition during the year	Disposal during the year	As at March 31, 2024	As at April 01, 2024	Amortisation for the year	Disposal during the year	As at March 31, 2024
Land	7,595.82	-	-	7,595.82	2,051.73	579.45	-	2,051.73
Building	634.29	-	-	634.29	424.73	129.01	-	424.73
Plant and Machinery	67.00	-	-	67.00	63.64	-	-	63.64
Total right of use assets	8,297.11	-	-	8,297.11	2,740.10	808.46	-	3,548.55

The aggregate depreciation expense on right-of-use asset is included under depreciation and amortisation expense in the Statement of Profit and Loss

The Group has not recognised any impairment loss during the current year (March 31, 2024 - Nil).

Description	Gross carrying amount			Accumulated Amortisation			Net carrying amount	
	As at April 01, 2023	Addition during the year	Disposal during the year	As at March 31, 2024	As at April 01, 2023	Amortisation for the year	Disposal during the year	As at March 31, 2024
Land	6,266.77	1,961.71	632.66	7,595.82	1,227.48	1,058.55	34.30	2,251.73
Building	634.29	-	-	634.29	295.70	129.03	-	424.73
Plant and Machinery #	67.00	-	-	67.00	63.64	-	-	63.64
Total right of use assets	6,968.06	1,961.71	632.66	8,297.11	1,586.82	1,187.58	34.30	2,740.10
								5,557.01

The Group has hired few machinery on rental basis and basis that arrangement the underlying machinery will get transferred to The Group. This assets will be carrying under property, plant and equipment.

The aggregate depreciation expense on right-of-use asset is included under depreciation and amortisation expense in the Statement of Profit and Loss

The Group has not recognised any impairment loss during the current year (March 31, 2024 - Nil).

- The Group has taken land on lease for a non-cancellable period ranging from 3 to 99 years, Building on lease for a tenure ranging from 3 to 99 years and plant and machinery for 10 years.
- The Group leases with contract term of less than 1 year. These leases are short term leases. The Group has elected not to recognise right of use assets and lease liabilities of these assets.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED MARCH 31, 2025

(Currency: Indian Rupees in Lakhs)

4 A RIGHT OF USE ASSETS (Contd.)

iii) Maturity analysis of lease liabilities – contractual undiscounted cash flows:

Particulars	Year ended March 31, 2025	Year ended March 31, 2024
Less than one year	918.15	463.26
One to Five years	1161.45	890.97
More than five years	-	-
Total undiscounted lease liabilities	2,079.60	1,354.23
Discounted lease liabilities included in the statement of financial position	2,013.96	2,737.02
Current lease liabilities	1,067.51	883.31
Non-current lease liabilities	946.45	1,853.71

- iv) The weighted average incremental borrowing rate of 6.25% to 9.40% (March 31, 2024 6.25% to 9.40% p.a.) has been applied for measuring the lease liability.
- v) The total cash outflow for leases for year ended March 31, 2025 is ₹ 987.93 Lakhs (March 31, 2024 is ₹ 675.89 Lakhs.)
- vi) Income from sub-leasing of Right to use assets is ₹ 46.52 Lakhs (March 31, 2024 ₹ 42.63 Lakhs) to related parties

4 B OTHER INTANGIBLE ASSETS

Description	Gross carrying amount				Accumulated Amortisation				Net carrying amount
	As at April 01, 2024	Addition during the year	Disposal / Transfer during the year	As at March 31, 2025	As at April 01, 2024	Amortisation For the year	Disposal / Transfer during the year	As at March 31, 2025	
Computer software	1,349.58	-	-	1,349.58	860.02	289.50	-	1,149.52	200.06
Rights of sale of products	1,546.57	337.07	63.54	1,820.10	1,172.77	109.64	59.85	1,222.75	627.34
Development rights	265.66	150.00	-	415.66	252.32	0.08	-	252.40	163.26
Patents	182.70	-	-	182.70	51.59	17.49	-	79.08	103.62
Total intangible assets	3,344.51	487.07	63.54	3,768.04	2,346.70	416.91	59.85	2,703.76	1,064.28
Intangible assets under development	1,008.56	865.33	487.07	1,396.82	-	-	-	-	1,396.82
	4,353.07	1,352.40	550.61	5,164.06	2,346.70	416.91	59.85	2,703.76	2,451.10

* During the year completed capital projects ₹ 487.07 Lakhs transfered from intangible assets under development to Other intangible assets

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED MARCH 31, 2025

(Currency: Indian Rupees in Lakhs)

4 B OTHER INTANGIBLE ASSETS (Contd.)

Ageing for Intangible assets under development as at March 31, 2025 is as follows

Description	Amount in Intangible assets under development for the period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress	528.26	648.56	210.00	-	1,386.82
Projects temporarily suspended	-	-	-	-	-
	528.26	648.56	210.00	-	1,386.82

* Intangible assets under development in progress consists development of Menthol etc. For intangible assets under development, there are no such projects whose completion is overdue or exceeds its total compared to its original plan as at 31-Mar-25

Description	Gross carrying amount			Accumulated Amortisation				Net carrying amount	
	As at April 01, 2023	Addition during the year	Disposal / Transfer during the year	As at March 31, 2024	As at April 01, 2023	Amortisation For the year	Disposal / Transfer during the year	As at March 31, 2024	As at March 31, 2024
Computer software	1,260.18	89.40	-	1,349.58	987.14	272.88	-	860.02	489.56
Rights of sale of products	1,387.24	159.33	-	1,546.57	1,058.64	114.13	-	1,172.77	373.80
Development rights	265.66	-	-	265.66	249.45	2.87	-	252.32	13.34
Patents	101.22	81.48	-	182.70	51.45	10.14	-	61.59	121.11
Total intangible assets	3,014.30	330.21	-	3,344.51	1,946.68	400.02	-	2,346.70	997.81
Intangible assets under development	647.36	791.41	330.21	1,008.56	-	-	-	-	1,008.56
	3,561.66	1,121.62	330.21	4,353.07	1,946.68	400.02	-	2,346.70	2,006.37

* During the year completed capital projects ₹ 330.21 Lakhs transfered from intangible assets under development to Other intangible assets

Ageing for Intangible assets under development as at March 31, 2024 is as follows

Description	Amount in Intangible assets under development for the period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress	791.41	217.15	-	-	1,008.56
Projects temporarily suspended	-	-	-	-	-
	791.41	217.15	-	-	1,008.56

* Intangible assets under development in progress consists development of Menthol, Ravonene and Indomarinone etc. For intangible assets under development there are no such projects whose completion is overdue or exceeds its total compared to its original plan as at 31-Mar-24

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED MARCH 31, 2025

(Currency: Indian Rupees in Lakhs)

5 INVESTMENTS

Particulars	As at March 31, 2025		As at March 31, 2024	
	Number of Shares	Amount	Number of Shares	Amount
Investments				
Unquoted				
Investments measured at amortised cost:				
Equity Instruments:				
Structured entity:				
Radiance MH Sunrise Ten Private Limited	49,95,000.00	83.23	49,95,000.00	75.83
Face value of ₹ 10 each fully paid				
Total	49,95,000.00	83.23	49,95,000.00	75.83
Aggregate amount of unquoted investments				
Aggregate amount of impairment in value of investments				

During the current year, the Company has subscribed to the shares of Radiance Sunrise Ten Private Limited (Structured entity), for 49,95,000 equity shares of ₹ 10 each amounting to ₹ 499.50 Lakhs. Investment in Structured entity initially recognised as at its fair value as per INDAS 109, subsequently it will be carried at amortised cost. The excess of the nominal value of investment over the fair value on initial recognition is recognised as prepaid expense and amortised over the term of contractual agreement (20 years) (refer note 42)

6 OTHER FINANCIAL ASSETS

(Unsecured and considered good, unless otherwise stated)

Particulars	Non-current		Current	
	March 31, 2025	March 31, 2024	March 31, 2025	March 31, 2024
Investments in term deposits (with remaining maturity of more than twelve months) **	3,412.82	35.83		
Security deposits*	2,019.01	1,883.00		
Other receivable from related parties (Included lease income receivable from Privi Life Science Private Limited)			136.01	
	5,425.83	1,918.83	136.01	

** Note: Term deposits with no lien amounting to ₹ 3,412.82 Lakhs (March 31, 2024: ₹ 35.83 Lakhs), against which bank guarantee given to statutory authorities and vendors.

*An amount of ₹ 526.25 Lakhs (March 31, 2024: ₹ 418 Lakhs) receivable from related parties. These receivable are pertaining to security deposit given for lease hold premises. (refer note 32 and below table)

Particulars	March 31, 2025	March 31, 2024
Money mart Securities Pvt Ltd.	300.00	300.00
MM Infra & Leasing Private Limited	226.25	118.50
Total	526.25	418.50

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED MARCH 31, 2025

(Currency: Indian Rupees in Lakhs)

7 OTHER NON-CURRENT ASSETS

(Unsecured and considered good, unless otherwise stated)

Particulars	Non-current		Current	
	March 31, 2025	March 31, 2024	March 31, 2025	March 31, 2024
Capital advances				
Considered good	1,757.00	181.60	12.77	817.18
Considered doubtful	36.15	36.15		
Less: Allowance for doubtful advances	(36.15)	(36.15)		
	1,757.00	181.60	12.77	817.18
Advances other than capital advances				
Advances with indirect tax authorities	48.21	5.00		
Advances with direct tax authorities	247.83			
Prepaid expenses #	1,100.22	771.15	967.16	836.19
GST Receivable from government authorities	2,790.57	1,448.15	7,478.06	2,730.66
Advances to employees			178.71	103.40
Other @			325.00	
Advance for supply of goods and services			3,459.89	2,333.49
Less: Allowance for doubtful advances			(160.00)	(160.00)
	5,940.83	2,406.90	12,161.29	6,659.92

@ Advance paid to various parties towards proposed QIP transactions and shareholder approval is valid till 11 August 2025.

Prepaid expenses include investment in structured entity amounting to ₹ 407 Lakhs (March 31, 2024: ₹ 428.42 Lakhs) (refer note 5)

8 INVENTORIES

(valued at lower of cost and net realisable value)

Particulars	As at	
	March 31, 2025	March 31, 2024
Raw materials including goods in transit ₹ 7,523.01 Lakhs (March 31, 2024: ₹ 4,462.40 Lakhs)	19,566.38	11,118.67
Finished goods including goods in transit ₹ 13,578.47 Lakhs (March 31, 2024: ₹ 11,843.84 Lakhs)	27,782.73	27,616.23
Stock in Trade	364.67	23.97
Work-in-progress	29,887.78	26,224.34
Stores and spares	1,016.49	794.33
Packing material	110.31	73.61
Fuel	116.22	87.37
	78,844.58	65,938.52

(i) During the year ended March 31, 2025: ₹ 62.16 Lakhs (March 31, 2024: ₹ 39.65 Lakhs) was recognised as an expense for inventories carried at net realisable value.

(ii) The mode of valuation of inventories has been stated in note 2 xv

(iii) Bank overdrafts, cash credit and short-term loan from bank facility are secured by first pari passu charge on inventories (including raw material, finished goods and work-in-progress) and book debts (refer note 10 and 15).

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED MARCH 31, 2025

(Currency: Indian Rupees in Lakhs)

9 CURRENT INVESTMENTS

Particulars	As at March 31, 2025	As at March 31, 2024
Investments mandatorily measured at Fair value through Profit and Loss:		
Traded (quoted)		
Investments in mutual funds		
Baroda BNP Paribas Liquid Fund-Regular Growth(IIG-G)	498.39	890.50
March 31, 2025 '3152283.932' units having net assets value of ₹ 15.8103 (March 31, 2024 '32325.144' units having net assets value of ₹ 2,754.6119/-)		
Kotak Equity Arbitrage Fund - Growth (Regular Plan) New	255.62	580.40
March 31, 2025 '693,060.607' units having net assets value of ₹ 36.8834/- (March 31, 2024 '1,691,900.537' units having net assets value of ₹ 34.3045/-)		
Bajaj Finserv Liquid Fund -Regular Plan-Growth-LF-RG-ISIN:INF00A701094		1,541.84
March 31, 2025 Nil units having net assets value of ₹ 1071.2057/- (March 31, 2024 '146496.694' units having net assets value of ₹ 1082.4777/-)		
Mirae Asset		541.24
March 31, 2025 Nil units having net assets value of ₹ Nil (March 31, 2024 '4519373.559' units having net assets value of ₹ 11.976/-)		
Invesco Mutual Fund		401.92
March 31, 2025 Nil units having net assets value of ₹ Nil (March 31, 2024 '1373935.15' units having net assets value of ₹ 29.2533/-)		
Aggregate amount of quoted investments	754.01	3,955.90
Aggregate amount of impairment in value of investments		

10 TRADE RECEIVABLES

Particulars	As at March 31, 2025	As at March 31, 2024
Trade receivables considered good- Secured		
Dues from Related party (refer note 32)	870.15	790.25
Dues from others (Other than related party)	38,544.44	33,959.97
Trade receivables credit impaired	84.62	43.42
Less: Allowance for expected credit loss and credit impairment	(84.62)	(43.42)
	39,414.59	34,780.22
(Refer note 35 for Information about credit risk and market risk of trade receivables)		
The movement in allowance for expected credit loss and credit impairment of receivable is as follows:		
Balance as at beginning of the year	43.42	43.42
Allowance for expected credit loss and credit impairment	41.20	-
Allowance for expected credit loss written off during the year	-	-
Balance as at the end of the year	84.62	43.42

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED MARCH 31, 2025

(Currency: Indian Rupees in Lakhs)

10 TRADE RECEIVABLES (Contd.)

Trade receivables ageing as at March 31, 2025 based on due date

Particulars	Not Due	Less than 6 months	6 months- 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Undisputed trade receivables-considered good	29,791.66	9,559.90	58.42	4.61	-	-	39,414.59
(ii) Undisputed trade receivables-which have significant increase in credit risk	-	-	-	-	-	-	-
(iii) Undisputed trade receivables-credit impaired	-	-	-	19.70	21.50	36.50	77.70
(iv) Disputed trade receivables-considered good	-	-	-	-	-	-	-
(v) Disputed trade receivables-which have significant increase in credit risk	-	-	-	-	-	-	-
(vi) Disputed trade receivables-credit impaired	-	-	-	-	-	6.92	6.92
	29,791.66	9,559.90	58.42	24.31	21.50	43.42	39,499.21
Less:							
Allowance for doubtful trade receivables	-	-	-	19.70	21.50	43.42	84.62
	29,791.66	9,559.90	58.42	4.61	-	-	39,414.59

Trade receivables ageing as at March 31, 2024 based on due date

Particulars	Not Due	Less than 6 months	6 months- 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Undisputed Trade receivables-considered good	26,907.76	7,551.56	210.41	80.49	-	-	34,750.22
(ii) Undisputed Trade receivables-which have significant increase in credit risk	-	-	-	-	-	-	-
(iii) Undisputed Trade receivables-credit impaired	-	-	-	-	-	36.50	36.50
(iv) Disputed Trade receivables-considered good	-	-	-	-	-	-	-
(v) Disputed Trade receivables-which have significant increase in credit risk	-	-	-	-	-	-	-
(vi) Disputed Trade receivables-credit impaired	-	-	-	-	-	6.92	6.92
	26,907.76	7,551.56	210.41	80.49	-	43.42	34,793.64
Less:							
Allowance for doubtful trade receivables	-	-	-	-	-	43.42	43.42
	26,907.76	7,551.56	210.41	80.49	-	-	34,750.22

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED MARCH 31, 2025

(Currency: Indian Rupees in Lakhs)

11 CASH AND CASH EQUIVALENTS

Particulars	As at March 31, 2025	As at March 31, 2024
Balances with banks:-		
In current accounts	4,824.45	2,350.00
In Earning exchange foreign currency account	125.39	25.71
Term deposits (with original maturity of less than three months)	9.44	8.87
Cash on hand	17.12	13.07
	4,976.40	2,398.65

Current accounts include dividend accounts balance ₹ 9.78 Lakhs (March 31, 2024: ₹ 9.78 Lakhs)

12 BANK BALANCES OTHER THAN CASH AND CASH EQUIVALENTS

Particulars	As at March 31, 2025	As at March 31, 2024
Margin money deposits (with original maturity of more than three months but less than twelve months)	42.71	480.37
	42.71	480.37

Note: Margin money deposit amounting to ₹ 42.71 Lakhs (March 31, 2024: ₹ 36.49 Lakhs) are pledged with banks for non cash limits and term deposit ₹ Nil Lakhs (March 31, 2024: ₹ 152.24 Lakhs) are pledged as cash security with banks for the loans taken by the Company and ₹ Nil Lakhs (March 31, 2024: ₹ 291.64 Lakhs) other deposits with no lien.

13 A SHARE CAPITAL

Particulars	As at March 31, 2025	As at March 31, 2024
Authorised Share capital:		
50,010,000 equity shares of ₹ 10 each (March 31, 2024: 50,010,000 equity shares of ₹ 10 each)	5,001.00	5,001.00
5,000,000 Preference shares of ₹ 10 each (March 31, 2024: 5,000,000 Preference shares of ₹ 10 each)	500.00	500.00
Issued, subscribed and fully paid up:		
39,062,706 equity shares of ₹ 10 each (March 31, 2024: 39,062,706 equity shares of ₹ 10 each)	3,906.27	3,906.27
	3,906.27	3,906.27

A Reconciliation of the number of equity shares

Particulars	As at March 31, 2025		As at March 31, 2024	
	Number	Amount	Number	Amount
Shares outstanding at the beginning of the year	3,906,270	3,906.27	3,906,270	3,906.27
Add: Shares issued during the year	-	-	-	-
Shares outstanding at the end of the year	3,906,270	3,906.27	3,906,270	3,906.27

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED MARCH 31, 2025

(Currency: Indian Rupees in Lakhs)

13 A SHARE CAPITAL (Contd.)

B Rights, preferences and restrictions attached to equity shares

The Holding company has a single class of equity shares. Accordingly, all equity shares rank equally with regards to dividends and share in the Holding company's residual assets. The equity shares are entitled to receive dividend as declared from time to time. The voting rights of an equity shareholder on a poll (not on show of hands) are in proportion to its share of the paid-up equity capital of the Holding company. Voting rights cannot be exercised in respect of shares on which any call or other sums presently payable have not been paid. Failure to pay any amount called up on shares may lead to forfeiture of the shares.

On winding up of the Holding company, the holders of equity shares will be entitled to receive the residual assets of the Holding company, remaining after distribution of all preferential amounts in proportion to the number of equity shares held.

C Details of shareholders holding more than 5% of shares

Particulars	As at March 31, 2025		As at March 31, 2024	
	Number	%	Number	%
Vivira Investment and Trading Pvt Ltd	1,54,95,188	39.67%	1,54,95,188	39.67%
Moneyfarm Securities Pvt Ltd	34,12,502	8.74%	34,12,502	8.74%
Mr. Mahesh P Babani	25,86,348	6.62%	25,86,348	6.62%
Barbridge Limited	23,83,958	6.10%	23,83,958	6.10%

D Aggregate number of shares allotted as fully paid up by way of following (during 5 years immediately preceding March 31, 2024):

- Aggregate number and class of shares allotted as fully paid up pursuant to contract(s) without payment being received in cash: Nil (March 31, 2024 - Nil)
- Aggregate number and class of shares allotted as fully paid up by way of bonus shares: Nil (March 31, 2024 - Nil)
- Aggregate number and class of shares bought back: Nil (March 31, 2024 - Nil)

E Shares held by promoters at March 31, 2025

Sr.	Promoter name	As at March 31, 2025		As at March 31, 2024		% Change during the year
		No. of shares	% of total shares	No. of shares	% of total shares	
1	Vivira Investment and Trading Private Limited	1,54,95,188	39.67%	1,54,95,188	39.67%	-
2	Moneyfarm Securities Private Limited	34,12,502	8.74%	34,12,502	8.74%	-
3	Mahesh P Babani	25,86,348	6.62%	25,86,348	6.62%	-
4	Mahesh Purshottam Babani HUF	17,91,720	4.59%	17,91,720	4.59%	-
5	Doppalapudi Bhaktawatsala Rao	15,48,202	3.96%	15,48,202	3.96%	-
6	Vinay Kumar Doppalapudi Rao	8,91,068	2.28%	8,91,068	2.28%	-
7	Vijay Kumar Doppalapudi Rao	8,55,006	2.19%	8,55,006	2.19%	-
8	Jyoti Mahesh Babani	3,90,000	1.00%	3,90,000	1.00%	-
9	Seema Mahesh Babani	3,90,000	1.00%	3,90,000	1.00%	-
10	Sneha Mahesh Babani	3,90,000	1.00%	3,90,000	1.00%	-

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED MARCH 31, 2025

(Currency: Indian Rupees in Lakhs)

13 A SHARE CAPITAL (Contd.)

Sr.	Promoter name	As at March 31, 2025		As at March 31, 2024		% Change during the year
		No. of shares	% of total shares	No. of shares	% of total shares	
11	Premaleela Doppalapudi Rao	5,24,522	1.34%	5,24,522	1.34%	-
12	Sharon Doppalapudi Rao	2,45,656	0.63%	2,45,656	0.63%	-
13	Grace Vinay Kumar Doppalapudi Rao	2,32,185	0.59%	2,32,185	0.59%	-
14	Rameshbabu Gokarneswararao Guduru	93,446	0.24%	93,446	0.24%	-
15	MM Infra & Leasing Private Limited	79,758	0.20%	79,758	0.20%	-

Shares held by promoters at the March 31, 2024

Sr.	Promoter name	As at March 31, 2024		As at March 31, 2023		% Change during the year
		No. of shares	% of total shares	No. of shares	% of total shares	
1	Vivira Investment and Trading Private Limited	1,54,95,188	39.67%	1,54,95,188	39.67%	-
2	Moneyfarm Securities Private Limited	34,12,502	8.74%	34,12,502	8.74%	-
3	Mahesh P Babani	25,86,348	6.62%	25,86,348	6.62%	-
4	Mahesh Purshottam Babani HUF	17,91,720	4.59%	17,91,720	4.59%	-
5	Doppalapudi Bhaktavatsala Rao	15,48,202	3.96%	11,20,346	2.87%	1.09%
6	Vinay Kumar Doppalapudi Rao	8,91,068	2.28%	7,41,068	1.90%	0.38%
7	Vijay Kumar Doppalapudi Rao	8,55,006	2.19%	7,05,006	1.80%	0.39%
8	Jyoti Mahesh Babani	3,90,000	1.00%	3,90,000	1.00%	-
9	Seema Mahesh Babani	3,90,000	1.00%	3,90,000	1.00%	-
10	Snehal Mahesh Babani	3,90,000	1.00%	3,90,000	1.00%	-
11	Premaleela Doppalapudi Rao	5,24,522	1.34%	2,74,522	0.70%	0.64%
12	Sharon Doppalapudi Rao	2,45,656	0.63%	2,45,656	0.63%	-
13	Grace Vinay Kumar Doppalapudi Rao	2,32,185	0.59%	2,32,185	0.59%	-
14	Rameshbabu Gokarneswararao Guduru	93,446	0.24%	93,446	0.24%	-
15	MM Infra & Leasing Private Limited	79,758	0.20%	79,758	0.20%	-

13 B OTHER EQUITY

Particulars	As at	
	March 31, 2025	March 31, 2024
General reserve	35,673.76	35,573.76
Capital reserve	1.00	1.00
Retained earnings	70,360.14	52,522.85
Foreign Currency translation reserve	601.85	435.09
Total Other Equity	1,06,436.75	88,532.70

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED MARCH 31, 2025

(Currency: Indian Rupees in Lakhs)

13 B OTHER EQUITY (Contd.)

The description of the nature and purpose of each reserve within equity is as follows:

A General reserve

As per the approved scheme of arrangement (Demerger) between the Privi Organics India Limited, Fairchem Specialty Limited and Privi Organics Limited during the period ended March 31, 2017 the excess of book value of assets over liabilities is treated as general reserve.

B Retained earnings

Retained earnings represent the amount of undistributed accumulated earnings at each Balance Sheet date of the Group.

C Capital reserve

As per the approved Scheme of Arrangement and Amalgamation amongst Fairchem Specialty Limited (Demerged / Transferee Company) and Privi Organics India Limited (Transferor Company), vide NCLT Mumbai order dated June 30, 2020 all the assets, liabilities and reserve pursuant to the scheme, have been recognised at carrying amount and the difference being the excess is treated as capital reserve.

D Foreign Currency translation reserve

The exchange differences arising from the translation of financial statements of foreign operations with functional currency other than Indian Rupee is recognised in other comprehensive income and is presented within equity in the foreign currency translation reserve.

The Capital management objective of the Group is to (a) maximise shareholder value and provide benefits to other stakeholders and (b) maintain an optimal capital structure to reduce the cost of capital.

For the purposes of the Group's capital management, capital includes issued equity share capital, share premium and all other equity.

The Group monitors capital using debt-equity ratio, which is total debt less liquid investments and bank deposits divided by total equity.

The Group's debt equity ratio as at March 31, 2025 was as follows:

Particulars	As at	
	March 31, 2025	March 31, 2024
Total Debt	1,12,269.17	98,081.32
Less: Cash and cash equivalents and term deposits	6,431.98	2,879.02
Net Liabilities (A)	1,05,837.24	95,202.30
Equity (B)	1,11,792.13	94,112.65
Debt - Equity Ratio	0.93	1.01

In addition, the Group has complied all the financial covenants (as at March 31, 2025) relating to the borrowing facilities that it has taken from the lenders like interest coverage service ratio, Debt to EBITDA, etc.

13 The balance of non-controlling interests as at the end of the year is as below

Particulars	As at	
	March 31, 2025	March 31, 2024
Non-controlling interests	1,449.11	1,673.68
	1,449.11	1,673.68

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED MARCH 31, 2025

(Currency: Indian Rupees in Lakhs)

14 A NON-CURRENT BORROWINGS

Particulars	Non-current		Current maturity of long term debt (*)	
	March 31, 2025	March 31, 2024	March 31, 2025	March 31, 2024
Secured:				
Term Loans from banks (refer note (i))				
Term loan in Indian currency (refer note (iii) below)	27,913.38	30,272.86	12,403.57	13,045.24
Term loans in foreign currency (refer note (i) & (ii) below)		676.64	692.43	676.63
Term Loans from financial institutions				
Vehicle loan (hypothecated with the lender) (refer note (iii) below)		0.70	0.23	4.30
Unsecured:				
Intercompany Loan (refer note (vi))	23,200.00	7,000.00		
Loan from Directors (refer note (vii))		6,500.00		
	51,113.38	44,450.20	13,096.23	13,726.17

(*) Amount disclosed under the head 'Current borrowings (secured)' refer note 15

- i) Term loan is secured by a first mortgage on the Holding company's immovable properties both present and future ranking pari passu interest and a first charge by way of hypothecation of all the Holding company's assets (save and except book debts and inventories) including movable machinery (save and except spares tools and accessories) both present and future subject to charges created in favour of the Holding company's bankers for inventories, book debts and other specified movable assets for securing the borrowings of working capital.
- ii) Currency exposure for borrowings is exclusive of Currency swap on ICICI bank Rupee loan of ₹ 4,000 Lakhs are taken @ 64.42 per US\$ and other currency swap on HDFC Bank Rupee loan of ₹ 5,600 Lakhs and ₹ 7,400 Lakhs are taken @ 76.78 per US\$ and @ 75.83 per US\$ respectively which are classified as Indian currency loan.

iii) Terms and repayment schedule

Terms and conditions of outstanding borrowings are as follows:

Name of the Bank / Financial institution	Currency	Interest Rate	Year of Maturity	Installments	Carrying amount as at March 31, 2025	Carrying amount as at March 31, 2024
Foreign Currency (External Commercial borrowing (ECB))						
Barclays Bank	EUR	2.75%	2026	The term loan is repayable in 24 quarterly installments of EUR 1,87,500.00 each starting from Apr 2020	692.43	1,353.27
Foreign Currency-Total-A					692.43	1,353.27
Indian Currency						
ICICI Bank	₹	7.90% - 8.60%	2025	The term loan is repayable in 20 quarterly installments of ₹ 200 Lakhs starting from Sep 2020	200.38	999.52

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED MARCH 31, 2025

(Currency: Indian Rupees in Lakhs)

14 A NON-CURRENT BORROWINGS (Contd)

Name of the Bank / Financial institution	Currency	Interest Rate	Year of Maturity	Installments	Carrying amount as at March 31, 2025	Carrying amount as at March 31, 2024
ICICI Bank	₹	9.25%	2028	The term loan is repayable in 15 quarterly installments of ₹ 125 Lakhs starting from Jun 2024 and increase by ₹ 125 Lakhs after every year.	4,244.67	4,864.09
HDFC Bank	₹	8.51% - 8.20%	2027	The term loan is repayable in 12 quarterly installments of ₹ 350 Lakhs starting from Sep 2024.	3,650.00	-
HDFC Bank	₹	7.90% - 8.80%	2026	The term loan is repayable in 20 quarterly installments of ₹ 280 Lakhs starting from Apr 2021.	1,121.07	2,235.89
HDFC Bank	₹	7.43% - 8.38%	2027	The term loan is repayable in 20 quarterly installments of ₹ 370 Lakhs starting from Jun 2022.	2,960.00	4,440.00
HDFC Bank	₹	8.85%	2028	The term loan is repayable in 20 quarterly installments of ₹ 350 Lakhs starting from Jan 2024.	5,250.00	6,650.00
HDFC Bank	₹	8.95%	2029	The term loan is repayable in 20 quarterly installments of ₹ 375 Lakhs starting from Sep 2024.	6,369.27	7,487.02
HDFC Bank	₹	8.40%	2032	The term loan is repayable in 28 quarterly installments of ₹ 217.39 Lakhs starting from Aug 2026 and repayable in 22 quarterly installments of ₹ 227.27 Lakhs starting from Dec 2026.	10,000.00	-
Kotak Mahindra Bank	₹	8.75%	2024	The term loan is repayable in 20 quarterly installments of ₹ 250 Lakhs starting from Mar 2023.	-	5,236.80
CITI Bank	₹	9.51%	2025	The term loan is repayable in 12 quarterly installments of ₹ 915 Lakhs starting from Mar 2023.	2,751.72	6,411.46
RBL Bank	₹	9.76%	2026	The term loan is repayable in 14 quarterly installments of ₹ 367.14 Lakhs starting from May 2024.	3,569.84	4,993.30
Yes Bank (Vehicle loan)	₹	8.97%	2024	The term loan is repayable in 65 monthly installments of ₹ 0.41 Lakhs starting from Jan 2020.	0.23	5.02
Indian Currency-B					40,317.18	43,323.10
Total Term Loan (A+B)					41,009.61	44,676.37

- iv) Term loans availed have been utilised for the purpose for which the funds have been borrowed.
- v) In current year Company has complied all the financial covenants with respective term loan availed from bank.
- vi) During the year Company has taken Inter corporate loan from Gvaudun India Private Limited with interest rate of 7.75% to 8.75% p.a. for seven years This loan is repayable in equal installment of ₹ 16,200 Lakhs starting from March 2027.
- vii) During the previous year Company has taken unsecured loan from Directors with interest rate of 8.75% p.a. Company has repaid the entire loan during the year.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED MARCH 31, 2025

(Currency: Indian Rupees in Lakhs)

14 B LEASE LIABILITIES

Particulars	Non - Current		Current maturity of long term debt (-)	
	March 31, 2025	March 31, 2024	March 31, 2025	March 31, 2024
i) Lease Liabilities	946.45	1,853.71	1,067.51	883.31
	946.45	1,853.71	1,067.51	883.31
ii) Amount recognised in profit or loss				
Particulars		As at March 31, 2025	As at March 31, 2024	
Interest expenses on lease liabilities		151.89	114.83	
Income from sub-leasing right-of-use assets presented in other income		46.52	42.63	
Expenses related to short term leases		-	-	
Expenses relating to leases of low-value assets, excluding short-term leases of low-value assets		-	-	
iii) Amounts recognised in statement of cash flows				
Particulars		As at March 31, 2025	As at March 31, 2024	
Total cash outflow for leases		987.93	675.89	

15 CURRENT BORROWINGS (SECURED)

Particulars	As at March 31, 2025	As at March 31, 2024
From Banks:		
Cash credit (refer note e)	389.65	
Working capital demand loan (refer note b & c)	36,652.09	31,752.63
Packing credit from bank (refer note d)	9,358.52	7,791.96
Interest accrued but not due on borrowings	1,659.10	360.36
Current maturities of long term debt (refer note 14 a)	13,096.23	13,726.17
Total	61,155.59	53,631.12

- a) All the above loans except Current maturities of long term debt, are ₹ 77,500 Lakh (March 2024 ₹ 31,000 Lakhs) fund base secured by first pari passu charge on all current assets of the Holding Company both present and future. Balance loan of ₹ Nil Lakhs (March 2024 ₹ 21,267 Lakhs) is unsecured.
- b) Working capital loans from banks are secured by way of hypothecation of inventories both on hand and in transit and book debts and other receivables both present and future and also secured by way of second charge on fixed assets. Working capital loans carry interest rate @ 7.50% to 9.00%.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED MARCH 31, 2025

(Currency: Indian Rupees in Lakhs)

15 CURRENT BORROWINGS (SECURED) (Contd)

- c) Quarterly statements of current assets filed by the Company with the banks are in agreement with the books of accounts except below (2024-25)

Quarter	Name of bank	Particulars of Securities Provided	Amount as per books of account	Amount as reported in the quarterly return/ statement	Amount of difference	Reason for material discrepancies
Jun-24	Kotak Mahindra, RBL, SCB, HDFC, Citi, ICICI, YES, IDBI	Trade receivables and Inventories	99,356.84	98,562.42	794.42	refer note-i
Sep-24	HDFC, YES, ICICI, SCB, Citi, RBL and IDBI	Trade receivables and Inventories	99,459.93	1,01,687.90	(2,227.97)	refer note-i
Dec-24	HDFC, YES, ICICI, SCB, Citi, RBL and IDBI	Trade receivables and Inventories	1,09,531.33	1,07,579.72	1,951.61	refer note-i
Mar-25	HDFC, YES, ICICI, SCB, Citi, RBL, Bajaj Finance and IDBI	Trade receivables and Inventories	1,12,343.25	1,11,639.77	703.48	refer note-i

The returns are based on unaudited financial information in the interim period and are adjusted from the books and records of the Company, as adjusted for certain quarterly closing entries, like adjustments in relation to unrealised gain/ (loss) on trade receivables and further adjusted by advances received from customers, exclusion of stores and spares and goods in transit from inventory. The related amounts are mentioned below:

Jun-24 stores and spare inventory of ₹ 794.21 Lacs and inventory of ₹ 6.64 Lakhs and debtors of ₹ (6.42) Lakhs not included in quarterly statement submitted to bank

Sep-24 Stores and spare inventory of ₹ 870.50 Lakhs and GIT of ₹ (3160.82) Lakhs not included in quarterly statement submitted to bank

Dec-24 Stores and spare inventory of ₹ 891.54 Lakhs and GIT of ₹ 1060.57 Lakhs not included in quarterly statement submitted to bank

Mar-25 Stores and spare inventory of ₹ 975.40 Lakhs and inventory of ₹ 3.85 Lakhs and debtors advance 275 Lakhs are deducted from receivable in quarterly statement submitted to bank

Quarterly statements of current assets filed by the Company with the banks are in agreement with the books of accounts except below (2023-24)

Quarter	Name of bank	Particulars of Securities Provided	Amount as per books of account	Amount as reported in the quarterly return/ statement	Amount of difference	Reason for material discrepancies
Jun-23	refer note-i	Trade receivables and Inventories	1,00,585.56	1,00,969.00	(383.44)	refer note-i
Sep-23	refer note-i	Trade receivables and Inventories	98,401.60	97,349.00	1,052.60	refer note-i
Dec-23	refer note-i	Trade receivables and Inventories	1,00,517.77	1,00,464.00	53.77	refer note-i
Mar-24	refer note-i	Trade receivables and Inventories	96,390.83	96,925.00	(534.17)	refer note-i

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED MARCH 31, 2025

(Currency: Indian Rupees in Lakhs)

15 CURRENT BORROWINGS (SECURED) (Contd.)

- i) The banks include Kotak Mahindra Bank, HDFC Bank Ltd, CITI bank, RBL Ltd, IDFC bank, ICICI Bank Ltd, Standard Chartered Bank.
- ii) The returns are based on unaudited financial information in the interim period and are extracted from the books and records of the Company, as adjusted for certain quarterly closing entries, like adjustments in relation to unrealised gain/ (loss) on trade receivables and further adjusted by advances received from customers, exclusion of stores and spares and goods in transit from inventory, the related amounts are mentioned below:
- Jun-23 unrealised gain of ₹ 161.32 Lakhs, stores and spares inventory of ₹ 726.03 Lakhs and Goods in transit of ₹ (1,270.79) Lakhs not included in quarterly statement submitted to bank.
- Sep-23 unrealised gain ₹ 281.16 Lakhs, stores and spares inventory ₹ 755.33 Lakhs and GIT ₹ 16.11 Lakhs not included in quarterly statement submitted to bank.
- Dec-23 unrealised gain ₹ 209.40 Lakhs, stores and spares inventory ₹ 777.25 Lakhs and GIT ₹ (932.68) Lakhs not included in quarterly statement submitted to bank.
- Mar-24 unrealised gain ₹ 270.21 Lakhs, Stores and spares inventory ₹ 744.72 Lakhs and GIT ₹ (1,549.10) Lakhs not included in quarterly statement submitted to bank.
- d) Packing credit in rupees carry interest rate @ 8.00% to 9.00% p.a.
- e) Cash credit loan from bank carry interest rate @ 8.10% to 9.50%.

16 PROVISIONS

Particulars	Non - Current		Current	
	March 31, 2025	March 31, 2024	March 31, 2025	March 31, 2024
Provisions for employee benefits				
Compensated absences (refer note 33)	685.80	409.18	123.91	67.97
Gratuity (refer note 33)	1,755.05	1,505.34	170.93	140.72
	2,440.86	1,914.52	294.84	208.69

17 INCOME TAX

Particulars	As at March 31, 2025	As at March 31, 2024
Amounts recognised in profit or loss		
The major components of income tax expense for the years ended March 31, 2025 and March 31, 2024 are:		
Current income tax:		
Current income tax expenses	6,857.89	3,115.75
Deferred income tax:		
Relating to origination and reversal of temporary differences	119.36	332.22
Income tax expense reported in the statement of profit or loss for the year	6,977.25	3,447.97

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED MARCH 31, 2025

(Currency: Indian Rupees in Lakhs)

17 INCOME TAX

Particulars	As at March 31, 2025	As at March 31, 2024
Income tax recognised in other comprehensive income for the year (OCI)		
Tax expense related to items recognised in OCI during the year:		
Reversal of deferred tax	(27.63)	2.92
Income tax related to OCI for the year	(27.63)	2.92
Reconciliation of tax expense and the accounting profit multiplied by India's domestic tax rate for March 31, 2025 and March 31, 2024:		
Accounting profit before income tax	25,452.28	12,990.93
At India's statutory income tax rate of 25.17% (March 31, 2024 : 25.17%)	6,406.34	3,269.82
Non-deductible expenses for tax purposes (CSR expenses)	53.26	58.40
Foreign tax impact	504.14	90.82
Others (Interest on delay payment of income tax etc)	13.51	28.93
Income tax expense reported in the statement of profit and loss	6,977.25	3,447.97

Impact of tax rate change: During FY 2019-20, the Group elected to exercise the option permitted under Section 115BAA of the Income-tax Act, 1961 as introduced by the Taxation Laws (Amendment) Ordinance, 2019. Accordingly, the Group re-measured its Net Deferred Tax Assets basis the rate prescribed in the said section. The full impact of this change was recognised in the consolidated statement of profit and loss for that year.

Deferred Tax movement

Quarter	As at April 01, 2024	(Credit) / Charge in the statement of profit and Loss	(Credit) / Charge in other comprehensive income	As at March 31, 2025
Deferred tax (assets)/liabilities				
Difference between WDV as per books and income tax for Property plant and equipment	2,898.11	699.54	-	3,587.65
Deferred asset on Right of use assets and lease liabilities (net)	(35.28)	(24.69)	-	(59.97)
Provision for doubtful debts and advances	(42.08)	(26.45)	-	(68.53)
Expenses allowable for tax purposes when paid (Gratuity, Leave encashment and others)	163.62	(699.47)	(27.63)	(563.48)
Forex loss unrealised Impact (Derivative Instrument)	(490.68)	52.59	-	(438.09)
Unrealised profit on stock	(164.35)	118.07	-	(46.28)
Others	(9.77)	9.77	-	-
	2,319.57	119.36	(27.63)	2,411.30

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED MARCH 31, 2025

(Currency: Indian Rupees in Lakhs)

17 INCOME TAX (Contd)

Quarter	As at April 01, 2023	(Credit) / Charge In the statement of profit and Loss	(Credit)/charge in other comprehensive income	As at March 31, 2024
Deferred tax (assets)/liabilities				
Difference between WDV as per books and income tax for Property plant and equipment	2,566.08	332.03		2,898.11
Deferred asset on Right of use assets and lease liabilities (net)	(31.52)	(3.56)		(35.28)
Provision for doubtful debts and advances	(42.08)	-		(42.08)
Expenses allowable for tax purposes when paid (Gratuity, Leave encashment and others)	146.76	13.94	2.92	163.62
Forex loss unrealised impact (Derivative instrument)	(488.39)	(2.29)		(490.68)
Unrealised profit on stock	(156.65)	(7.80)		(164.35)
Others	(9.77)	-		(9.77)
	1,984.43	332.22	2.92	2,319.57

- a) In respect of deferred taxes, all items are attributable to origination and reversal of temporary differences.
- b) Deferred tax benefits are generally recognised for all deductible temporary differences to the extent it is probable that taxable profits will be available against which those deductible temporary differences can be realised.

18 TRADE PAYABLES

Particulars	As at March 31, 2023	As at March 31, 2024
a) Total outstanding dues of micro and small enterprises		
Acceptances	252.87	-
Other than acceptances	990.24	1,275.87
b) Total outstanding dues of creditors other than micro and small enterprises		
Acceptances	13,694.26	7,101.02
Other than acceptances		
i) Payable to related parties : (refer note 32)	512.98	532.06
ii) Payable to Others	24,774.71	19,342.47
	40,228.06	28,251.42

The Group's exposure to credit and currency and liquidity risk related to trade payables are disclosed in note 34

Information as per the requirement of Section 22 of The Micro, Small and Medium Enterprises Development Act, 2005

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED MARCH 31, 2025

(Currency: Indian Rupees in Lakhs)

18 TRADE PAYABLES (Contd)

Particulars	As at March 31, 2023	As at March 31, 2024
a) (i) The principal amount remaining unpaid to any supplier at the end of accounting year included in trade payables	1,243.11	1,275.87
(ii) The principal amount remaining unpaid to any supplier at the end of accounting year included in Payable for capital expenditure (refer note 19)	1,011.80	345.28
(iii) The interest due on above	-	-
The total of (i) & (ii)	2,254.91	1,621.15
b) The amount of interest paid by the buyer in terms of section 16 of the Act. The amount of the payment made to the supplier beyond the appointed day during the accounting year	-	-
c) The amounts of interest accrued and remaining unpaid at the end of financial year	-	-
d) The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the due date during the year) but without adding the interest specified under this Act	-	-
e) the amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under section 23 of the Micro, Small and Medium Enterprises Development Act, 2006.	-	-

The above information has been determined to the extent such parties have been identified on the basis of information available with the Group

Trade payables ageing as on 31-March-2025

Particulars	Not Due	Less Than 1 year	1-2 years	2-3 years	More than 3 years	Total
i) MSME	1,238.73	4.38	-	-	-	1,243.11
ii) Others	10,245.71	4,146.58	52.17	9.66	2.03	14,456.15
iii) Disputed dues - MSME	-	-	-	-	-	-
iv) Disputed dues- Others	-	-	-	-	-	-
v) Unbilled dues (Provision for expenses, Vendor Finance, Goods-in transit etc)	-	-	-	-	-	24,525.80
	11,484.44	4,150.96	52.17	9.66	2.03	40,228.06

Trade payables ageing as on 31-March-2024

Particulars	Not Due	Less Than 1 year	1-2 years	2-3 years	More than 3 years	Total
i) MSME	1,172.60	103.27	-	-	-	1,275.87
ii) Others	7,189.21	5,261.05	128.16	2.03	-	12,580.45
iii) Disputed dues - MSME	-	-	-	-	-	-
iv) Disputed dues- Others	-	-	-	-	-	-
v) Unbilled dues (Provision for expenses, Vendor Finance, Goods-in transit etc)	-	-	-	-	-	14,395.10
	8,361.81	5,364.32	128.16	2.03	-	28,251.42

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED MARCH 31, 2025

(Currency: Indian Rupees in Lakhs)

19 OTHER FINANCIAL LIABILITIES

Particulars	As at March 31, 2025	As at March 31, 2024
Payable for capital expenditure #	3,563.44	3,118.05
Deposits	102.25	102.25
Salaries, wages and bonus payable	782.60	712.07
Derivative Instruments (forward exchange contracts and Interest rate swaps (Refer note 14 a))	2,222.43	433.51
Interest on delayed payment of income tax	36.96	77.34
	6,707.68	4,443.22

#Payable for capital expenditure includes MCRB* amounting to ₹ 1011.80 Lakhs (March 31, 2024: ₹ 345.28 Lakhs)

The Co's exposure to credit and currency and liquidity risk related to the above financial liabilities are disclosed in note 34

20 OTHER CURRENT LIABILITIES

Particulars	As at March 31, 2025	As at March 31, 2024
Statutory liabilities	420.69	532.79
Contract Liabilities (Advance from customer) (refer note 41)	132.00	302.55
	552.69	835.34

21 REVENUE FROM OPERATIONS

Particulars	Year ended March 31, 2025	Year ended March 31, 2024
Revenue from contracts with customers		
a) Sale of products- Manufactured Goods (refer note 31 and 41)	2,09,176.64	1,75,166.31
b) Export incentives	780.24	-
c) Other operating revenues - Scrap Sales	162.21	57.16
Total	2,10,119.09	1,75,223.47

22 OTHER INCOME

Particulars	Year ended March 31, 2025	Year ended March 31, 2024
Interest income from fixed deposits carried at amortised cost	186.53	32.73
Gain on write-back of Financial liabilities measured at amortised cost	54.92	-
Gain on disposal of Other Intangible assets	63.78	218.81
Gain on sale of investments (net) at FVTPL	40.85	81.51
Gain on sales of investment (net)	72.24	172.98
Net Gain on Foreign currency transactions	1,226.69	1,882.79
Interest income from Income Tax Refund	200.17	-
Miscellaneous income	220.38	241.64
	2,064.56	2,629.96

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED MARCH 31, 2025

(Currency: Indian Rupees in Lakhs)

23 COST OF MATERIALS CONSUMED

Particulars	Year ended March 31, 2025	Year ended March 31, 2024
Raw material consumed		
Opening Stock	11,118.67	19,655.08
Add: Purchases	1,22,477.55	84,331.48
Less: Closing Stock	19,566.98	11,118.67
Consumption	1,14,029.24	92,867.89
Packing material consumed		
Opening Stock	73.61	119.71
Add: Purchases	2,202.01	2,536.69
Less: Closing Stock	110.31	73.61
Consumption	3,165.31	2,582.79
Total	1,17,195.15	95,450.68

24 PURCHASE OF STOCK IN TRADE

Particulars	Year ended March 31, 2025	Year ended March 31, 2024
Purchase of stock in trade (traded goods)	148.64	225.53
	148.64	225.53

25 CHANGES IN INVENTORIES OF FINISHED GOODS AND WORK IN PROGRESS

Particulars	Year ended March 31, 2025	Year ended March 31, 2024
Closing stock:		
Finished goods	28,147.40	27,615.23
Work-in-progress	29,887.78	26,224.94
	58,035.18	53,840.17
Opening stock:		
Finished goods	27,515.23	31,350.55
Work-in-progress	26,224.34	27,752.09
	53,840.57	59,102.64
Decrease / (Increase) in inventories	(4,194.61)	5,262.87

26 EMPLOYEE BENEFITS EXPENSE

Particulars	Year ended March 31, 2025	Year ended March 31, 2024
Salaries, wages and bonus	7,574.08	6,283.59
Contribution to provident and other funds	469.66	412.04
Staff welfare expenses	607.39	577.94
	8,651.13	7,273.57

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED MARCH 31, 2025

(Currency: Indian Rupees in Lakhs)

27 FINANCE COSTS

Particulars	Year ended March 31, 2025	Year ended March 31, 2024
Interest on term loans using effective interest rate measured at amortised cost	3,314.16	4,011.01
Less: Interest capitalised	-	-
Net interest on term loans	3,314.16	4,011.01
Interest on working capital loans using effective interest rate measured at amortised cost	4,595.14	4,995.88
Interest on vehicle loans using effective interest rate measured at amortised cost	0.17	0.49
Loan arrangement fees amortised using effective rate of interest basis	44.09	42.76
Interest on unsecured Loans	645.92	551.54
Interest cost lease liability using effective interest rate measured at amortised cost	151.89	114.83
Interest on delayed payment of income tax	36.95	77.34
	8,788.33	9,793.85

28 DEPRECIATION AND AMORTISATION EXPENSES

Particulars	Year ended March 31, 2025	Year ended March 31, 2024
Depreciation on property, plant and equipment	12,303.31	11,443.86
Amortisation of Intangible assets	416.91	400.02
Amortisation of right of use assets	455.11	497.55
	13,175.33	12,341.43

29 POWER AND FUEL EXPENSES

Particulars	Year ended March 31, 2025	Year ended March 31, 2024
Fuel	8,269.04	7,988.33
Power	6,772.44	5,512.14
Water Charges	285.89	225.78
	15,327.37	13,726.25

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED MARCH 31, 2025

(Currency: Indian Rupees in Lakhs)

30 OTHER EXPENSES

Particulars	Year ended March 31, 2025	Year ended March 31, 2024
Consumption of stores and spares	1,769.29	1,467.18
Job work charges	2,408.92	2,087.60
Repairs and maintenance of:		
Buildings	344.82	244.71
Plant and machinery	1,115.78	1,058.36
Others	72.37	56.12
Contract labour charges	990.27	1,227.77
Research and development	132.36	202.52
Pollution control expenses	1,481.95	964.40
Other factory expenses	1,636.24	1,068.05
Insurance	807.13	900.89
Postage and telephone expense	96.66	108.01
Rates and taxes	350.61	249.32
Training expenses	23.16	6.40
Payment to auditors:		
For audit (including paid to other auditors ₹ 2.25 Lakhs (March 31, 2024 - ₹ 2.25 Lakhs))	52.14	50.05
For limited review	30.12	27.15
Other services*	2.16	1.20
Out of pocket expenses	3.81	1.20
Brokerage and Commission	177.03	160.92
Printing and stationery	66.09	66.89
Freight outward	10,454.94	5,924.60
Selling and distribution	1,544.21	1,325.31
Legal and professional fees	1,620.73	1,311.67
Travelling and conveyance	1,047.22	935.05
Bank charges	449.40	356.86
CSR expenses (refer note 45)	211.59	232.01
Sundry balances written off	11.53	0.78
Allowance for expected credit loss and credit impairment	41.20	-
Loss on Sale of property, plant and equipment	18.53	25.60
Miscellaneous expenses	771.77	639.48
	27,640.03	20,589.12

* Professional services fee relating to proposed Qualified Institutional Placement (QIP) amounting to ₹50 Lakhs has been disclosed under "Other current assets", hence, not included above.

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NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED MARCH 31, 2025

(Currency: Indian Rupees in Lakhs)

31 SEGMENT INFORMATION

A. Factors used to identify the entity's reportable segments, including the basis of organisation

The Group has determined its reportable segment as "Aromatic chemicals" since the chief operating decision maker (CODM) evaluates the Company's performance as a single segment.

B. Information about reportable segments

Particulars	Year ended March 31, 2025	Year ended March 31, 2024
Revenue from sale of products (Manufactured / Traded goods)	2,09,176.64	1,75,166.31
	2,09,176.64	1,75,166.31

C. Geographic Information

The geographic information analyses the Group's revenue and non-current assets by the Group's country of domicile and other countries. In presenting the geographical information, segment revenue has been based on the geographic location of customers and segments assets were based on the geographic location of the respective non-current assets. The product offerings which are part of the speciality chemicals portfolio of the Group's are managed on a worldwide basis from India. All the non-current assets of Group are located within India. (refer note 41)

The amount of the Group's revenue is shown in the table below:

Particulars	Year ended March 31, 2025	Year ended March 31, 2024
India	62,720.86	49,401.92
Outside India #	1,46,455.78	1,25,764.39
Total	2,09,176.64	1,75,166.31

Includes revenue in the United States of America of ₹ 40,032.19 Lakhs and ₹ 26,032.61 Lakhs for the years ended March 31, 2025 and 2024, respectively.

includes revenue in the Switzerland of ₹ 25,191.92 Lakhs and ₹ 16,872.85 Lakhs for the years ended March 31, 2025 and 2024, respectively.

D. Information about major customers

No single customer represents 10% or more of the Group's total revenue for the year ended March 31, 2025 and 2024, respectively.

32 RELATED PARTY DISCLOSURES

Details of transactions between the Group and other related party are disclosed below.

a) List of Related Parties

Promoter Group

Vivira Investment and Trading Private Limited

Enterprises owned by key management personnel or their relatives

Privi Life Science Private Limited

Privi Fine Sciences Private Limited (Amalgamated with Privi Organics Limited w.e.f 01.04.2023)

Money Mart Securities Private Limited

Babani Investment and Trading Private Limited

Satellite Technologies Private Limited

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED MARCH 31, 2025

(Currency: Indian Rupees in Lakhs)

32 RELATED PARTY DISCLOSURES (Contd.)

Prasad Organics Private Limited
MM Infra & Leasing Private Limited
Babani Bros. LLP
Pee Vee Premises LLP
Babani Bulldoon LLP
Snejo Agro LLP

Key Management Personnel (KMP)

Mr. Mahesh P. Babani
Mr. D. B. Rao
Mr. Narayan S. Iyer
Mrs. Ashwini S. Shah
Mr. Anurag Surana
Mr. Hemang Gandhi
Mr. Naresh Tejwani
Mrs. Priyavada Bhunkar
Mrs. Anuradha Thakur
Mr. Dwarko Topandas Khilnani

Chairman & Managing Director
Executive Director
Chief Financial Officer
Company Secretary
Independent Director
Independent Director from October 25, 2024
Independent Director from October 25, 2024
Independent Director upto March 31, 2025
Independent Director upto March 31, 2025

Relative of Key Management Personnel

Mahesh Punshottam Babani (KMP)
Mrs. Seema Mahesh Babani
Ms. Snehal Mahesh Babani
Ms. Jyoti Mahesh Babani
Mr. Vijaykumar Doppalapudi Rao
Mr. Vinaykumar Doppalapudi Rao
Mrs. Grace Vinaykumar Doppalapudi Rao
Mrs. Sharon Doppalapudi Rao
Mrs. Premaleela Doppalapudi Rao
Mr. Rajkumar Doppalapudi Rao
Mrs. Prasanna Raj Doppalapudi Rao
Mr. Rameshbabu Gokarneswarao Guduru

b) During the year, following transactions were carried out with the related parties:

Particulars	Enterprises owned by key management personnel or their relatives		Key Management Personnel and their relatives	
	March 31, 2025	March 31, 2024	March 31, 2025	March 31, 2024
Purchase of raw materials				
Privi Life Science Private Limited	0.35	0.80	-	-
Prasad Organics Private Limited	2,654.90	2,831.22	-	-
Privi Fine Sciences Private Limited	28.35	421.81	-	-

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED MARCH 31, 2025

(Currency: Indian Rupees in Lakhs)

32 RELATED PARTY DISCLOSURES (Contd.)

Particulars	Enterprises owned by key management personnel or their relatives		Key Management Personnel and their relatives	
	March 31, 2025	March 31, 2024	March 31, 2025	March 31, 2024
Job work charges paid				
Privi Fine Sciences Private Limited	271.61	80.13	-	-
Prasad Organics Private Limited	81.52	-	-	-
Sale of finished goods				
Privi Fine Sciences Private Limited	105.86	-	-	-
Prasad Organics Private Limited	1,761.03	1,498.94	-	-
Lease expense				
Moneymart Securities Private Limited	216.00	205.71	-	-
MM Infra & Leasing Private Limited	599.41	490.42	-	-
Lease income				
Privi Life Science Private Limited	42.66	39.87	-	-
Moneymart Securities Private Limited	1.35	1.26	-	-
MM Infra & Leasing Private Limited	1.31	-	-	-
Privi Fine Sciences Private Limited	0.60	0.90	-	-
Vivira Investment & Trading Private Limited	0.60	0.60	-	-
Security deposit				
MM Infra & Leasing Private Limited	107.75	15.00	-	-
Unsecured loan taken				
Mr. Mahesh P Babani	-	-	6,500.00	-
Interest on unsecured loan taken				
Mr. Mahesh P Babani	470.97	438.64	-	-
Reimbursement of expense received				
MM Infra & Leasing Private Limited	69.14	4.14	-	-
Managerial remuneration				
Mr. D.B. Rao	-	-	-	-
Short Term Employee Benefits	-	-	24.00	32.67
Post Employment Benefits	-	-	-	-
Other Long Term Benefits	-	-	-	-
Mr. Mahesh P Babani				
Short Term Employee Benefits	-	-	420.00	480.00
Post Employment Benefits	-	-	-	-
Other Long Term Benefits	-	-	-	-
Mr. Vinaykumar Doppalapudi Rao				
Short Term Employee Benefits (Salary paid)	-	-	29.68	26.98
Post Employment Benefits	-	-	14.59	13.26
Other Long Term Benefits	-	-	-	-

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED MARCH 31, 2025

(Currency: Indian Rupees in Lakhs)

32 RELATED PARTY DISCLOSURES (Contd.)

Particulars	Enterprises owned by key management personnel or their relatives		Key Management Personnel and their relatives	
	March 31, 2025	March 31, 2024	March 31, 2025	March 31, 2024
Dividend paid				
Mr. Mahesh P Babani	-	-	51.73	-
Mahesh Purshottam Babani Huf	-	-	35.83	-
Mr. D.B. Rao	-	-	22.41	-
Moneymart Securities Private Limited	68.25	-	-	-
Vivira Investment and Trading Private Limited	309.90	-	-	-
MM Infra & Leasing Private Limited	1.60	-	-	-
Mrs. Seema Mahesh Babani	-	-	7.80	-
Ms. Jyoti Mahesh Babani	-	-	7.80	-
Ms. Snehal Mahesh Babani	-	-	7.80	-
Mrs. Premaleela Doppalapudi Rao	-	-	5.49	-
Mr. Vinaykumar Doppalapudi Rao	-	-	14.82	-
Mrs. Grace Vinaykumar Doppalapudi Rao	-	-	4.64	-
Mr. Vijaykumar Doppalapudi Rao	-	-	14.10	-
Mrs. Sharon Doppalapudi Rao	-	-	4.91	-
Mr. Rajkumar Doppalapudi Rao	-	-	13.82	-
Mrs. Prasanna Raj Doppalapudi Rao	-	-	5.74	-
Mr. Rameshbabu Gokarneswarao Guduru	-	-	1.87	-
Sitting fees				
Mr. Anurag Surana	-	-	6.00	5.00
Mrs. Anuradha Thakur	-	-	6.00	5.00
Mr. Rajesh Budhrani	-	-	-	5.00
Mr. P.R. Bapande	-	-	-	5.00
Mr. Hemang Gandhi	-	-	5.00	1.00
Mr. Naresh Tejwari	-	-	1.00	-
Mrs. Priyamnada Bhurkar	-	-	1.00	-
Mr. Dwarka Topandas Khinani	-	-	6.40	4.40
Mr. Narendra Kumar Anand Ambwani	-	-	0.30	0.50

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(Currency: Indian Rupees in Lakhs)

32 RELATED PARTY DISCLOSURES (Contd.)

c) Outstanding balances

Particulars	Enterprises owned by key management personnel or their relatives		Key Management Personnel and their relatives	
	March 31, 2025	March 31, 2024	March 31, 2025	March 31, 2024
Receivables / Other assets				
MM Infra & Leasing Private Limited	226.25	118.50		
Moneymart Securities Private Limited	300.00	300.00		
Privi Life Science Private Limited	136.01	85.67		
Prasad Organics Private Limited	866.09	704.68		
Privi Fine Sciences Private Limited	5.06	-		
Trade Payables / Other liabilities				
Privi Life Science Private Limited	0.25	0.25		
Prasad Organics Private Limited	459.03	531.81		
Privi Fine Sciences Private Limited	52.97	254.70		
MM Infra & Leasing Private Limited	97.53	284.77		
Moneymart Securities Private Limited	1.44	314.24		
Payable to Key Management Personnel				
Mr. Mahesh P. Babani (**)	-	-	21.69	13.69
Mr. D.B. Rao (**)	-	-	1.85	1.55
Relatives of Key Management Personnel				
Mr. Vinaykumar Doppalapudi Rao (**)	-	-	1.46	1.33

** Remuneration Net of Tax Deducted at Source

33 EMPLOYEE BENEFITS - POST-EMPLOYMENT BENEFIT PLANS

a) Defined contribution plans

The Group makes contributions, determined as a specified percentage of employee salaries, in respect of qualifying employees towards Provident Fund, and ESI which are defined contribution plans. The Group's has no obligations other than to make the specified contributions. The contributions are charged to statement of profit and loss as they accrue.

The Group has recognised the following amount as an expense and included in the Note 26 under "Contribution to provident & other funds":

Particulars	Year ended March 31, 2025	Year ended March 31, 2024
Contribution to employees provident fund	468.49	411.32
Contribution to labour welfare fund	0.66	0.16
Contribution to ESI	0.51	0.56

b) Defined benefit plans

The Group operates one post-employment defined benefit plan that provides gratuity. The gratuity plan entitles an employee, who has rendered at least five years of continuous service, to receive one-half month's salary for each year of completed service at the time of retirement. In case of employees completing longer service periods, the Group's scheme is more favourable as compared to the obligation under Payment of Gratuity Act, 1972.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED MARCH 31, 2025

(Currency: Indian Rupees in Lakhs)

33 EMPLOYEE BENEFITS - POST-EMPLOYMENT BENEFIT PLANS (Contd.)

Particulars	As at March 31, 2025	As at March 31, 2024
Amount recognised in the balance sheet in respect of Gratuity		
Present value of the defined benefit obligation at the end of the year	1,935.99	1,646.06
Fair value of the plan assets	-	-
	1,935.99	1,646.06
Movement in present value of defined benefit obligation		
Opening Liability	1,646.06	1,474.94
Current service cost	113.92	116.54
Interest cost	133.97	186.33
Actuarial (Gain)	104.01	(11.69)
Benefits paid	(61.97)	(120.06)
Closing defined benefit obligation	1,935.99	1,646.06
Expense recognised in statement of profit and loss		
Current service cost	113.92	116.54
Interest on defined benefit obligations	133.97	186.33
Total	247.89	302.87
Remeasurements recognised in Other comprehensive income		
Change in financial assumptions	58.88	28.01
Change in demographic assumptions	1.51	0.74
Experience adjustments	44.02	(40.44)
Total	104.41	(11.69)
Total expense recognised	351.90	291.18

Particulars	As at March 31, 2025	As at March 31, 2024
Principal actuarial assumptions at the balance sheet date		
For Holding Company (Privi Speciality Chemicals Limited)		
Discount rate (p.a.)	7.44%	7.44%
Expected rate of salary increase (p.a.)	8.25%	8.25%
Attrition rate	For service 2 years and below 20.00% p.a. For service 3 years to 4 years 10.00% p.a. For service 5 years and above 5.00% p.a.	For service 2 years and below 20.00% p.a. For service 3 years to 4 years 10.00% p.a. For service 5 years and above 5.00% p.a.
Mortality tables	Indian Assured Lives Mortality 2012-14 (Urban)	Indian Assured Lives Mortality 2012-14 (Urban)

At March 31, 2025 the weighted average duration of the defined benefit obligation was 9 years (March 31, 2024 - 9 years)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED MARCH 31, 2025

(Currency: Indian Rupees in Lakhs)

33 EMPLOYEE BENEFITS - POST-EMPLOYMENT BENEFIT PLANS (Contd.)

For Wholly owned subsidiary company (Privi Biotechnologies Private Limited)

Particulars	As at March 31, 2025	As at March 31, 2024
Discount rate (p.a.)	7.21%	7.47%
Expected rate of salary increase (p.a.)	8.25%	8.25%
Attrition rate	For service 2 years and below : 20% For service 3 to 4 Years: 10% For service 5 Years and above: 5%	For service 2 years and below : 20% For service 3 to 4 Years: 10% For service 5 Years and above: 5%
Mortality tables	Indian Assured Lives Mortality (2012-14)	Indian Assured Lives Mortality (2012-14)

At March 31, 2025 the weighted average duration of the defined benefit obligation was 14 years (March 31, 2024 : 14 years)

The estimates of future salary increase, considered in actuarial valuation, take account of inflation, seniority, promotion and other relevant factors such as supply and demand in the employment market.

A quantitative sensitivity analysis for significant assumption is as shown below:

Particulars	Discount rate		Future salary increase	
	March 31, 2025	March 31, 2024	March 31, 2025	March 31, 2024
Impact on defined benefit obligation due to:				
a. 1% increase	(118.85)	(103.60)	140.76	122.55
b. 1% decrease	136.91	119.26	(125.59)	(109.34)

The sensitivity analysis above has been determined based on a method that extrapolates the impact on defined benefit obligation as a result of reasonable changes in key assumptions occurring at the end of the reporting period, as calculated by Actuary.

Experience adjustment for last five years

Particulars	March 31, 2025	March 31, 2024	March 31, 2023	March 31, 2022	March 31, 2021
Defined benefit obligation	1,935.99	1,646.06	1,474.94	1,387.43	1,178.61
Surplus/deficit	(1,935.99)	(1,646.06)	(1,474.94)	(1,387.43)	(1,178.61)
Experience adjustment on plan liabilities	44.02	(40.44)	(33.16)	92.13	17.56

Compensatory absences

The Group provides for the encashment of leave or leave with pay subject to certain rules. The employees are entitled to accumulate leave subject to certain limits, for future encashment. The liability is provided based on the number of days of unutilised leave at each balance sheet date on the basis of an independent actuarial valuation. Amount of ₹ 454.98 Lakhs (31 March, 2024 ₹ 231.5 Lakhs) has been recognised in the Consolidated Statement of profit and loss on account of provision for long-term employment benefit.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED MARCH 31, 2025

(Currency: Indian Rupees in Lakhs)

34 FINANCIAL INSTRUMENTS

The Group has an established control framework with respect to the measurement of fair values.

This includes a management has overall responsibility for overseeing all significant fair value measurements, including Level 3 fair values.

The management regularly reviews significant unobservable inputs and valuation adjustments. If third party information, such as broker quotes or pricing services, is used to measure fair values, then the internal valuation team assesses the evidence obtained from the third parties to support the conclusion that these valuations meet the requirements of the applicable financial reporting framework, including the level in the fair value hierarchy in which the valuations should be classified.

Significant valuation issues are reported to the Group's audit committee if any.

When measuring the fair value of an asset or a liability, the Group uses observable market data as far as possible. If the inputs used to measure the fair value of an asset or a liability fall into different levels of the fair value hierarchy, then the fair value measurement is categorised in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement.

The Group recognises transfers between levels of the fair value hierarchy at the end of the reporting period during which the change has occurred.

a. Accounting classification and fair values

The Group is exposed to the risks of changes in fair value of its financial assets and liabilities. The following table summarises the fair values and carrying amounts of financial instruments.

As on March 31, 2025	Note	Carrying value				Fair value measurement using		
		Amortised cost	Financial assets/liabilities at FVTPL*	Financial assets/liabilities at FVOCI	Total carrying amount	Level 1	Level 2	Level 3
Financial assets:								
Investment in mutual funds	9	754.01	754.01	-	754.01	754.01	-	-
Trade receivables	10	39,414.59	-	-	39,414.59	-	-	-
Cash and cash equivalents	11	4,976.40	-	-	4,976.40	-	-	-
Bank balances other than cash and cash equivalents	12	42.71	-	-	42.71	-	-	-
Other financial assets	6	5,561.84	-	-	5,561.84	-	-	-
Financial liabilities:								
Non Current borrowings	14 a	51,113.38	-	-	51,113.38	-	51,113.38	-
Current borrowings	15	61,155.79	-	-	61,155.79	-	-	-
Trade payables	18	40,225.06	-	-	40,225.06	-	-	-
Derivatives	19	-	2,222.43	-	2,222.43	-	2,222.43	-
Lease liabilities	14 b	946.45	-	-	946.45	-	-	946.45
Other financial liabilities (other than lease liabilities)	19	4,485.25	-	-	4,485.25	-	-	-

* Investment in mutual funds and derivatives are mandatorily measured at FVTPL.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED MARCH 31, 2025

(Currency: Indian Rupees in Lakhs)

34 FINANCIAL INSTRUMENTS (Contd.)

As on March 31, 2024	Note	Carrying value				Fair value measurement using		
		Amortised cost	Financial assets/liabilities at FVTPL*	Financial assets/liabilities at FVOCI	Total carrying amount	Level 1	Level 2	Level 3
Financial assets:								
Investment in mutual funds	9	3,955.90	3,955.90		3,955.90	3,955.90		
Trade receivables	10	34,750.22			34,750.22			
Cash and cash equivalents	11	2,398.65			2,398.65			
Bank balances other than cash and cash equivalents	12	480.37			480.37			
Other financial assets	6	1,918.83			1,918.83			
Financial liabilities:								
Non Current borrowings	14 a	44,450.20			44,450.20			44,450.20
Current borrowings	15	53,631.12			53,631.12			53,631.12
Trade payables	18	28,251.42			28,251.42			
Derivatives	19		433.51		433.51		433.51	
Lease liabilities	14 b	2,737.02			2,737.02			2,737.02
Other financial liabilities (other than lease liabilities)	19	4,009.71			4,009.71			

* Investment in mutual funds and derivatives are mandatorily measured at FVTPL

- i. The fair value of financial instruments as referred to in note (a) above have been classified into a three categories depending on the inputs used in the valuation technique.

The categories used are as follows:

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

Level 2 - Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).

Level 3 - Inputs for the assets or liabilities that are not based on observable market data (unobservable inputs).

There were no significant changes in classification of fair value of financial assets and financial liabilities. There were also no significant movements between the fair value hierarchy classifications.

c. Calculation of fair values

The fair values of the financial assets and liabilities are defined as 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. Methods and assumptions used to estimate the fair values are consistent with those used for the year ended March 31, 2025.

- (i) The fair values of the derivative financial instruments has been determined using valuation techniques with market observable inputs. The models incorporate various inputs including the credit quality of counter-parties and foreign exchange for derivatives. In case the forwards are taken from banks and financial institutions, the fair value is determined using quoted forward exchange rates at the reporting date and present value calculations based on high credit quality yield curves in the respective currencies by the bankers.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

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(Currency: Indian Rupees in Lakhs)

34 FINANCIAL INSTRUMENTS (Contd.)

- (ii) The fair values of investments in mutual fund units is based on the net asset value ('NAV') as stated by the issuers of these mutual fund units in the published statements as at Balance Sheet date. NAV represents the price at which the issuer will issue further units of mutual fund and the price at which issuers will redeem such units from the investors.
- (iii) Loans, lease liabilities and borrowings have fair values that approximate to their carrying amounts as it is based on the net present value of the anticipated future cash flows using rates currently available for debt on similar terms, credit risk and remaining maturities.
- (iv) Cash and cash equivalents, trade receivables, investments in term deposits, other financial assets (except derivative financial instruments), trade payables, and other financial liabilities (except derivative financial instruments) have fair values that approximate to their carrying amounts due to their short-term nature.

35 FINANCIAL RISK MANAGEMENT

The Group's Board of Directors has overall responsibility for the establishment and oversight of the Group's risk management framework. The Board of Directors has established the risk management committee, which is responsible for developing and monitoring the Group's risk management policies. The committee reports regularly to the board of Directors on its activities.

The Group's risk management are established to identify and analyse the risks faced by the Group, to set appropriate risk limits and controls and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and activities.

The Audit committee oversees how management monitors compliance with the Group's risk management policies and procedures and reviews the adequacy of the risk management framework in relation to the risks faced by the Group. The Audit committee is assisted in its oversight role by internal audit by external party.

The Group has exposure to the following risks arising from the financial instruments:

a. Credit Risk

Credit risk is the risk of financial loss to the Group if a customer or counter-party fails to meet its contractual obligations and arises principally from the Group's receivables from customers. The carrying amount of financial assets represent the maximum credit exposure.

The Group's exposure to credit risk is influenced mainly by the individual characteristic of each customer. However, management also consider the factors that may influence the credit risk of its customer base, including the default risk associated with the industry and country in which Group operates.

The Group analyses credit worthiness of each new customer individually before standard payment and delivery terms are offered. The Group is monitoring economic environment in countries where it operates and is taking actions to limit its exposure to customers in those countries experiencing particular economic volatility.

The Group's exposure to credit risk for trade receivables by geographic region was as follows:

Particulars	As at March 31, 2025	As at March 31, 2024
India	11,125.57	11,899.63
Outside India	28,288.92	22,850.59
	39,414.59	34,750.22

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED MARCH 31, 2025

(Currency: Indian Rupees in Lakhs)

35 FINANCIAL RISK MANAGEMENT (Contd.)

Expected credit loss on Trade receivables:

At March 31, 2025 the ageing of trade and other receivables that were not impaired was as follows.

Particulars	March 31, 2025			
	Gross Carrying Amount	Impairment Allowances	Loss Rate	Net Carrying Amount
Neither past due nor impaired	29,791.66	-	0.00%	29,791.66
Past due 0-90 days	8,743.42	-	0.00%	8,743.42
Past due 90-180 days	816.48	-	0.00%	816.48
Past due 180-270 days	52.74	-	0.00%	52.74
Past due 270-365 days	5.88	-	0.00%	5.88
More than 365 days	89.23	84.62	94.83%	4.61
	39,499.21	84.62		39,414.59

Particulars	March 31, 2024			
	Gross Carrying Amount	Impairment Allowances	Loss Rate	Net Carrying Amount
Neither past due nor impaired	25,548.82	-	0.00%	25,548.82
Past due 0-90 days	8,716.48	-	0.00%	8,716.48
Past due 90-180 days	194.02	-	0.00%	194.02
Past due 180-270 days	113.16	-	0.00%	113.16
Past due 270-365 days	97.25	-	0.00%	97.25
More than 365 days	123.91	43.42	35.04%	80.49
	34,793.64	43.42		34,750.22

Movement in Loss allowance measured at amount equal to life time expected credit losses for trade receivables

Particulars	Amount
Opening balance as at April 01, 2023	43.42
Impairment loss recognised	-
Amounts written off	-
Balance as at March 31, 2024	43.42
Impairment loss recognised	41.20
Amounts written off	-
Balance as at March 31, 2025	84.62

The Group uses an allowance matrix to measure the expected credit loss of trade receivables. Based on the industry practices and the business environment in which the entity operates, Management considers that the trade receivables are in default (credit impaired) if the payments are more than 365 days past due.

Management believes that the unimpaired amounts that are past due by more than 30 days are still collectible in full, based on historical payment behaviour and extensive analysis of customer credit risk and the current provision for the bad debts represents the impacted credit loss it foresees in its receivables.

Financial assets other than trade receivables are not impaired and further, there are no amounts that are past due. Management believes that the amounts are collectible in full, based on historical payment behaviour.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED MARCH 31, 2025

(Currency: Indian Rupees in Lakhs)

35 FINANCIAL RISK MANAGEMENT (Contd.)

b. Liquidity risk

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

The Group maintains the level of its cash and cash equivalents at an amount in excess of expected cash outflow on financial liabilities. The Group also monitors the level of expected cash inflows on trade and other receivables together with expected cash outflows on trade and other payables.

Exposure to liquidity risk:

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

March 31, 2025	Contractual cash flows					
	Carrying amount	Total	1 year or less	1-2 years	2-5 years	More than 5 years
Non-derivative financial liabilities						
Term loans from banks	41,009.38	47,763.37	15,641.53	11,735.34	16,522.22	3,864.28
Other borrowings	71,259.56	77,497.41	49,142.06	2,319.64	8,019.64	18,016.07
Trade payables	40,225.06	40,225.06	40,161.20	52.17	11.69	-
Other financial liabilities	4,485.25	4,485.25	4,485.25	-	-	-
Lease liabilities	946.45	2,079.60	918.15	1,161.45	-	-
Derivative financial liabilities						
Currency Risk	2,222.43	2,222.43	2,222.43	-	-	-
Total	1,60,148.13	1,74,273.12	1,12,570.62	15,268.60	24,553.55	21,880.35

March 31, 2024	Contractual cash flows					
	Carrying amount	Total	1 year or less	1-2 years	2-5 years	More than 5 years
Non-derivative financial liabilities						
Term loans from banks	58,176.37	58,176.37	13,726.17	12,292.98	25,353.23	6,834.75
Other borrowings	39,904.95	39,904.95	39,904.95	-	-	-
Trade payables	28,251.42	28,251.42	28,251.42	-	-	-
Other financial liabilities	4,009.71	4,009.71	4,009.71	-	-	-
Lease liabilities	1,853.71	1,853.71	883.31	883.31	463.26	-
Derivative financial liabilities						
Currency Risk	433.51	433.51	433.51	-	-	-
Total	1,32,629.67	1,32,629.67	87,209.07	13,176.29	25,816.49	6,834.75

The gross inflows/(outflows) disclosed in the above table represent the contractual undiscounted cash flows relating to derivative financial liabilities held for risk management purposes and which are not usually closed out before contractual maturity. The disclosure shows net cash flow amounts for derivatives that are net cash-settled and gross cash inflow and outflow amounts for derivatives that have simultaneous gross cash settlement.

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NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED MARCH 31, 2025

(Currency: Indian Rupees in Lakhs)

35 FINANCIAL RISK MANAGEMENT (Contd.)

c. Currency Risk

The Group is exposed to currency risk on account of its borrowings and other payables in foreign currency. The functional currency of the Group is Indian Rupee. The Group uses forward exchange contracts to hedge its currency risk, most with a maturity of less than one year from the reporting date.

Exposure to currency risk

The currency profile of financial assets and financial liabilities as at March 31, 2025 and March 31, 2024 are as below:

Particulars	March 31, 2025	March 31, 2025	March 31, 2024	March 31, 2024
	US\$ in Lakhs	EURO in Lakhs	US\$ in Lakhs	EURO in Lakhs
Financial assets				
Cash and cash equivalents	11.85	0.15	7.86	0.02
Trade Receivables	324.25	4.18	277.58	14.79
	336.10	4.33	285.44	14.81
Financial liabilities				
Borrowings		7.50		15.00
POFC	45.38		51.61	
Working capital demand Loan	62.47		39.28	
Trade payables and other financial liabilities	122.88	8.82	89.86	0.66
Other Current financial liabilities	26.06	0.08	9.39	0.05
Derivative Instruments Currency risk*				
	255.79	16.40	190.14	15.71
Net exposure	79.31	(12.07)	95.30	(0.90)

* The exposure disclosed here is net of currency swap taken by the Group

Currency exposure for borrowings is exclusive of Currency swap on ICICI bank Rupee loan of ₹ 4,000 Lakhs are taken @ 64.42 per US\$ and other currency swap on HDFC Bank Rupee loan of ₹ 5,600 Lakhs and ₹ 7,400 Lakhs are taken @ 76.79 per US\$ and @ 75.83 per US\$ respectively which are classified as Indian currency loan.

The Group's corporate treasury function provides services to the business, co-ordinates access to domestic financial markets, monitors and manages the financial risk relating to the operation of the Group through internal risk reports which analyse exposures by degree and magnitude of risks. These risks include market risk (including currency risk, interest rate risk and other price risk), credit risk and liquidity risk.

The use of financial derivatives is governed by the Group's policies approved by the board of directors, which provide written principles on foreign exchange risk, interest rate risk, credit risk, etc.

The Group's treasury function reports quarterly to the Group's risk management committee, an independent body that monitors risks and policies implemented to mitigate risk exposures.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

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(Currency: Indian Rupees in Lakhs)

35 FINANCIAL RISK MANAGEMENT (Contd.)

d. Sensitivity analysis

A reasonably possible strengthening (weakening) of the foreign currencies against ₹ at March 31, 2025 would have affected the measurement of financial instruments denominated in US dollars and affected equity and profit or loss by the amounts shown below. This analysis assumes that all other variables, in particular interest rates, remain constant and ignores any impact of forecast sales and purchases.

Effect in Indian Rupees in Lakhs	Profit before tax		Equity, net of tax	
	Strengthening	Weakening	Strengthening	Weakening
March 31, 2025				
US\$ (3 % movement)	203.62	(203.62)	152.37	(152.37)
EUR (3 % movement)	(33.43)	33.43	(25.02)	25.02
	170.19	(170.19)	127.35	(127.35)

Effect in Indian Rupees in Lakhs	Profit before tax		Equity, net of tax	
	Strengthening	Weakening	Strengthening	Weakening
March 31, 2024				
US\$ (3 % movement)	238.37	(238.37)	178.37	(178.37)
EUR (3 % movement)	(2.44)	2.44	(1.83)	1.83
	235.93	(235.93)	176.54	(176.54)

e. Interest risk

The group is exposed primarily to fluctuation in US\$ SOFR rates. Interest rate risk on financial debt is managed through interest rate swaps.

The interest rate profile of the Group's interest-bearing financial instruments is as follows:

Particulars	March 31, 2025	March 31, 2024
Fixed-rate instruments *		
Financial assets (bank deposits)	3,464.97	
Financial liabilities (borrowings)	23,200.00	98,081.32
Variable-rate instruments		
Financial liabilities (borrowings) *	89,069.17	
Total borrowings	25,664.97	98,081.32

* Effect of interest rate swaps is disclosed in Note 14 a

Financial assets classified at amortised cost have fixed interest rate. Hence, the group is not subject to interest rate risk on such financial assets.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED MARCH 31, 2025

(Currency: Indian Rupees in Lakhs)

35 FINANCIAL RISK MANAGEMENT (Contd.)

Cash flow sensitivity analysis for variable-rate instruments

A reasonably possible change of 100 basis points in interest rates at the reporting date would have increased (decreased) equity and profit or loss by the amounts shown below. This analysis assumes that all other variables, in particular foreign currency exchange rates, remain constant.

Effect in Indian Rupees in Lakhs	Profit or loss		Equity, net of tax	
	100 bp increase	100 bp decrease	100 bp increase	100 bp decrease
March 31, 2025				
Variable-rate instruments	890.69	(890.69)	666.50	(666.50)
March 31, 2024				
Variable-rate instruments	-	-	-	-

36 CONTINGENT LIABILITIES:

Claims against the group not acknowledged as debts are as below:

Nature of tax	As at	
	March 31, 2025	March 31, 2024
Income Tax	1,824.95	932.16
Custom duty *	1,468.84	106.06

* Demand of ₹ 1,458.84 Lakhs (₹ 1,400 Lakhs March 31, 2024) was raised by Goods and Service Tax (GST) and Customs authority out of which ₹ 59.48 Lakhs (₹ 16.98 Lakhs March 31, 2024) is paid under protest, balance ₹ 1,399.36 Lakhs (₹ 89.08 Lakhs March 31, 2024) are unpaid as on March 31, 2025.

The claims against the Group comprise of pending litigations / proceedings pertaining to demands raised by Excise, Custom, Sales / VAT tax and other authorities / bodies. The Group has reviewed all its pending litigations and proceedings and has adequately provided for where provisions are required and disclosed as contingent liabilities where applicable, in its consolidated financial statements. The Group does not expect the outcome of these proceedings to have a materially adverse effect on its financial statements.

It is not practicable for the Group to estimate the timings of cash outflows, if any, in respect of the above pending resolution of the respective proceedings as it is determinable only on receipt of judgements/decisions pending with various forums/authorities.

The Group does not expect any reimbursements in respect of the above contingent liabilities.

37 COMMITMENTS

Nature of tax	As at	
	March 31, 2025	March 31, 2024
Estimated amount of contracts remaining to be executed on capital account and not provided for (Net of advances of ₹ 1,757.00 Lakhs, March 31, 2024 : ₹ 181.60 Lakhs)	6,496.91	5,699.57
Bank Guarantee	261.74	514.56
LCs issued in favour of suppliers, but the material not dispatched	1,350.90	911.91

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED MARCH 31, 2025

(Currency: Indian Rupees in Lakhs)

38 EARNINGS PER SHARE

Particulars	Year ended March 31, 2025	Year ended March 31, 2024
Profit after tax attributable to equity shareholders [A]	18,475.03	9,542.96
Number of equity shares at the beginning of the year [B]	3,90,62,706	3,90,62,706
Number of equity shares outstanding at the end of the year [C]	3,90,62,706	3,90,62,706
Weighted average number of equity shares outstanding during the year [D]	3,90,62,706	3,90,62,706
Basic and diluted earnings per share of face value ₹ 10 [A]/[D]	47.30	24.43

39 TRANSFER PRICING

Transactions with related parties are governed by transfer pricing regulations of the Indian Income-tax Act, 1961. The Holding Company's international and domestic transactions with related parties are at arm's length as per the independent accountants report for the year ended March 31, 2024. Management believes that the Company's international and domestic transactions with related parties post March 2024 continue to be at arm's length and that the transfer pricing legislation will not have any impact on the financial statements, particularly on the amount of tax expense and that of provision for taxation.

40 DIVIDEND ON EQUITY SHARES

Particulars	2024-25	2023-24
Dividend on equity shares declared during the previous year and paid during the year*	781.21	0.00
	781.21	0.00

*Dividends declared by the Company are based on the profit available for distribution. On May 02, 2024, the Board of Directors of the Company have proposed a final dividend of ₹ 2.00 per share in respect of the year ended March 31, 2024 and same has been paid during the year ended 31 March 2025 amounting to ₹ 781.21 Lakhs.

Dividends not recognised at the end of reporting period

Dividends declared by the Company are based on the profit available for distribution. On May 03, 2025, the Board of Directors of the Company have proposed a final dividend of ₹ 5/- per share in respect of the year ended March 31, 2025 subject to the approval of shareholders at the Annual General Meeting, and if approved, would result in a cash outflow of approximately ₹ 1,953.13/- Lakhs.

41 REVENUE FROM CONTRACTS WITH CUSTOMERS

- The Group is primarily in the Business of manufacture and sale of Aroma chemicals. All sales are made at a point in time and revenue recognised upon satisfaction of the performance obligations which is typically upon dispatch/ delivery and acceptance of goods depending on the contract terms. The group has a credit evaluation policy based on which the credit limits for the trade receivables are established. The group does not give significant credit period (upto 120 days) resulting in no significant financing component.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED MARCH 31, 2025

(Currency: Indian Rupees in Lakhs)

41 REVENUE FROM CONTRACTS WITH CUSTOMERS (Contd.)

b. Reconciliation of revenue recognised from Contract liability:

Particulars	Year ended March 31, 2025	Year ended March 31, 2024
Opening Contract liability	314.49	5,639.42
Less: Recognised as revenue during the year (includes contract liabilities at the beginning of the period)	2,865.56	8,642.17
Add: Addition to contract liability during the year	2,683.07	3,317.24
Closing Contract liability	132.00	314.49

Contract liability primarily relates to advance consideration received from customers for sale of products in case of few contracts based on terms agreed. The contract liability is expected to be recognised within 12 months.

There is no contract asset as at March 31, 2025 (March 31, 2024 Nil)

c. Reconciliation of revenue as per contract price and as recognised in statement of profit and loss:

Particulars	Year ended March 31, 2025	Year ended March 31, 2024
Revenue from contract with customer as per Contract price	2,09,176.64	1,75,166.31
Less: Discounts and other adjustments	-	-
Revenue from contract with customer as per statement of profit and loss	2,09,176.64	1,75,166.31

d. Disaggregation of revenue from contract with customers

Particulars	Revenue from contracts with customers March 31, 2025	Revenue from contracts with customers March 31, 2024
India	67,466.49	53,410.11
Outside India	1,41,710.15	1,21,756.20
	2,09,176.64	1,75,166.31

e. Unsatisfied Performance Obligations

The Group applies the practical expedient in Paragraph 121 of Ind AS 115 and does not disclose information about remaining performance obligations.

42 INVESTMENT IN SHARES OF RADIANCE SUNRISE TEN PRIVATE LIMITED

The Company has been supplementing its incremental energy requirements by sourcing power from renewable sources. To this end, the Company has executed a Share Subscription and Shareholder's Agreement dated December 28, 2022 to acquire 26% stake in Radiance MH Sunrise Ten Private Limited for supply of 10 MW electricity generated through Solar Power Plant (Solar plant) at a concessional rate with a minimum entitlement of 51% of power generated from the Solar Plant. As per the agreement, the Company has subscribed 49,95,000 equity shares of ₹ 10 each of Radiance MH Sunrise Ten Private Limited during the previous year.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED MARCH 31, 2025

(Currency: Indian Rupees in Lakhs)

43 INTERESTS IN OTHER ENTITIES

(a) Subsidiaries

The group's subsidiaries at March 31, 2025 are set out below. Unless otherwise stated, they have share capital consisting solely of equity shares that are held directly by the group, and the proportion of ownership interests held equals the voting rights held by the group. The country of incorporation or registration is also their principal place of business.

Name of Entity	Principal activities	Place of business / country of incorporation	Ownership interest held by the Group March 31, 2025	March 31, 2024
Privi Biotechnologies Private Limited	Chemicals	India	100	100
Prigiv Specialties Private Limited	Chemicals	India	51	51
Privi Specialty Chemicals USA Corporation	Chemicals	United States of America	100	100

(b) Additional information required by schedule III

Name of entity in group	Net assets (total assets minus total liabilities)		Share in profit and (loss)		Share in other comprehensive income		Share in total comprehensive income	
	As % of consolidated net assets	Amount	As % of consolidated profit and (loss)	Amount	As % of consolidated other comprehensive income	Amount	As % of consolidated total comprehensive income	Amount
Parent								
Privi Specialty chemicals Limited								
March 31, 2025	98.60%	1,10,119.27	102.46%	18,930.25	542.73%	(77.51)	102.12%	18,852.64
March 31, 2024	97.80%	91,966.13	102.59%	9,708.74	28.42%	11.73	102.27%	9,720.47
Subsidiaries								
Privi Biotechnologies Private Limited (Indian)								
March 31, 2025	2.18%	2,433.20	(4.11)%	(760.21)	24.13%	(3.45)	(4.14)%	(762.66)
March 31, 2024	3.42%	3,215.83	(0.06)%	(0.15)	(8.36)%	(3.45)	(0.10)%	(9.60)
Privi Specialty Chemicals USA Corporation (Foreign)								
March 31, 2025	2.65%	2,997.16	9.85%	710.97	(46.85)%	56.76	4.21%	777.73
March 31, 2024	2.34%	2,198.12	(3.84)%	(353.48)	79.34%	33.00	(3.48)%	(330.48)
Prigiv Specialties Private Limited (Indian)								
March 31, 2025	2.66%	2,975.84	(2.48)%	(458.38)	0.00%	-	(2.48)%	(458.38)
March 31, 2024	3.53%	3,415.46	1.13%	105.62	0.00%	0.00%	1.12%	105.52

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED MARCH 31, 2025

(Currency: Indian Rupees in Lakhs)

43 INTERESTS IN OTHER ENTITIES(Contd.)

Name of entity in group	Net assets (total assets minus total liabilities)		Share in profit and (loss)		Share in other comprehensive income		Share in total comprehensive income	
	As % of consolidated net assets	Amount	As % of consolidated profit and (loss)	Amount	As % of consolidated other comprehensive income	Amount	As % of consolidated total comprehensive income	Amount
Adjustments arising out of consolidation								
March 31, 2025	(5.98%)	(6,593.35)	0.28%	52.32	0.00%	-	0.28%	52.32
March 31, 2024	(7.18%)	(6,764.63)	0.18%	17.47	0.00%	-	0.18%	17.47
Total								
March 31, 2025	100.00%	1,11,792.17	100.00%	16,475.03	100.01%	(14.30)	100.00%	16,460.73
March 31, 2024	100.00%	94,032.91	100.00%	9,463.20	100.00%	41.28	99.99%	9,504.48

(c) Structured entities

During the previous year company has invested in shares of Radiance Sunrise Ten Private Limited (refer note 5 and 42)

44 OTHER STATUTORY INFORMATION

a) Other Informations

- As on March 31, 2025 there is no utilised amounts in respect of any issue of securities and long term borrowings from banks and financial institutions. The borrowed funds have been utilised for the specific purpose for which the funds were raised.
- The Group do not have any transactions with struck off companies
- The Group do not have any charges or satisfaction, which is yet to be registered with Registrar of Companies beyond the statutory period.
- The Group is in compliance with the number of layers prescribed under clause (67) of section 2 of the Companies Act read with the Companies (Restriction on number of Layers) Rules, 2017.
- The Group do not have any Benami property, where any proceeding has been initiated or pending against the Group for holding any Benami property.
- The Group have not traded or invested in Crypto currency or Virtual Currency during the financial year.
- The Group have not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:
 - 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 to or on behalf of the Ultimate Beneficiaries
- The Company have not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:
 - 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 to or on behalf of the Ultimate Beneficiaries
- The Group have not entered in any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED MARCH 31, 2025

(Currency: Indian Rupees in Lakhs)

45 CORPORATE SOCIAL RESPONSIBILITY

As per section 135 of the Companies Act, 2013 a corporate social responsibility (CSR) committee has been formed by the Company. The areas for CSR activities are Education, Environment Sustainability, Health and hygiene and Disaster Management. Amount spent during the year on activities which are specified in Schedule VII of the Companies Act 2013 are as mentioned below:

Particulars	Year ended March 31, 2025	Year ended March 31, 2024
a) Amount required to be spent by the Company during the year	210.00	232.01
b) Amount approved by the Board to be spent during the year	210.00	232.01
c) Amount spent during the year		
Paid		
(i) construction / acquisition of any asset	-	-
(ii) on purpose other than (i) above	211.59	333.00
Total	232.01	333.00
d) Details of related party transactions	-	-
e) Details of unspent obligations	Nil	Nil

Details of other than ongoing project

In case of Section 135(5) of the Companies Act, 2013 (Other than ongoing project)				
Opening Balance as at April 01, 2024	Amount deposited in specified fund of Schedule VII within 6 months	Amount required to be spent during the year	Amount spent during the year	Closing balance as at March 31, 2025
-	-	210.00	210.00	-

In case of Section 135(5) of the Companies Act, 2013 (Other than ongoing project)				
Opening Balance as at April 01, 2023	Amount deposited in specified fund of Schedule VII within 6 months	Amount required to be spent during the year	Amount spent during the year	Closing balance as at March 31, 2024
-	-	232.01	232.01	-

Note: There are no ongoing projects as at March 31, 2025 and March 31, 2024

For BSR & Co. LLP
Chartered Accountants
Firm's Registration No: 101248W/W-100022

Jayesh T Thakkar
Partner
Membership No: 113959

Mumbai
Date : May 03, 2025

For and on behalf of the Board of Directors of
Privi Specialty Chemicals Limited
CIN : L15140MH1985PLC286828

Mahesh Babani
Chairman & Managing Director
DIN: 00051162

Narayan S. Iyer
Chief Financial Officer
Membership No: 105320

Mumbai
Date : May 03, 2025

D. B. Rao
Executive Director
DIN: 00356218

Ashwini Shah
Company Secretary
Membership No: A-58378



PRIVI SPECIALITY CHEMICALS LIMITED

CIN: L15140MH1985PLC286828

Registered Office: 'Privi House', A-71 TTC - Thane Belapur Road,
Kopar Khairne, Navi Mumbai, Mumbai City - 400 710, Maharashtra

NOTICE

NOTICE is hereby given that the Fortieth Annual General Meeting of the Members of PRIVI SPECIALITY CHEMICALS LIMITED will be held through Video Conferencing (VC) / Other Audio-Visual Means (OAVM) on **Friday, August 01, 2025, at 04:30 p.m. (IST)** to transact the following business:

ORDINARY BUSINESS:

- To receive, consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the Financial year ended March 31, 2025, along with the Directors' Report and Auditors' Report thereon.
- To declare a final dividend of ₹ 5.00/- (50%) per equity share of face value of ₹ 10/- each for the financial year ended on March 31, 2025.
- To appoint a director in place of Mr. Bhaktavatsala Doppalapudi Rao (DIN 00356218), who retires by rotation and being eligible, offers himself for re-appointment.
- Re-appointment of M/s BSR & Co. LLP, Chartered Accountants as Statutory Auditors of the Company for the 2nd term of five consecutive years.

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

"RESOLVED THAT pursuant to Section 139 and other applicable provisions, if any, of the Companies Act, 2013 as amended from time to time (including any Statutory modification or amendment thereto or re-enactment thereof for the time being in force, and based on the recommendation of Audit Committee and the Board of Directors, the Members of the Company do hereby re-appoint M/s. BSR & Co. LLP, Chartered Accountants (CA Firm Registration No. 101248W/W-100022) as the Statutory Auditors of the Company for a second term of five (5) consecutive years commencing from the conclusion of the ensuing 40th Annual General Meeting

until the conclusion of the 45th Annual General Meeting, at such remuneration as may be mutually agreed between the Board of Directors and the Statutory Auditors."

FURTHER RESOLVED THAT the Board of Directors (including Committee Thereof), Chief Financial Officer or the Company Secretary of the Company be and is hereby severally authorised to file necessary forms, and is hereby authorised to do all such acts, deed and take such steps as may be considered necessary and expedient to give effect to the foregoing resolution."

SPECIAL BUSINESS:

- Appointment of M/s Rath & Associates, Company Secretaries as Secretarial Auditors of the Company for 1st term of five consecutive years and to fix their 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 Section 204(1) of the Companies Act, 2013 and the rule 9 of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) read with Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("SEBI LODR"), and based on the recommendation of the Audit Committee and the Board of Directors, M/s Rath & Associates, Company Secretaries, (Firm Registration No. P1986MH011900) (Peer review certificate no. 6391/2025) be and are hereby appointed as the Secretarial Auditors of the Company at a remuneration of ₹ 4.50/- Lakhs p.a. for a 1st term of five consecutive years commencing from Financial Year 2025-26 to Financial Year 2029-30."

RESOLVED FURTHER THAT the Board of Directors, in consultation with the Audit Committee, may alter and vary the terms and conditions of appointment, including remuneration, in such manner and to such extent as may be mutually agreed with the Secretarial Auditors;

FURTHER RESOLVED THAT any Director of the Company or Company Secretary, be and is hereby authorised to do all such Acts, deeds and things as may be necessary to give effect to this resolution and to file necessary forms with the Registrar of Companies, if required."

- Ratification of Cost Auditor's remuneration 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 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), the Company hereby ratifies the remuneration of ₹ 8,25,000/- (Rupees Eight Lakhs Twenty Five Thousand Only) plus applicable taxes and out of pocket expenses payable to M/s Kishore Bhatia & Associates (Firm Registration Number 00294), Cost Accountants, who have been appointed by the Board of Directors on the recommendation of the Audit Committee, as Cost Auditors of the Company, to conduct the audit of cost records maintained by the Company as prescribed under the Companies (Cost Records and Audit) Rules 2014 for the financial year ending March 31, 2026

Registered Office: "Privi House", Plot No. A- 71 TTC, Thane Belapur Road, Kopar Khairne, Navi Mumbai, Mumbai City-400710, Maharashtra CIN: L15140MH1985PLC286828	By Order of the Board For PRIVI SPECIALITY CHEMICALS LIMITED
Place: Navi Mumbai Date: May 03, 2025	Ashwini Saumil Shah Company Secretary (Membership No. ACS - 58378)

NOTES:

1. The Ministry of Corporate Affairs ('MCA') has vide its terms of General Circular Nos. 14/2020 dated April 08, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 05, 2020 and subsequent circulars issued in this regard, the latest being General Circular no. 9/2024 dated September 19, 2024 issued by the Ministry of Corporate Affairs (collectively referred to as 'Circulars') and Circular no. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 03, 2024 issued by SEBI permitted the holding of Annual General Meeting ('AGM') through Video Conferencing (VC) / Other Audio Visual Means (OAVM) without physical presence of the Members at the venue.
- In Compliance with the applicable provisions of the Companies Act, 2013 the Annual General Meeting ('AGM') is being held through Video Conferencing ('VC') facility / Other Audio Visual Means ('OAVM') without the physical presence of the Members at a common venue. In compliance with the applicable provisions of the Companies Act, 2013 (the Act), and the MCA Circulars, the 40th AGM of the Company is being held through VC/OAVM on Friday, August 01, 2025, at 04:30 p.m. (IST). The proceedings of the 40th AGM shall be deemed to be conducted at the Registered Office of the Company at Privi House, A-71, TTC, Thane Belapur Road, Kopar Khairne, Navi Mumbai - 400710.
2. In compliance with the aforesaid MCA Circulars and SEBI Circulars No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 and subsequent Circulars issued in this regard by the SEBI, the latest being SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 07, 2023, the Notice of the 40th AGM along with the Annual Report 2024-25 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/Depositories. Members may note that the Notice and Annual Report 2024-25 will also be available on the Company's website www.privi.co.in, websites of the Stock Exchange and on the website of MUFG Intime India Private Limited at <https://intimevote.linkintime.co.in>. Members who have not registered their email address with the Company can register the same by following the procedure as mentioned in point 19 below. Post successful registration of email address, the Member will receive the soft copy of the Notice of AGM and the Annual Report.

3. The Company has availed VC facility provided by MUFG Intime India Private Limited, Register & Transfer Agent (RTA) of the Company, for Members to participate in the 40th AGM of the Company. The instructions for participation by the Members are given in the subsequent paragraphs. Participation at the AGM through VC shall be allowed on a first-come-first-serve basis.
4. **PURSUANT TO THE PROVISIONS OF THE COMPANIES ACT, 2013, A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING 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. SINCE THIS AGM IS BEING HELD PURSUANT TO THE MCA CIRCULARS THROUGH VC/OAVM, PHYSICAL ATTENDANCE OF MEMBERS HAS BEEN DISPENSED WITH. ACCORDINGLY, THE FACILITY FOR THE APPOINTMENT OF PROXIES BY THE MEMBERS WILL NOT BE AVAILABLE FOR THE ANNUAL GENERAL MEETING AND HENCE THE PROXY FORM AND ATTENDANCE SLIP ARE NOT ANNEXED TO THE NOTICE.**
5. Pursuant to the provisions of Section 91 of the Companies Act, 2013, the Register of Members and Share Transfer Books of the Company will remain closed from Friday, July 25, 2025, to Friday, August 01, 2025 (both days inclusive) for the purpose of 40th Annual General Meeting and record date for the Payment of Dividend will be considered as Thursday, July 24, 2025.
6. Institutional/Corporate Shareholders (i.e. other than individuals/HUF, NRI, etc) are required to send a scanned copy (PDF/JPEG Format) of its Board Resolution or governing body Resolution/ Authorisation etc., authorising its representative to attend the Annual General Meeting through VC/OAVM on its behalf and to vote through remote e-voting. The said Resolution/ Authorisation shall be sent to the Company at investors@privi.co.in.
7. **Pursuant to amendments introduced by the Finance Act, 2020, the dividend income will be taxable in the hands of the Shareholders, and the Company is required to deduct the Tax at Source from Dividend paid to the shareholders at the prescribed rates as per Income Tax Act, 1961 (the IT Act). The procedure and details for deduction of tax on dividends and submission**

of documents are sent by separate email to all the shareholders of the Company.

8. Members attending the AGM through VC / OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013 (the Act).
9. The Explanatory statement pursuant to Section 102 (1) of the Companies Act, 2013 in respect of Item Nos. 4, 5 and 6 of the Notice as set out above is annexed hereto. The Board of Directors have considered and decided to include Item Nos. 4 as given above, as Ordinary Business and Item No. 5 and 6 as Special business in the forthcoming AGM as they are unavoidable in nature. The relevant details with respect to Item Nos. 4, 5 and 6 of the Notice pursuant to Regulation 36(3) of the SEBI Listing Regulations, and Secretarial Standard - 2 on General Meetings issued by the Institute of Company Secretaries of India ('ICSI') in respect of the Directors seeking re-appointment at this AGM are also annexed. Requisite declarations have been received from the Directors seeking re-appointment.
10. Since the AGM will be held through VC/ OAVM, the route map of the venue of the Meeting is not annexed hereto.
11. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act, the Register of Contracts or Arrangements in which the directors are interested, maintained under Section 189 of the Act, and the relevant documents referred to in the Notice will be available electronically for inspection by the members during the AGM. All documents referred to in the Notice will also be available electronically for inspection without any fee by the members from the date of circulation of this Notice up to the date of AGM. Members seeking to inspect such documents can send an email to investors@privi.co.in.
12. As the AGM is being conducted through VC/OAVM, for the smooth conduct of proceedings of the AGM, members seeking any information with regard to the accounts or any matter to be placed at the AGM, are encouraged to write to the Company through email on investors@privi.co.in. The same will be replied by the Company suitably.
13. Members who would like to express their views or ask questions during the AGM may register themselves as a speaker by sending email from their registered email id mentioning their name, demat account number/ folio number, mobile number to investors@privi.co.in. The Company reserves the right to restrict number of

questions and number of speakers, as appropriate for smooth conduct of the AGM.

14. Any person, who acquires shares of the Company and becomes a Member of the Company after dispatch of the Notice and holding shares as on the cut-off date i.e. Friday, July 25, 2025, may obtain the login ID and password by sending a request at nt.helpdesk@intime.mufg.com.
15. Pursuant to the provisions of Section 125 of the Companies Act, 2013 the amount of dividend remaining unpaid or unclaimed for a period of seven years from the date of its transfer to the Unpaid Dividend Account of the Company, is required to be transferred to the Investor Education and Protection Fund, set up by the Government of India. Kindly note that once unclaimed and unpaid dividends are transferred to the Investor Education and Protection Fund, Members will have to approach IEPF Authority for such dividend.
16. In accordance with Regulation 40 of the SEBI Listing Regulations, as amended, the Company stopped accepting any fresh transfer requests for securities held in physical form. Members holding shares of the Company in physical form are requested to kindly get their shares converted into demat/electronic form to get the best benefits of dematerialisation.
17. Members holding shares in electronic form are requested to intimate any changes in their registered address, name, PAN details, etc. to their Depository Participant (DP) with whom they are maintaining their demat account. Members holding shares in physical form are requested to intimate any such change to the Company or its RTA (MUFG Intime India Pvt. Ltd.).
18. Registration of email ID and Bank Account details:
In case the shareholder's email ID is already registered with the Company/its Registrar & Share Transfer Agent (RTA) / Depositories, the login details for e-voting are being sent on the registered email address.
In case the shareholder has not registered his/her/their email address with the Company/its RTA/Depositories and have not updated the Bank Account mandate for receipt of dividend, the following instructions are to be followed:
a. In case of Shares held in Physical Mode:
The Shareholder may send a request quoting its Folio No. to RTA by email at nt.helpdesk@intime.mufg.com.

- b. **In the case of Shares held in Demat mode:**
The shareholder may please contact the Depository Participant (DP) and register the email address and bank account details in the demat account as per the process followed and advised by the DP.
19. The Board of Directors have appointed Mr. Himanshu Kamdar (FSC NO. 5171) Partner, M/s Rathi & Associates, Practicing Company Secretaries, to act as the Scrutiniser for conducting the voting and remote e-voting process in a fair and transparent manner and he has communicated his willingness to be appointed and be available for the said purpose.
20. The Scrutiniser will submit his report to the Chairman after completion of the scrutiny. The result of the voting on the Resolutions at the meeting shall be announced by the Chairman or any other person authorised by him. The results declared along with the Scrutiniser's Report, will be posted on the website of the Company www.privi.com and on the website of RTA and will be displayed on the Notice Board of the Company at its Registered Office immediately after the declaration of the results by the Chairman or any other person authorised by him and simultaneously communicated to both the Stock Exchanges.
21. Voting through electronic means
- The business as set out in the Notice may be transacted through electronic voting system in compliance with the provisions of Section 108 of the Act read with the Companies [Management and Administration] Rules, 2014, Secretarial Standards-2 issued by the Institute of Companies Secretaries of India on General Meetings and in compliance with Regulation 44 of the Listing Regulations, the Company is pleased to offer the facility of voting through electronic means, as an **alternate, to all its Members to enable them to cast their votes electronically**. The Company has made necessary arrangements with MUFG Intime India Private Limited (RTA) to facilitate the members to cast their votes from a place other than the venue of the AGM (remote e-voting).
 - A person whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the depositories as on the cut-off date shall be entitled to avail the facility of remote e-voting or voting at the AGM. Persons who are

not Members as on the cut-off date should treat this Notice for information purpose only.

- The Notice will be displayed on the website of the Company www.privi.com and on the website of RTA <https://instavote.linktime.co.in/>
- The members who have cast their vote by remote e-voting prior to AGM may also attend the AGM but shall not be entitled to cast their vote again.
- The Members whose names appear in the Register of Members / List of Beneficial Owners prior to commencement of book closure date are entitled to vote on Resolutions set forth in the Notice. Eligible members who have acquired shares after the dispatch of the Annual Report and holding shares as on the cut-off date may approach RTA for issuance of the USER ID and Password for exercising their right to vote by electronic means.
- The remote e-voting period will commence at 9:00 a.m. (IST) on Monday, July 29, 2024, and will end at 5:00 p.m. (IST) on Wednesday, July 31, 2024. During this period members of the Company, holding shares either in physical form or in dematerialised form, as on the cut-off date i.e. Friday, July 26, 2024, may cast their vote by remote e-voting. The e-voting module shall be disabled by RTA for voting thereafter.

INSTRUCTIONS FOR MEMBERS ATTENDING THE ANNUAL GENERAL MEETING THROUGH VC/OAVM:

INSTAMEET VC INSTRUCTIONS FOR SHAREHOLDERS

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

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

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

- Visit URL: <https://instameet.in/mpins/mufg.com> & click on 'Login'
- Select the Company and Enter Date, and register with your following details:

A. Demat Account No. or Folio No:

Shareholders holding shares in NSDL demat account shall provide 8 Character DP ID followed by 8 Digit Client ID.

Shareholders holding shares in CDSL demat account shall provide 16 Digit Beneficiary ID.

Shareholders holding shares in physical form -- shall provide **Folio Number**.

B. PAN:

Enter your 10-digit Permanent Account Number (PAN)

(Shareholders who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.

C. Mobile No: Enter your Mobile No.

D. Email ID: Enter your email id as recorded with your DP/ Company.

e) Click "Go to Meeting"

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

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

- Shareholders who would like to speak during the meeting must register their request with the Company.
- Shareholders will get confirmation on first-come first-basis depending upon the provision made by the Company.
- Shareholders will receive "speaking serial number" once they mark attendance for the meeting. Please remember speaking serial number and start your conversation with panellist by switching on video mode and audio of your device.
- Other shareholder who has not registered as "Speaker" Shareholder may still ask questions to the panellist via active chat-board during the meeting.

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

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

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

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

Note:

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

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

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

Shareholders/ Members are required to use Internet with a good speed (preferably 2 Mbps) and avoid any kind of disturbance during the meeting.

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

Helpdesk:

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

INSTRUCTIONS FOR REMOTE E-VOTING BEFORE AND DURING AGM

REMOTE E-VOTING INSTRUCTIONS FOR SHAREHOLDERS

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

Shareholders are advised to update their mobile number and email id correctly in their demat accounts to access e-voting facility.

Login method for individual shareholders holding securities in demat mode is given below.

Individual Shareholders holding securities in demat mode with NSDL

METHOD 1 - Individual Shareholders registered with NSDL IDEAS facility

Shareholders who have registered for NSDL IDEAS facility:

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

OR

Shareholders who have not registered for NSDL IDEAS facility:

- To register, visit URL: <https://eservices.nsdl.com> and select "Register Online for IDEAS Portal" or click on <https://eservices.nsdl.com/SecureWeb/ideasDirectReg.jsp>
- Proceed with updating the required fields.

- Post successful registration, user will be provided with Login ID and password.
- After successful login, you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services.
- Click on "MUFG InTime" or e-voting link displayed alongside Company's Name and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

METHOD 2 - Individual Shareholders directly visiting the e-voting website of NSDL

- Visit URL: <https://www.evoting.nsdl.com>
- Click on the "Login" tab available under "Shareholder/Member" section.
- Enter User ID (i.e., your sixteen-digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen.
 - Post successful authentication, you will be redirected to NSDL depository website wherein you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services.
 - Click on "MUFG InTime" or e-voting link displayed alongside Company's Name and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Individual Shareholders holding securities in demat mode with CDSL

METHOD 1 - Individual Shareholders registered with CDSL Easi/ Easiest facility

Shareholders who have registered/ opted for CDSL Easi/ Easiest facility:

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

OR

Shareholders who have not registered for CDSL Easi/ Easiest facility:

- To register, visit URL: <https://web.cdslindia.com/myeasitoken/Registration/EasiRegistration/> or <https://web.cdslindia.com/myeasitoken/Registration/EasiestRegistration/>
- Proceed with updating the required fields.
- Post registration, user will be provided username and password.
- After successful login, user able to see e-voting menu.
- Click on "Link InTime/ MUFG InTime" or e-voting link displayed alongside Company's Name and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

METHOD 2 - Individual Shareholders directly visiting the e-voting website of CDSL

- Visit URL: <https://www.cdslindia.com>
- Go to e-voting tab
- Enter Demat Account Number (BO ID) and PAN No. and click on "Submit".
- System will authenticate the user by sending OTP on registered Mobile and Email as recorded in Demat Account.
- After successful authentication, click on "Link InTime/ MUFG InTime" or e-voting link displayed alongside Company's Name and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Individual Shareholders holding securities in demat mode with Depository Participant

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

- Login to DP website
- After Successful login, user shall navigate through e-voting option.
- Click on e-voting option, user will be redirected to NSDL / CDSL Depository website after successful authentication, wherein user can see e-voting feature.
- After successful authentication, click on "Link InTime/ MUFG InTime" or e-voting link displayed alongside Company's Name and you will be redirected to

InstaVote website for casting the vote during the remote e-voting period.

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

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

- Visit URL: <https://instavote.inlinktime.co.in>

Shareholders who have not registered for INSTAVOTE facility:

- Click on "Sign Up" under "SHARE HOLDER" tab and register with your following details:

A. User ID:

NSDL demat account - User ID is 8 Character DP ID followed by 8 Digit Client ID.

CDSL demat account - User ID is 16 Digit Beneficiary ID

Shareholders holding shares in physical form - User ID is Event No. + Folio Number registered with the Company.

B. PAN:

Enter your 10-digit Permanent Account Number (PAN)

(Shareholders who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.

C. DOB/DOI:

Enter the Date of Birth (DOB) / Date of Incorporation (DOI) (As recorded with your DP / Company - in DD/MM/YYYY format)

D. Bank Account Number:

Enter your Bank Account Number (last four digits), as recorded with your DP/Company.

*Shareholders holding shares in NSDL form, shall provide 'D' above

**Shareholders holding shares in physical form but have not recorded 'C' and 'D', shall provide their Folio number in 'D' above

- Set the password of your choice

(The password should contain minimum 8 characters, at least one special Character



(US\$*), at least one numeral, at least one alphabet and at least one capital letter).

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

Shareholders who have registered for INSTAVOTE facility:

- Click on **Login** under 'SHARE HOLDER' tab.
 - User ID: Enter your User ID
 - Password: Enter your Password
 - Enter Image Verification (CAPTCHA) Code
 - Click "Submit"
- Cast your vote electronically.
 - After successful login, you will be able to see the "Notification for e-voting".
 - Select "View" icon.
 - E-voting page will appear.
 - Refer the Resolution description and cast your vote by selecting your desired option 'Favour / Against' (If you wish to view the entire Resolution details, click on the 'View Resolution' file link).
 - After selecting the desired option i.e. Favour / Against, click on 'Submit'.
A confirmation box will be displayed. If you wish to confirm your vote, click on 'Yes', else to change your vote, click on 'No' and accordingly modify your vote.

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

STEP 1 – Custodian / Corporate Body/ Mutual Fund Registration

- Visit URL: <https://instavote.linkintime.co.in>
- Click on **Sign Up** under 'Custodian / Corporate Body/ Mutual Fund'.
- Fill up your entity details and submit the form.
- A declaration form and organisation ID is generated and sent to the Primary contact person email ID (which is filled at the time of sign up). The said form is to be signed by the Authorised Signatory, Director, Company Secretary of the entity & stamped and sent to instavote@linkintime.co.in.

- Thereafter, Login credentials (User ID, Organisation ID, Password) is sent to Primary contact person's email ID. (You have now registered on InstaVote)

STEP 2 – Investor Mapping

- Visit URL: <https://instavote.linkintime.co.in> and login with InstaVote Login credentials.
- Click on **Investor Mapping** tab under the Menu Section.
- Map the Investor with the following details:
 - 'Investor ID' –
 - NSDL demat account – User ID is 8 Character DP ID followed by 8 Digit Client ID i.e., IN00000012345678
 - CDSL demat account – User ID is 16 Digit Beneficiary ID.
 - 'Investor's Name' – Enter Investor's Name as updated with DR.
 - 'Investor PAN' – Enter your 10-digit PAN.
 - 'Power of Attorney' – Attach Board resolution or Power of Attorney.
*File Name for the Board resolution/ Power of Attorney shall be – DP ID and Client ID or 16 Digit Beneficiary ID. Further, Custodians and Mutual Funds shall also upload specimen signatures.
- Click on Submit button. (The investor is now mapped with the Custodian / Corporate Body/ Mutual Fund Entity). The same can be viewed under the "Report Section".

STEP 3 – Voting through remote e-voting

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

METHOD 1 - VOTES ENTRY

- Visit URL: <https://instavote.linkintime.co.in> and login with InstaVote Login credentials.
- Click on **Votes Entry** tab under the Menu section.
- Enter the **Event No.** for which you want to cast vote.
Event No. can be viewed on the home page of InstaVote under 'On-going Events'.
- Enter **16-digit Demat Account No.** for which you want to cast vote.
- Refer the Resolution description and cast your vote by selecting your desired option 'Favour / Against' (If you wish to view the entire Resolution details, click on the "View Resolution" file link).

- After selecting the desired option i.e. Favour / Against, click on 'Submit'.

A confirmation box will be displayed. If you wish to confirm your vote, click on 'Yes', else to change your vote, click on 'No' and accordingly modify your vote.

OR

METHOD 2 - VOTES UPLOAD

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

- Cast your vote by selecting your desired option 'Favour / Against' in the sample vote file and upload the same under **'Upload Vote File'** option.

- Click on 'Submit'. "Data uploaded successfully" message will be displayed.
(Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).

Helpdesk:

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

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

Individual Shareholders holding securities in demat mode:

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

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

Forgot Password:

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

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

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

In case shareholders have a valid email address, Password will be sent to the / his registered email address. Shareholders can set

the password of his/her choice by providing information about the particulars of the Security Question and Answer, PAN, DOB/OCI Bank Account Number (last four digits) etc. The password should contain a minimum of 8 characters, at least one special character (US\$*), at least one numeral, at least one alphabet and at least one capital letter.

User ID:

NSDL demat account – User ID is 8 Character DP ID followed by 8 Digit Client ID.

CDSL demat account – User ID is 16 Digit Beneficiary ID.

Shareholders holding shares in physical mode – User ID is Event No + Folio Number registered with the Company.

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

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

In case shareholders have a valid email address, Password will be sent to the registered email address. Shareholders can get the password if they choose by providing information about the particulars of the Security (Question and Answer, PAN, DOB/DOI etc.). The password should contain a minimum of 8 characters, at least one special character (A-Z), at least one numeral, at least one alphabet and at least one capital letter.

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

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

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

Registered Office:

"Privi House", Plot No. A- 71 TTC, Thane Belapur Road, Kopar Khaimbe, Navi Mumbai, Mumbai City-400710, Maharashtra CIN: L15140MH1985PLC286828

Place: Navi Mumbai

Date: May 03, 2025

By Order of the Board:

For PRIVI SPECIALITY CHEMICALS LIMITED

Ashwini Saumil Shah

Company Secretary

ACS No.: 58378

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

Item No. 4:

BSR & Co. LLP, Chartered Accountants (ICAI Firm Registration Number 101248W/W-100022), (hereinafter referred to as "BSR & Co.") were appointed as statutory auditors of the Company, for a period of 5 years, to hold office from conclusion of the 35th Annual General Meeting until the conclusion of the 40th Annual General Meeting of the Company to be held for the financial year 2024-25. In terms of the provisions of Section 139 of the Companies Act, 2013, the Companies (Audit and Auditors) Rules, 2014, and other applicable provisions, the Company can appoint or reappoint an audit firm as statutory auditors for not more than 2 (two) terms of 5 (five) consecutive years.

BSR & Co. LLP is eligible for reappointment for a further period of five years. Based on the recommendations of the Audit Committee, the Board of Directors at their meeting held on May 03, 2025, approved the reappointment of BSR & Co. as the Statutory Auditors of the Company to hold office for a second term of 5 (five) consecutive years from conclusion of the 40th Annual General Meeting until the conclusion of the 45th Annual General Meeting of the Company to be held for the financial year 2030-31.

Pursuant to Regulation 36(5) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR"), as amended, the proposed fees payable to the Statutory Auditors along with the terms of appointment is ₹ 82,50,000/-.

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

Considering the evaluation of the past performance, experience and expertise of BSR & Co. and based on the recommendation of the Audit Committee, it is proposed to appoint BSR & Co. as Statutory Auditors of the Company for a second term of five consecutive years till the conclusion of the 45th Annual General Meeting of the Company in terms of the aforesaid provisions. The Board of Directors recommend the ordinary resolution as set out at item no 4 of the Notice for the approval of the Members. None of the Directors, Key Managerial Personnel or their relatives are, financially or otherwise, concerned or interested in the said resolution.

Brief profile of BSR & Co., LLP

BSR & Co. LLP the firm was constituted on March 27, 1999 as a partnership firm having firm registration no. as 101248W

It was converted into limited liability partnership i.e. BSR & Co. LLP on October 14, 2013 thereby having a new firm registration no. 101248W/W-100022. The registered office of the firm is at 14th Floor, Central B Wing and North C Wing, Nesco IT Park 4, Nesco Centre, Western Express Highway, Goregaon (East), Mumbai- 400063.

BSR & Co. LLP is a member entity of BSR & Affiliates, a network registered with the Institute of Chartered Accountants of India.

BSR & Co. LLP is registered in Mumbai, Gurgaon, Bangalore, Kolkata, Hyderabad, Pune, Chennai, Chandigarh, Ahmedabad, Vadodra, Noida, Jaipur, Gandhinagar and Kochi.

BSR & Co. LLP has over 4000 staff, 140+ Partners.

BSR & Co. LLP audits various companies listed on stock exchanges in India including companies in the Agri and Consumer Goods, Retail, Life Sciences Pharmaceutical, Industrial Manufacturing, Automotive, Building and Construction, Healthcare, Technology, Telecommunications, Media, Transport and Leisure sector.

Item No. 5:

In accordance with the provisions of Section 204 of the Companies Act, 2013 and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, every listed company is required to annex with their Board's Report a Secretarial Audit Report, given by a company secretary in practice. The Board of Directors of the Company had appointed M/s Rathni & Associates, a Firm of Practising Company Secretaries, as Secretarial Auditors of the Company for the financial year 2024-25 and they have issued their report which is annexed to the report of the Board of Directors of the Company as a part of the Annual Report.

As per recent amendment in Regulation 24A of SEBI (LODR) via notification dated December 12, 2024, only peer reviewed Company Secretary or firm of Company Secretaries in practice can undertake secretarial audit of listed entity. It is also stated that on the basis of recommendation of board of directors, a listed entity shall appoint or re-appoint: (i) an individual as Secretarial Auditor for not more than one term of five consecutive years; or (ii) a Secretarial Audit firm as Secretarial Auditor for not more than two terms of five consecutive years, with the approval of its shareholders in its Annual General Meeting.

Considering the evaluation of the past performance, experience and expertise of Rathni & Associates and based

on the recommendation of the Audit Committee, the Board of Directors at their meeting held on May 03, 2025, approved the appointment of M/s. Rathl and Associates, Company Secretaries, as the Secretarial Auditors of the Company for a term of five consecutive financial years commencing from April 01, 2025 till March 31, 2030.

M/s Rathl and Associates has provided a confirmation that they have subjected themselves to the peer review process of the Institute of Company Secretaries of India and hold a valid Peer Review Certificate and they are not disqualified from being appointed as Secretarial Auditors and have no conflict of interest.

The Board of Directors has approved a remuneration of ₹ 4,50,000/- (Rupees Four Lacs Fifty Thousand only) + GST for the Financial Year 2025-26 for conducting the Secretarial audit. The Board of Directors, in consultation with the Audit Committee, may alter and vary the terms and conditions of appointment, including remuneration, in such a manner and to such an extent as may be mutually agreed with the Secretarial Auditors.

The Board of Directors therefore recommend the ordinary resolution as set out at item no. 5 of the Notice for the approval of the Members.

None of the Directors, Key Managerial Personnel or their relatives are financially or otherwise concerned or interested in the said resolution.

Brief profile of Rathl & Associates, Company Secretaries

M/s. Rathl & Associates, Company Secretaries, a Peer Reviewed Firm (Unique Identification No. P1389/MH-011500, Peer Review No. 6391/2025), established in 1988, having track record of more than three and a half decades in catering to corporate secretarial of Listed companies, closely held Public and Private companies, NBFCs, JV Companies, multinational companies and foreign companies.

The Firm is having expertise in the fields of Corporate Secretarial services, Audits and Due Diligence of statutory compliances and Corporate Governance measures, listing of securities and compliances under SEBI Regulations, National Company Law Tribunal (NCLT) matters and client representations, Mergers/ Demergers/Amalgamations/Reduction of Capital and Winding up/Closure of companies.

Item No. 6:

The Board of Directors, on the recommendation of the Audit Committee, have approved the appointment of M/s Kishore Bhatia & Associates, Cost Accountants (Firm Registration No. 00294) as Cost Auditors to conduct the audit of the cost records of the Company for the Financial Year ending March 31, 2026, at a remuneration of ₹ 8,25,000/- (Rupees Eight Lakhs Twenty Five Thousand Only) plus applicable taxes and reimbursement of out-of-pocket expenses.

The Company is required under Section 148 of the Companies Act, 2013 ("the Act") read with the Companies (Cost Records and Audit) Rules, 2014 as amended from time to time, to have the audit of its cost records conducted by a Cost Accountant. Further, in accordance with the provisions of Section 148 of the Act read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditor has to be justified by the Members of the Company.

Accordingly, the consent of the Members is sought by way of an Ordinary Resolution as set out at Item No. 6 of the Notice for ratification of the remuneration payable to the Cost Auditor for the Financial Year ending March 31, 2026.

Your Board recommends the Ordinary Resolution as set out in Item No. 6 for approval of Members.

None of the Directors and/or Key Managerial Personnel of the Company or their relatives is in any way concerned or interested, financially or otherwise, in the resolution at Item No. 6 of the Notice.

Registered Office "Privi House", Plot No. A- 71 TTC, Thane Belapur Road, Kopar Khairne, Navi Mumbai, Mumbai City-400710, Maharashtra CIN: L15140MH1985PLC286828	By Order of the Board For PRIVI SPECIALITY CHEMICALS LIMITED
Place: Navi Mumbai Date: May 03, 2025	Ashwini Saumil Shah Company Secretary (Membership No. ACS - 58378)



PRIVI SPECIALITY CHEMICALS LIMITED

www.privi.com