Valiant Organics
Limited

September 02, 2025

To,	To,
Listing / Compliance Department	Listing / Compliance Department
BSE LTD	**National Stock Exchange of India Limited**
Phiroze Jeejeebhoy Towers	Exchange Plaza, Plot No. C/1,
Dalal Street	G Block Bandra-Kurla Complex,
Mumbai- 400 001	Bandra (E), Mumbai- 400 051.
SCRIP CODE – 540145	**SYMBOL- VALIANTORG**

Dear Sir / Madam,

Sub: Notice of 20th Annual General Meeting and Annual Report of the Company for the financial year 2024-25.

Ref: Regulation 34(1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Please find enclosed herewith the Notice of the 20th Annual General Meeting ("AGM") of the Company scheduled to be held on **Friday, September 26, 2025 at 11:30 A.M. (IST**) through Video Conferencing (VC) / Other Audio-Visual Means (OAVM) along with the Annual Report of the Company for the Financial Year 2024-25. The AGM will be held without the physical presence of the Members at a common venue.

In terms of the provisions of applicable laws and circulars, the Notice of AGM and Annual Report covering Annual Financial Statements for the FY 2024-25, are being sent through email only, to all those members whose email address(es) are registered with the Company/ RTA/ Depository Participant(s)/Depositories. The Notice, inter-alia, covers the detailed instructions for e-voting, attendance at the AGM through VC and registration of email address(es) by the members. Further, the Company has also initiated sending letters containing the web-link of the Annual Report for FY 2024-2025 to the Shareholders whose e-mail addresses are not registered.

The Notice of 20th AGM of the Company along with Annual Report for the Financial Year 2024- 25 is available on the website of the Company at www.valiantorganics.com.

Kindly take the same on your record.

Thanking You,

Yours Faithfully,

For **Valiant Organics Limited**

Kaustubh Bhalchandra Kulkarni
Digitally signed by Kaustubh Bhalchandra Kulkarni

Kaustubh Kulkarni
Company Secretary
ICSI M. No: A52980

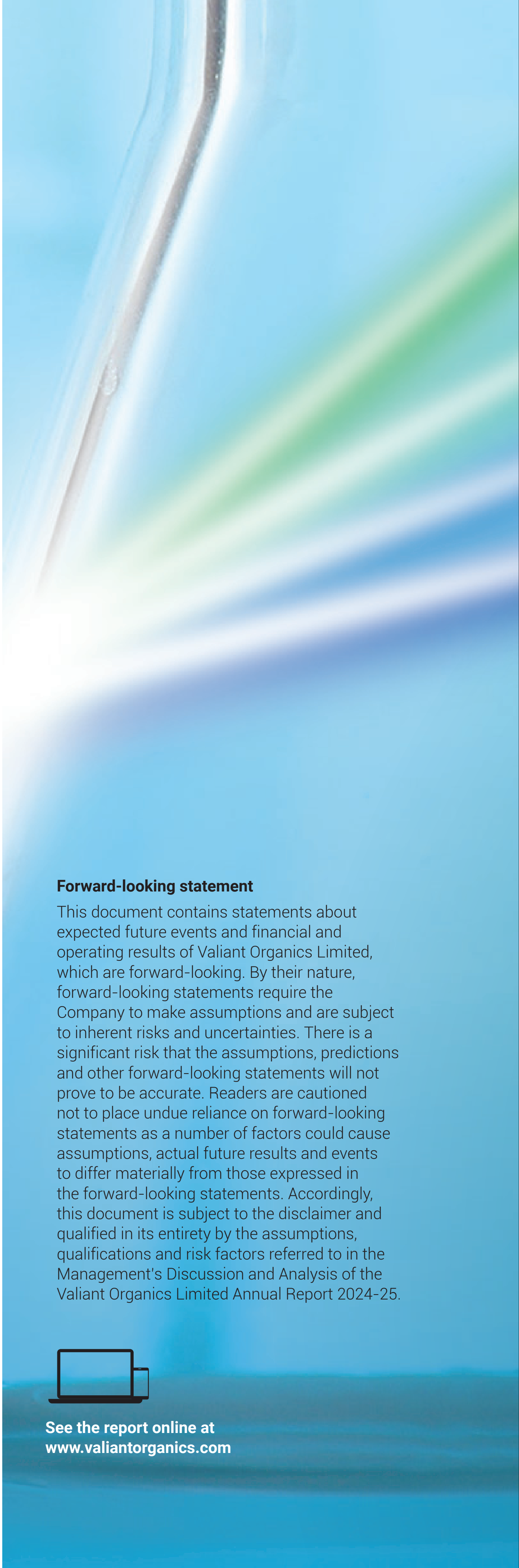
Valiant Organics
Limited

Turning the Tide.

Rebuilding the Momentum.

2024-25 ANNUAL REPORT

Contents



Forward-looking statement

This document contains statements about expected future events and financial and operating results of Valiant Organics Limited, which are forward-looking. By their nature, forward-looking statements require the Company to make assumptions and are subject to inherent risks and uncertainties. There is a significant risk that the assumptions, predictions and other forward-looking statements will not prove to be accurate. Readers are cautioned not to place undue reliance on forward-looking statements as a number of factors could cause assumptions, actual future results and events 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 referred to in the Management's Discussion and Analysis of the Valiant Organics Limited Annual Report 2024-25.

See the report online at
www.valiantorganics.com

Turning the Tide. Rebuilding the Momentum.

Every tide tests the vessel – and reveals its strength.

FY 2024-25 brought periods of demand softness, input cost escalation, and operational friction in the early stages. In response, we realigned our course, anchoring in our core chemistries, addressing legacy challenges, and reinforcing delivery commitments with clarity.

Our constant efforts to improve productivity and demand improvement began to yield results during the later stage of the year. Demand improvement across the dyes, pigments, and agrochemical segments. Operational stabilisation in Para Amino Phenol (PAP), achieved after consistent process fine-tuning, enabled a turnaround in our Hydrolysis & Hydrogenation portfolio. Our chlorination and ammonolysis verticals also saw recovery in volume traction, supported by steady customer offtake. Efforts are on to further improve capacity utilisation and cost reduction. In the coming year, we plan to improve our by-product portfolio and get better realisation of the same. We plan to upgrade our PAP plant to the standards acceptable all across the world and increase the capacity of chlorinated phenols by de-bottlenecking.

Rebuilding momentum called for discipline, execution, and internal propulsion. We optimised energy sourcing, improved material planning, and sharpened operational focus across sites. These restored our financials while created headroom for growth in a more resilient cost structure.

As external conditions improve and internal levers align, we step ahead towards the next.

This is the foundation on which we are

“Turning the Tide. Rebuilding Momentum.”

COMPANY OVERVIEW

Our identity in specialty chemistry

Valiant Organics Limited is a leading Indian manufacturer of specialty chemicals with expertise in chlorination, hydrogenation, ammonolysis, and other key chemistries. Headquartered in Mumbai, we operate six integrated manufacturing units across Western India, strategically located near major ports for efficient handling of raw materials and exports. These facilities enable high-capacity utilisation and cost-effective production.

As part of the Aarti Group, we benefit from backward integration, process expertise, and a diversified product portfolio that includes critical import substitutes. Our in-house technological capabilities, anchored by a state-of-the-art laboratory and qualified chemists, ensure adherence to international quality standards and ongoing process improvements. We serve diverse industries such as dyes, pigments, agrochemicals, and pharmaceuticals, with a focus on reliability and long-term customer relationships.

KEY HIGHLIGHTS

One of the largest chlorophenol derivatives manufacturers globally

One of the leading manufacturers of Chlorinated Phenols, Hydrogenation & Para Amino Phenol

One of the largest domestic PNA manufacturers

One of the few commercial players in Ortho Anisidine and Para Anisidine

Amongst the 1st few domestic PAP manufacturers

OHSAS 18001: 2007, ISO 14001: 2015 and **ISO 9001:2015**
Key Certifications

6 modern manufacturing units across 5 locations

70,000 + TPA
Total production capacity

5
Zero Liquid Discharge plants

CRISIL A2 +
(Re-affirmed)
Short-term rating

CRISIL A -
(Reaffirmed)
Long-term rating

900+
Employees

ABOUT VALIANT ORGANICS

STRENGTHS THAT DEFINE US

Robust business model

Diverse product range and client base across multiple industries and countries enable a sustainable business model by lowering product, industry, and geographical risk.

Strong customer relations

Established multi-year relationships with domestic and international clients, built on high-quality standards and innovative production capabilities.

Domain knowledge

Domain expertise and broad process understanding across chemistries, led by first-generation technocrats with over 50 years of collective experience.

Strategic location of plants

Plants are strategically located near ports, providing a competitive edge through logistical cost savings and faster delivery timelines.

Integrated operations

Multi-use and backward-integrated plants enable production of a wide range of products, tailored to diverse needs, technical qualifications, batch sizes, and delivery schedules.

Distinct product portfolio

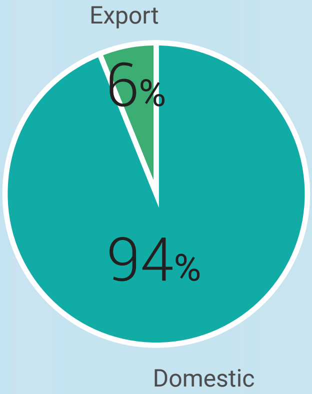
Manufacturing a wide range of intermediates and value-added products that cater to varied industry requirements.

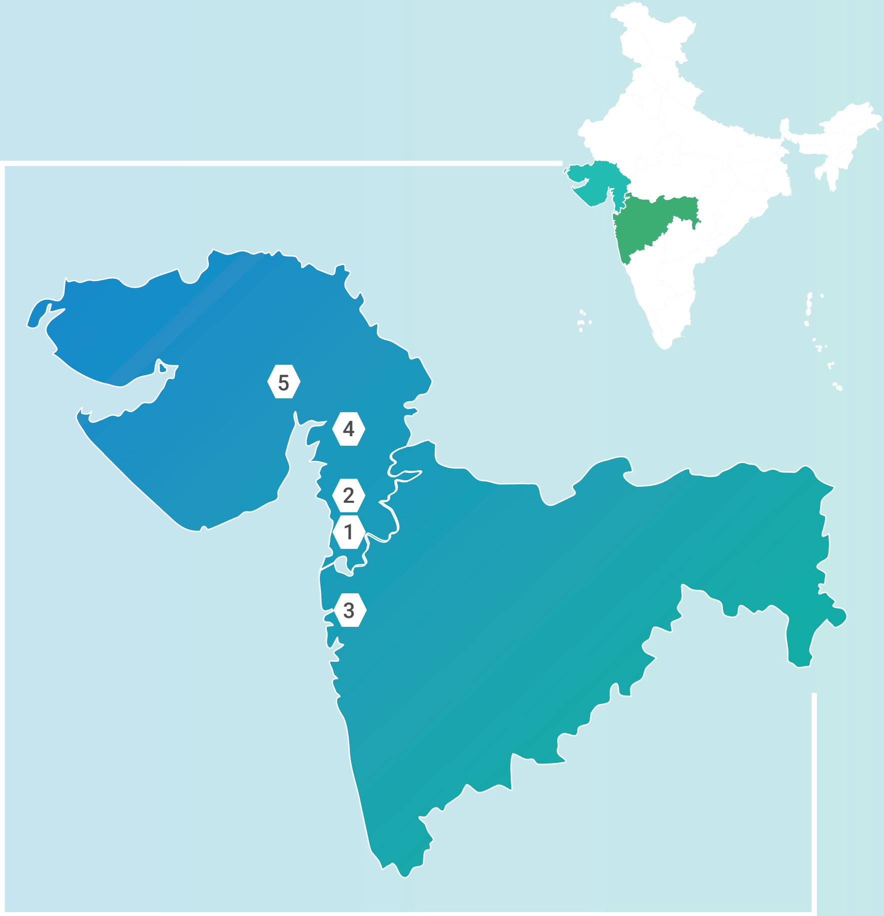
Widespread supply chain

Wide supply chain network ensures continuous availability of adequate and high-quality raw materials to support manufacturing.

MANUFACTURING INFRASTRUCTURE

Revenue Share FY 2024-25





Map not to scale. For illustrative purposes only.

	Process/Chemistry	Location	Capacity	Products
1	Chlorination	Sarigam	18,000 MTPA	PCP, OCP, 2,4 DCP, 2,6 DCP, 2,4,6 TCP
2	Ammonolysis	Vapi	10,000 MTPA	PNA, OCPNA
3	Ammonolysis	Tarapur	6,600 MTPA	PNA
4	Hydrogenation & Methoxylation	Jhagadia Unit 1	28,800 MTPA	ONA/OA, PNA/PA, IPPCA, CONVERSION PRODUCTS
	Hydrolysis & Hydrogenation	Jhagadia Unit 2	12,000 MTPA	PAP, PHARMA INTERMEDIATES
5	Acetylation & Sulphonation & Methoxylation	Ahmedabad	1,800 MTPA	6 ACETYL OAPSA, OA/PA ACETANILIDE, OT5SA

JOURNEY

The road **we have built**

1984

Established as Valiant Chemical Corporation with a single product – Meta Chloroaniline

1997

Expanded product range to include Chlorophenols, for usage in intermediates in Pharmaceuticals, Pesticides, Disinfectants, Anti-bacterial applications and Veterinary Drugs

2005

Incorporated as a private limited company

2008

Commenced exports

2013

Increased installed capacity from 3,000 MTPA to 4,800 MTPA

2015

Converted into a limited company

2016

Listed on the SME board of the BSE

2017

Acquired Abhilasha Tex Chem Pvt. Ltd; added ammonolysis to the product portfolio

2018

Received environmental approval to increase chlorophenol capacity to 21,600 MTPA

2019

Emerged as a major supplier of Chlorophenols in India and the global markets. Acquired Amarjyot Chemicals, a large specialised chemical maker and supplier, with factories in Vapi, Jhagadia and Ahmedabad. Added hydrogenation, sulphonation and nitration to the chemistry competence basket

2020

Listed on the BSE main board. Commenced ammonolysis expansion at the Vapi facility. Completed the backward integration of the ONA/OA integration. Added PNA/PA to the product portfolio

2021

Listed on the NSE in July. Completed Phase 1 of the PAP factory and commenced the development of a multipurpose pharma intermediaries' plant

2022

Overcame PAP product issues and ramped production in the batch process

2023

Achieved ramp-up of PAP to over 400 MT per month and also commenced the pharma intermediary's plant

2024

Focusesd on operational de-bottlenecking, cost optimisation, and quality enhancement across facilities to strengthen efficiency, reliability, and customer satisfaction

PROCESS AND PRODUCT PORTFOLIO

Delivering excellence element by element

Our portfolio is built on core chemistries such as chlorination, hydrogenation, ammonolysis, acetylation, sulphonation, and methoxylation. These processes support value-added intermediates and critical import substitutes, catering to dyes, pigments, agrochemicals, pharmaceuticals, cosmetics, and veterinary applications, aligned with evolving industry needs and driven by process depth and end-use relevance.

Chlorination

Chlorination is a key process where chlorine or its compounds are introduced into molecules to produce targeted chemical outcomes. Our chlorination expertise spans over two decades, backed by long-standing relationships with leading global customers. This trust stems from our consistent product quality, process discipline, and supply chain reliability. We serve a wide range of end-use applications with chlorophenol derivatives and maintain a strong international footprint, with exports accounting for a significant share of sales. Automated process controls and sustainable manufacturing practices, including Zero Liquid Discharge systems, further enhance efficiency and environmental compliance across our operations.

The leading global player

In Chloro phenol products positions the Company as one of the largest domestic players.

18,000 MTPA

Chlorination capacity at Sarigram plant

Key Products

- Para ChloroPhenol (PCP)
- Ortho ChloroPhenol (OCP)
- 2,4 Di ChloroPhenol (2,4 DCP)
- 2,6 Di ChloroPhenol (2,6 DCP)
- 2,4,6 Tri ChloroPhenol (2,4,6 TCP)

Industries Served

- Agro Chemicals
- Pharmaceuticals
- Veterinary

Ammonolysis

Ammonolysis is a high-pressure chemical reaction carried out in an autoclave using ammonia as a reactant. We developed our capabilities in this process through the acquisitions of Abhilasha Tex Chem Private Limited in 2017 and Amarjyot Chemicals Limited in 2019, which expanded both our technical know-how and operational footprint. Today, we are among the prominent players in the domestic market for ammonolysis-based products. Our dedicated facilities in Tarapur and Vapi serve a wide customer base, including almost all leading dye manufacturers in the country. We hold a strong position in the production of Para Nitro Aniline (PNA), supported by reliable raw material access through our group company, Aarti Industries, ensuring security of supply and operational efficiency.

16,600 MTPA

Consolidated Ammonolysis capacity across Tarapur and Vapi plant

Industries Served

- Dyes
- Pigments

Key Products

- Para Nitro Aniline (PNA)
- Ortho Chloro Para Nitro Aniline

Hydrogenation

Hydrogenation is a chemical reaction between molecular hydrogen (H2) and another compound or element, typically in the presence of a catalyst. Our Unit 1 at Jhagadia, with a capacity of 28,800 MTPA, became part of Valiant Organics through the amalgamation of Amarjyot Chemicals in 2019. In FY 2020-21, we expanded our product portfolio by venturing into the manufacturing of two new products: Ortho Anisidine (OA) and Para Anisidine (PA). We also increased the capacity of several existing products. Additionally, we provide contract manufacturing services for leading domestic customers, producing key customised products at these plants.

28,800 MTPA

Hydrogenation capacity at JH1

Key Products

- Ortho Anisidine
- Para Anisidine
- IPPCA
- Meta Chloro Aniline
- Ortho Amino Phenol

Industries Served

- Dyes
- Pigments
- Pharmaceuticals
- Agro Chemicals

Hydrolysis & Hydrogenation

Para Amino Phenol (PAP) is a critical component in the synthesis of paracetamol and is complex to produce, often being an import substitute in India. Leveraging our extensive R&D efforts and raw material security of PNCB from our group company, Aarti Industries Ltd, we became one of the first companies in India to commercialize PAP production. In FY 2020-21, we established a plant for manufacturing PAP at our Jhagadia Unit 2 with a capacity of 12,000 MTPA.

12,000 MTPA

Hydrogenation capacity at JH2

Key Products

- Para Amino Phenol

Industries Served

- Pharmaceuticals

Other processes

Methoxylation

Methoxylation is carried out alongside hydrogenation at our Jhagadia facility. The key products like Ortho Nitro Anisole and Para Nitro Anisole are captively consumed to produce Ortho Anisidine and Para Anisidine, enabling integrated and efficient downstream manufacturing.

Key Products

- Ortho Nitro Anisole
- Para Nitro Anisole

Industries Served

- Dyes
- Pigments

Acetylation & Sulphonation

Acetylation involves introducing an acetyl functional group into a chemical compound, while sulphonation replaces a hydrogen atom on an arene with a sulfonic acid group. Both processes are carried out at our Ahmedabad facility, supporting the production of key dye intermediates. In acetylation, our primary product is 6 Acetyl Ortho Aminophenol Para Sulfonic Acid, widely used in dye applications.

Under sulphonation, we produce intermediates such as OT5SA, 4B Acid, and 2B Acid, catering to dye and pigment manufacturers. We also undertake annual contract-based job work and conversion services, offering flexibility and process reliability to our customers.

1,800 MTPA

Acetylation capacity at Ahmedabad plant

Key Products

- 6 Acetyl Ortho Aminophenol Para Sulfonic Acid
- Ortho Toluidine 5 Sulfonic Acid (OT5SA)
- 2-Amino-5-Methyl Benzenesulfonic Acid (4B Acid)
- 2-Amino-4-Chloro-5 Methyl Benzenesulfonic Acid (2B Acid)

Industries Served

- Dyes
- Pigments

MANAGING DIRECTOR'S MESSAGE

Purpose and performance-driven approach

Our journey during the fiscal is communicated through the theme 'Turning the Tide. Rebuilding Momentum.' This reflects our decisive actions, strengthening supply chain, and process optimisation.

Dear Stakeholders,

It has been barely three months of the current fiscal year since I took charge as Managing Director of Valiant Organics Limited (VOL). I joined at a time when VOL was passing through rough weather. FY 2023-24 and FY 2024-25 have been among the roughest and toughest times in the history of your Company.

EBITDA has improved to some extent, from ₹ 42 crore in FY 2023-24 to ₹ 61.81 crore in FY 2024-25, but Profit after Tax has remained negative. Yield improvements, better capacity utilisation, and cost reductions are some of the areas on which our team has begun to focus, and we will continue to strengthen these efforts in the years ahead.

I am pleased to present our FY 2024-25 Annual Report. The period was marked by its steady course correction. The first half of the fiscal tested our preparedness with fluctuating input prices and muted demand. During this time, we focussed on our core chemistries and improved process stability across all sites. However, in the second half of the fiscal, demand improved across dyes, pigments, agrochemicals, and pharmaceutical sectors, bringing in some relief.

Hence, our journey during the fiscal is communicated through the theme 'Turning the Tide. Rebuilding Momentum.' This reflects our decisive actions, strengthening supply chain, and process optimisation. These measures, in turn, improved margins and restored financial health, which helped us position ourselves to aim for scale and growth in the next phase of our journey.

Macroeconomic backdrop

In FY 2025, the global economy was being weighed down by inflationary pressure and supply chain realignments. Commodity markets were marked with price fluctuations, and trade flows adjusted to shifting geopolitical priorities. The fiscal saw

India's GDP grow by 6.5% during the year, on the back of infrastructure creation, rising domestic consumption, and an enabling policy framework. These conditions established a stable base for sectors linked to manufacturing and exports, including specialty chemicals.

Chemical industry landscape

Specialty chemicals in India maintained its global growth position, with the sector valued at US$ 6,450 crore and projected to reach US$ 9,260 crore by 2033. Capacity expansion, backward integration, and export diversification helped the industry capture demand from both domestic and overseas markets. The China+1 approach of global buyers shifted sourcing patterns in favour of India.

However, US tariffs of 50% is expected to have an adverse impact on exports to the US. On the other hand, the Russian and Chinese markets may open up to some extent.

Positioning the company in context

We operate from a position of strength within India's specialty chemicals sector. Our stronghold in the market is enabled by leadership in the core chemistries such as chlorination, ammonolysis, and hydrogenation. Our integrated operations and backward links secure raw material supply and improve value capture. Strategic locations near ports support cost-efficient logistics and timely deliveries to domestic and global customers.

During the year, stabilisation of Para Amino Phenol production and quality enhanced our portfolio. Additionally, it also strengthened our customer relationships in the pharmaceutical segment. Chlorination and ammonolysis lines generated strong offtake from agrochemicals, dyes, and pigments. Operational improvements across sites, supported by disciplined supply chain management, have created a leaner, more responsive structure to address emerging demand.

Strategic advancement

Our focus during FY 2024-25 was on building operating strength and aligning capacity with market opportunities. We have debottlenecked our key processes to improve throughput and reduce cycle times. Additionally, backward integration initiatives secured critical intermediates on one hand, while forward integration supported entry into higher-value segments on the other.

Cost control remained a priority for us. We consolidated transport partners, optimised shipment planning, and strengthened long-term sourcing arrangements for better pricing stability. By improving energy efficiencies in boilers and utility systems, we have successfully reduced our energy consumption during the year. With the help of real-time sampling and in-process checks, we have been able to improve product quality and reduce batch release time.

Customer engagement stayed strong through consistent delivery performance and technical support. These measures improved margins and prepared our operations for higher utilisation in the near future. Our integrated model, diversified end-use exposure, and continuous process optimisation is expected to guide our strategic actions, going forward.

Performance on the charts

FY 2024-25 was a year of operational recovery and financial improvement for us. Stable revenue at ₹ 718.8 crore showcased steady demand in the second half after a muted start to the fiscal. The impact of process stabilisation and disciplined cost control was visible in our operating performance.

Our responsibility

We view responsibility as a shared commitment to our stakeholders, our communities, and the environment. This guides our operations, investments, and engagements with people and community. We focus on building processes that use resources wisely, ensure safe workplaces, and support the communities around our sites. These choices are shaped by a belief that business growth and social progress move together. Every step we take, whether in efficiency, innovation, or outreach, is aimed at creating value that endures. Integrating responsibility into our decisions enabled us to deliver consistent performance while contributing to the long-term well-being of all connected to our journey.

Outlook

We enter FY 2025-26 with stronger operations, a sharper focus on our core chemistries, and a clear growth blueprint. Higher capacity utilisation, an optimised product mix, and steady customer demand give us the base to improve performance. We will continue to invest in process efficiency, integration, and technology to strengthen our competitiveness in both domestic and global markets.

We are planning to make value added products from the byproducts generated in the processes. This is expected to improve overall margins. We also plan to improve Para Amino Phenol facility to international standards to cater to EU and US markets.

Our progress is the result of the commitment shown by our people and the trust of our stakeholders. We value this support and see it as the driving force behind our journey. Together, we will build on the momentum achieved this year and move forward with purpose, creating sustainable value for customers, employees, partners, and shareholders.

Warm Regards,

Shri Parimal H. Desai
Managing Director

OPERATING CONTEXT

Blueprint for the next

India's specialty chemicals industry has emerged as a global force, ranking sixth worldwide and third in Asia, driven by cost-efficient manufacturing, skilled talent, and rising R&D capabilities. Valued at US$ 6,450 crore and projected to reach US$ 9,260 crore by 2033, the sector is fuelled by end-user demand, policy support, and global supply shifts, positioning India as a preferred manufacturing hub. The industry serves a broad range of applications across dyes, pigments, agrochemicals, pharmaceuticals, home care, and personal care.

Industry tailwinds fuelling growth

Several factors are propelling this momentum. Global supply chain diversification, particularly the China+1 strategy, has triggered a shift in sourcing, positioning India as a preferred supplier of specialty intermediates. At the same time, Indian companies are scaling up capital investments to meet rising global and domestic demand, especially from underpenetrated and fast-growing sectors like construction chemicals, personal care, and healthcare. Government initiatives such as the proposed PLI scheme for agrochemicals and the development of Petroleum, Chemicals and Petrochemicals Investment Regions (PCPIRs) are further catalysing industry expansion. With India's share in the global specialty chemicals market expected to grow from 3% to 4% by 2027, the ecosystem is gaining depth, scale, and investor interest.

Supportive policy framework

Policy frameworks are supporting this momentum. The sector enjoys 100% FDI under the automatic route and operates largely under a de-licensed regime, which has accelerated project execution. Custom duty rationalisation on select raw materials and fiscal incentives for R&D have further enhanced cost efficiency and innovation. PCPIRs in Dahej, Paradeep, Cuddalore, and Vishakhapatnam have attracted over ₹ 2.1 lakh crore in investments, creating integrated infrastructure for scalable manufacturing.

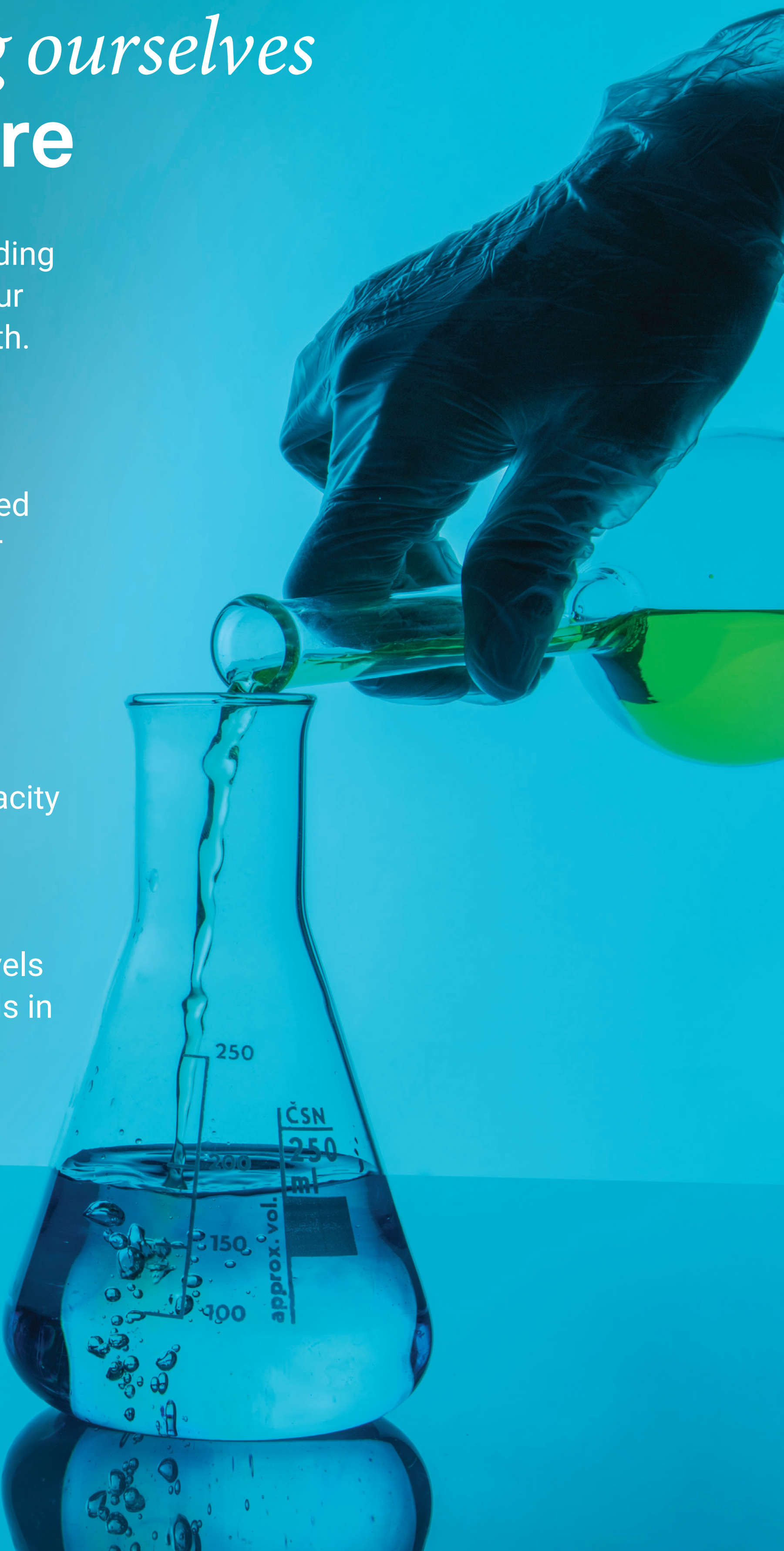
Expanding opportunity landscape

This combination of global opportunity, local capability, and policy direction presents Indian specialty chemical companies with an unprecedented window to expand relevance and market share. Rising demand from export markets, increasing integration across the value chain, and growing emphasis on sustainable and green chemistry are likely to define the next phase of growth. For players with strong backward linkages, technology depth, and execution track record, the environment offers clear headroom to grow in scale, sophistication, and strategic significance.

STRATEGIES

Strengthening ourselves for the future

This year, we focussed on building resilience and strengthening our foundation for long-term growth. Market conditions called for sharper execution, disciplined cost control, and a focus on core strengths. We concentrated on sustaining leadership in our key chemistries, optimising our operations, and deepening customer relationships. At the same time, we invested in process improvements, integration initiatives, and capacity enhancements to prepare for future opportunities. These actions have positioned us to operate at higher efficiency levels and capture emerging demands in the future, efficiently.



Expanding market share in core chemistries

We are a leading global manufacturer of chlorophenol derivatives, holding about a quarter of the global market share and being the only domestic producer. We are also among the largest domestic manufacturers of Para Nitro Aniline, with significant ammonolysis capacity. We continue to strengthen our role as a key supplier to domestic and international markets.

Driving innovation through backward and forward integration

We apply multiple chemistries, including chlorination, hydrogenation, ammonolysis, acetylation, sulphonation, and methoxylation. Acquisitions in recent years have added new chemistry capabilities, enabling entry into new products and import-substitute manufacturing such as Para Amino Phenol. Backward integration for key intermediates like Ortho Nitro Anisole and forward integration into products such as Ortho Amino Phenol are central to securing supply chains and improving value capture.

Leveraging an integrated model and diversified customer base

Our integrated business model, supported by multi-use plants and backward integration, enables flexibility and lowers risk across products, industries, and geographies. We serve a broad client base in pharmaceuticals, dyes and pigments, agrochemicals, and specialty chemicals, with established multi-year relationships in India and export markets. Contract manufacturing for customised products adds further stability.

Enhancing cost leadership and execution agility

Focussed cost control, better product mix, and operational efficiencies have supported margin improvement. Process improvement initiatives have optimised equipment utilisation and reduced cycle times, particularly in chlorination and hydrogenation. Our manufacturing facilities are designed for high efficiency, with zero liquid discharge systems and automation reducing manual interventions. Logistics efficiency has improved through transport partner consolidation and shipment planning, while long-term sourcing arrangements have provided pricing stability and procurement efficiency. Energy use, emissions, and process wastage have been reduced through targeted efficiency measures, alongside upgrades to distillation and recovery systems.

Future readiness

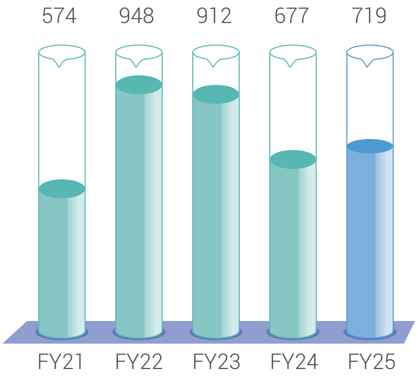
We enter FY 2025-26 with higher capacity utilisation, product mix optimisation, and strong customer relationships. Working capital rationalisation, continued automation, and a focus on high-value specialty intermediates will support profitability. Operational discipline, market expansion, and sustainability-led process improvements position us to emerge stronger in the coming years.

PERFORMANCE HIGHLIGHTS

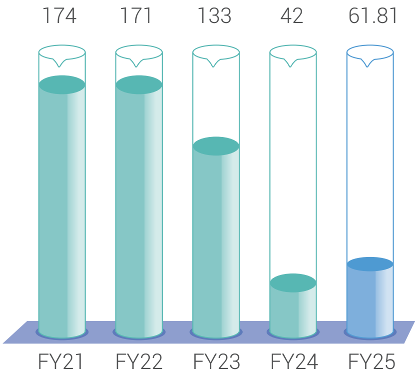
Resilience in numbers

We have strengthened our financial position despite a challenging business environment persisted over the reporting period. Our resilience and agility have enabled us to emerge stronger, ready to navigate future challenges.

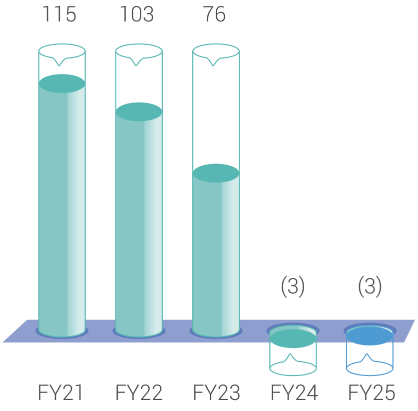
Revenue From Operations
(₹ in Crores)



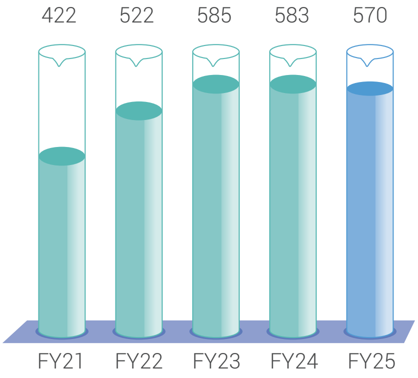
EBITDA
(₹ in Crores)



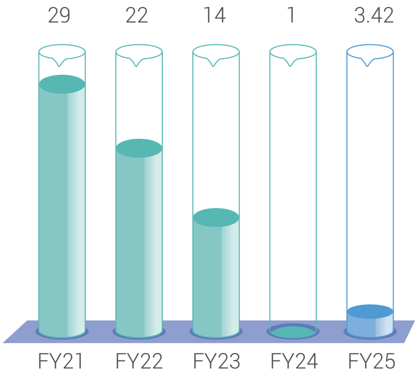
PAT
(₹ in Crores)



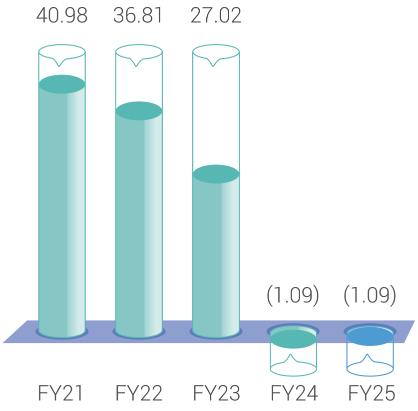
Net worth
(₹ in Crores)



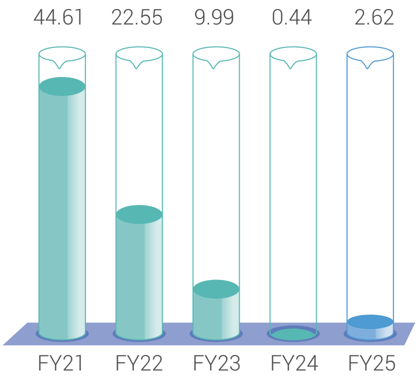
Return on Capital Employed
(%)



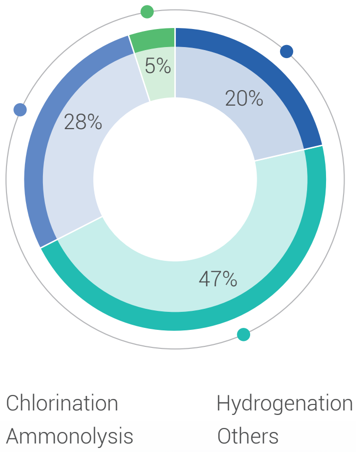
Earnings per share
(₹)



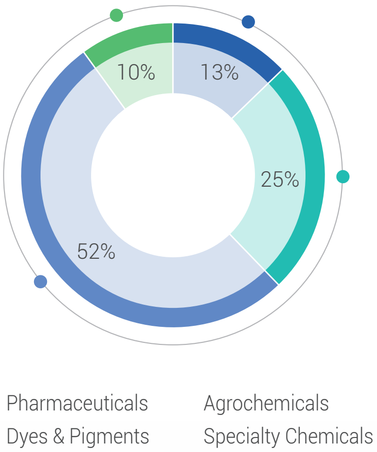
Interest Coverage Ratio



Revenue break-up by chemistry



Revenue break-up by end-use industry



ENVIRONMENTAL, SOCIAL AND GOVERNANCE (ESG)

Progressing with principles

We pursue sustainable growth through safer chemistries and responsible operations. Our processes are designed to minimise environmental impact while delivering high-quality specialty chemicals. We focus on the well-being of employees and communities by embedding health, safety, and inclusivity into daily practices. Resource efficiency, emission control, and water stewardship remain core to our approach. We maintain Zero Liquid Discharge at most facilities and continue to advance technology adoption for conservation and efficiency. Our goal is to align progress with principles to create long-term value for stakeholders.

Environmental initiatives

Emission reduction and process efficiency

We have implemented measures to lower atmospheric emissions, contributing to a cleaner and safer work environment. Process optimisation has improved product recovery, increased output efficiency, and reduced wastage. Operating systems have been fine-tuned for better performance, while utility systems such as boilers now operate at higher efficiency, lowering energy consumption per unit of output. Key plant units have been expanded or upgraded to handle greater capacity and reduce turnaround times. Distillation and recovery processes have also been enhanced to improve operational reliability and output quality.

Water conservation and recycling

We have advanced water stewardship through multiple conservation and recycling measures. A new Reverse Osmosis (RO) system with a capacity of 350 cubic metres per day has been installed for effective stormwater management during the monsoon season. Additionally, a 40 KLD RO system treats wastewater for recycling, while newly installed Mechanical Vapour Recompression (MVR) systems reclaim condensate for reuse and achieve high evaporation rates without the need for external steam. We have commissioned an 85 KLD Effluent Treatment Plant (ETP) and a 50 KLD High-Pressure Reverse Osmosis (HPRO) system to ensure safe discharge and facilitate water reuse.

Resource recovery and waste management

We have installed an Agitated Thin Film Evaporator (ATFE) and an Agitated Thin Film Dryer (ATFD) to enhance evaporation efficiency, recover clean water, and improve product recovery. The ATFD evaporates 10 KL of effluent daily, reducing liquid waste volumes. We have also implemented Rule-9 of Hazardous and Other Waste Management to utilise spent HCL in our ETP units, effectively reducing solid waste generation.

Corporate Social Responsibility

As a responsible corporate citizen, we recognise the importance of giving back to the communities around us. Through Aarti Foundation, we have directed our CSR contributions toward meaningful areas such as education, skill development, healthcare, housing for the underprivileged, and water conservation. These initiatives were implemented in collaboration with local NGOs and individuals working at the grassroots level across Mumbai, Gujarat, and rural regions of Maharashtra. Our efforts were focussed on creating lasting value and addressing critical needs.

We supported educational access for underserved students, provided medical aid, facilitated safe housing for vulnerable families, and contributed to water management initiatives in drought-prone regions like Beed and Marathwada. Every initiative was carefully selected to deliver direct community benefit and measurable impact. We believe that our growth is closely linked to the well-being of the society we operate in. We remain committed to enabling inclusive development and will continue to invest in focussed, high-impact CSR efforts that strengthen lives and livelihoods.

₹ 85.00 lakhs

CSR contribution made during FY 2024-25

BOARD OF DIRECTORS

Stewards of our future

Shri Chandrakant V. Gogri

Chairman Emeritus

Shri Chandrakant Gogri, founder of the Aarti Group of Companies, is a respected figure in the Indian chemical industry. With extensive experience and expertise in projects, operations, process development, and marketing, he has been instrumental in driving the success of the Aarti Group. His leadership and business acumen will continue to foster the Company's growth. Shri Chandrakant V. Gogri was awarded the prestigious Lala Shriram National Award for leadership in the Chemical industry in the year 2015, and ICC's D.M. Trivedi Lifetime Achievement Award in the year 2019 for his contributions to the Indian Chemical industry. In 2022, he received the Lifetime Contribution Award at the Chemical and Petrochemical Awards by FICCI and the Lifetime Achievement Award from the Gujarat Dyestuff Manufacturers' Association (GDMA).

Shri Navin C. Shah

Chairperson and
Independent Director

Shri Parimal H. Desai

Managing Director
(W.e.f., January 01, 2025)

Shri. Sathiababu K. Kallada

Managing Director
(W.e.f., May 24, 2024)

Shri. Arvind K. Chheda

Managing Director
(Upto April 19, 2024)

Shri Mahek M. Chheda

Executive Director and
Chief Financial Officer

Shri Nemin M. Savadia

Executive Director

Shri Siddharth D. Shah

Executive Director

Shri Vishnu J. Sawant

Executive Director
(Upto May 31, 2024)

Dr. Kiritkumar H. Desai

Non-Executive Director

Shri Santosh S. Vora

Non-Executive Director

Shri Mulesh M. Savla

Independent Director
(Upto April 19, 2025)

Smt. Sonal A. Vira

Independent Director

Dr. Sudhirprakash B. Sawant

Independent Director

Shri Paras S. Savla

Independent Director
(W.e.f. November 2024)

Corporate information

Chairman Emeritus

Shri Chandrakant V. Gogri

Chairperson

Shri Navin C. Shah
(Independent Director)

Managing Directors

Shri Parimal H. Desai
(W.e.f., January 01, 2025)

Shri Sathiababu K. Kallada
(W.e.f., May 24, 2024)

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(Upto April 19, 2024)

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Shri Nemin M. Savadia

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(Upto May 31, 2024)

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Shri Navin C. Shah

Smt. Sonal A. Vira

Dr. Sudhirprakash B. Sawant

Shri Paras S. Savla
(W.e.f. November 13, 2024)

Chief Financial Officer

Shri Mahek M. Chheda

Company Secretary

Shri Kaustubh B. Kulkarni

Smt. Avani D. Lakhani
(Upto April 15, 2024)

Statutory Auditors

Gokhale & Sathe,
Chartered Accountants

Secretarial Auditor

Sunil M. Dedhia & Co.

Practicing Company Secretaries

Registrar and Share Transfer Agent

MUFG Intime India Private Limited
(Formerly known as Link Intime India
Private Limited)
C-101, 247 Park, L.B.S Marg,
Vikhroli (West), Mumbai – 400 083
Tel No: +91 81081 14949
Fax No: +91-22-4918 6060

Bankers

Citi Bank

HDFC Bank

Hongkong Shanghai Banking Corporation

Standard Chartered Bank

Registered Office Address

109, Udyog Kshetra, First Floor,
Mulund-Goregaon Link Road,
Mulund (West), Mumbai – 400 080
Ph No: +91-22-6797 6683
Website: www.valiantorganics.com

Corporate Identification Number

L24230MH2005PLC151348

Statutory Reports & Financial Statements

Management Discussion and Analysis

Global Economy

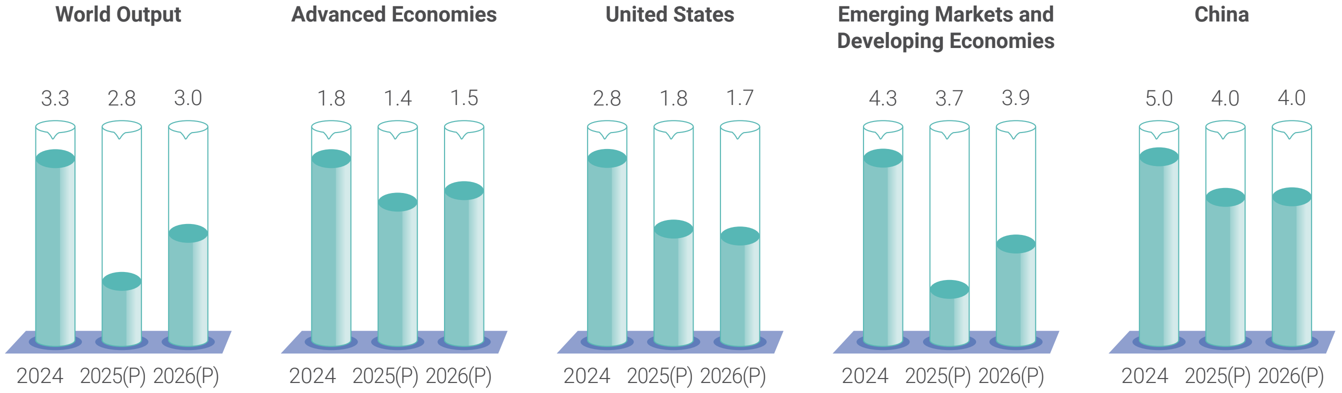
During 2024, the global economy demonstrated stability despite various economic, international relations, and governmental challenges. Data from the World Economic Outlook (IMF) report indicated a consistent global Gross Domestic Product (GDP) growth rate of 3.3%. Economic expansion rates varied significantly across regions. Growth in developed nations experienced a decline, whereas developing economies, particularly those in Asia, maintained steady growth.

The 2024 global economic landscape was marked by persistent difficulties, including geopolitical tensions and Red Sea disruptions. Additionally, international supply chain complications and trade disputes between major economies continued to pose challenges. Policy adjustments related to climate change also influenced investment patterns across multiple sectors.

Global inflation showed an improving trend, with the rate of 5.7% for 2024, a decrease from 6.7% in the previous year. Developed economies are anticipated to achieve their inflation targets sooner, averaging 2.6% in 2024. Emerging markets are expected to experience a slower reduction in price increases.

In response to prevailing economic conditions, leading central banks implemented notable interest rate reductions to stimulate economic activity. December 2024 saw the most significant coordinated series of interest rate cuts among G10 central banks since the pandemic, with total reductions for the year amounting to 825 basis points. This period marked a substantial easing of monetary policy not observed since 2009. (Source: World Economic Outlook, IMF, Reuters)

Real GDP Growth



Outlook

The global economy is currently predicted to sustain a steady expansion path, with projected growth rates of 2.8% for 2025 and 3.0% for 2026. This positive outlook is underpinned by robust economic performance observed in the United States and significant progress within key emerging markets.

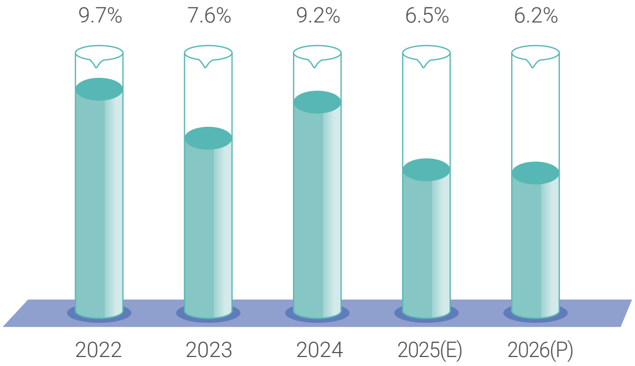
In the United States, growth is forecast at 1.8% in 2025 and 1.7% in 2026. This projection accounts for anticipated adjustments in the labour market and a potential moderation in consumer expenditure. For the Eurozone, a recovery is predicted, with growth projected to reach 0.8% in 2025 and improve to 1.2% in 2026. This expected improvement is primarily linked to an increase in consumer spending and a continued reduction in inflation rates.

While the general trend indicates a deceleration in global price increases, certain regions continue to experience stagnant conditions due to persistently high inflation levels. Global inflation is projected to decline to 4.3% in 2025 and further to 3.6% in 2026. Developed economies are anticipated to achieve their respective inflation targets more rapidly than other regions. Monetary policies are expected to diverge across different geographies, reflecting the varied economic circumstances prevalent in each.

(Source: World Economic Outlook, IMF)

Indian Economy

India's economy demonstrated a consistent pattern of expansion and stability throughout FY 2024-25, confirming its position as a major global economy showing strong growth. As per the Second Advanced Estimate (SAE), India's real GDP expanded by 6.5% in FY 2024-25, moderating from the 9.2% growth reported in the First Revised Estimates for FY 2023-24. This sustained upward trend highlights the nation's solid economic foundation, effective government policies, a dynamic services sector, and considerable domestic spending, all contributing to a favourable view of India's potential for long-term economic progress.



India's economic stature continues its upward climb, with the nation now holding the position of the world's fourth-largest economy by nominal Gross Domestic Product (GDP) and the third-largest when assessed by purchasing power parity (PPP). Ambitious national targets have been set to achieve a $5 trillion economy by FY 2027-28 and a $30 trillion economy by 2047. These aims are to be accomplished through substantial infrastructure investments, ongoing governmental reforms, and the widespread adoption of technological advancements. Reflecting this commitment, the capital Expenditure budget for the upcoming FY 2025-26 has increased to ₹11.21 lakh crores, representing 3.1% of GDP.

Integral to this accelerated growth trajectory and increasing economic self-sufficiency have been significant governmental reforms and considerable capital allocated towards both physical and digital infrastructure. Government initiatives such as 'Make in India' and the Production-Linked Incentive (PLI) scheme have also played a crucial role.

Outlook

India's economy is expected to grow at a rate of 6.2% in FY 2025-26. Projections indicate that by 2030, India will likely become the world's third-largest economy, driven by investment in infrastructure, greater private sector capital expenditure, and the expansion of financial services. Ongoing reforms are anticipated to support this long-term economic advancement.

Several factors underpin this positive outlook, including India's favourable demographics, increasing capital investment, proactive government schemes, and strong consumer demand. Improved spending in rural areas, helped by moderating inflation, further reinforces this growth trajectory. The government's focus on capital expenditure, prudent fiscal management, and measures to boost business and consumer confidence are creating a supportive environment for both investment and consumption.

Programmes such as Make in India 2.0, reforms designed to improve the ease of doing business, and the Production-Linked Incentive (PLI) scheme are intended to strengthen infrastructure, manufacturing, and exports, positioning India as a significant player in global manufacturing. With inflation expected to be on target by the end of this year (2025), a more accommodating monetary policy is likely. Infrastructure development and supportive government policies will facilitate capital formation, while rural demand will receive a boost from initiatives like the Pradhan Mantri Garib Kalyan Anna Yojana (PMGKAY).

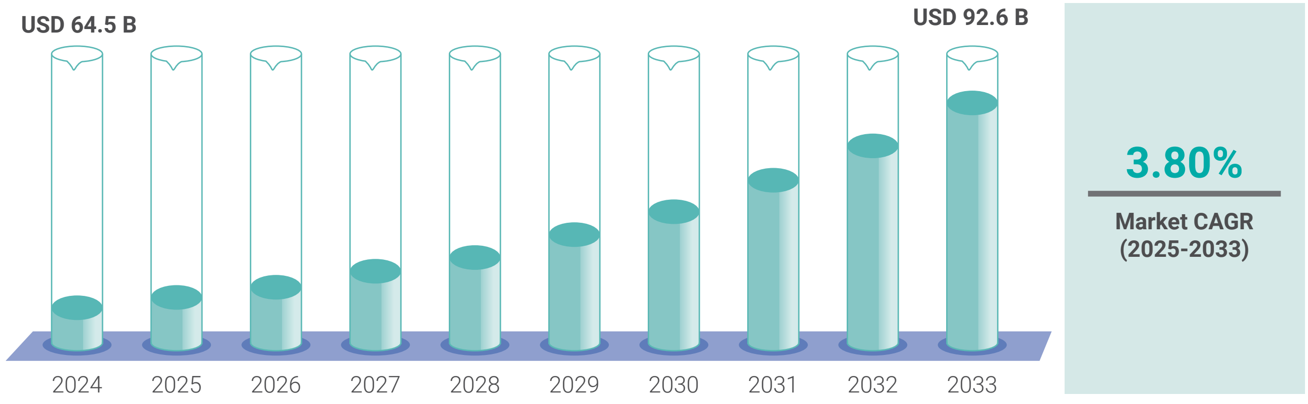
The Union Budget 2025-26 presents a growth-oriented financial strategy that addresses immediate and long-term economic needs. By increasing disposable income, prioritising infrastructure, and promoting domestic manufacturing, the budget aims to foster sustained economic growth while ensuring fiscal responsibility.

A key feature is the increased income tax exemption limit of ₹12.75 lakh per annum, which will enhance disposable income for middle-class households, stimulating consumer spending. Significant investments in infrastructure, including roads and railways, will improve connectivity and create jobs. Additionally, the budget strengthens the Production Linked Incentive (PLI) scheme for sectors like electronics and textiles, while supporting the "Make in India" initiative to establish India as a global manufacturing hub. The transformation of India Post into a catalyst for the rural economy will further enhance logistics and financial inclusion.

(Source: Press Information Bureau, World Economic Outlook, IMF)

Speciality Chemicals Industry Overview

India's speciality chemicals sector market value reached $64.5 billion, and is expected to reach $92.6 billion by 2033, growing at a CAGR of 3.80%. This places India among the top global players, ranking sixth worldwide and third in Asia, a remarkable position driven by its cost-efficient manufacturing, skilled workforce, and expanding R&D capabilities. The segment comprises tailored chemical products, such as agrochemicals, surfactants, polymer additives, and construction-chemical formulations, serving diverse industries including pharmaceuticals, agriculture, textiles, consumer goods, electronics, automotives, and water treatment. (Source: IMARC)



India Specialty Chemicals Market Forecast

2024-2033 (USD Billion)

An estimated investment of ₹8 lakh crore ($107.38 billion) is projected for the Indian chemicals and petrochemicals sector by 2025. Speciality chemicals constitute 20% of the global chemicals industry's $4 trillion market.

Globally, India holds the position of the fourth-largest producer of agrochemicals, following the United States, Japan, and China. The country accounts for 16-18% of the world's production of dyestuffs and dye intermediates, with the Indian colourants industry securing a global market share of approximately 15%. The chemicals industry in India operates under a de-licensed framework, with exceptions for a limited number of hazardous chemicals. Furthermore, India has historically been a global leader in generics and biosimilars, and a major vaccine manufacturer, contributing over 50% of the global vaccine supply.

The development of various segments within India's speciality chemicals market is being propelled by a rising demand from end-user industries, notably food processing, personal care, and home care. Furthermore, India has observed an increasing demand for a wide range of cosmetic chemicals, healthcare products, and hygiene products that utilise speciality chemicals, polymers, and oleo chemicals. This segment is anticipated to outperform other areas. In response to this escalating demand from both domestic and overseas markets, Indian speciality chemical companies are actively expanding their production capacities and accelerating their capital expenditure plans, driven by strong growth visibility and emerging opportunities.

The broader Indian chemical and petrochemical industry is projected to reach $304 billion by 2025, growing at a CAGR of 9.3%. The overall Indian chemical industry is expected to grow further with a CAGR of 11-12% by 2027. This growth trajectory is also influenced by global supply chain dynamics. For instance, environmental concerns in China led to the cessation of activities for many chemical companies in 2018, consequently increasing speciality chemical manufacturing in the Indian market to ensure uninterrupted supply.

Indian speciality chemical companies are actively pursuing import substitution strategies whilst concurrently exploring export opportunities to accelerate their business expansion. This strategic positioning is expected to see India's market share in the global speciality chemicals market increase to 4% by 2027 from 3%, and grow faster than China, potentially reaching 6% by 2026 from 3-4% in FY 2021. (Source: IMARC, IBEF)

Growth Drivers

- India's speciality chemicals sector is expected to grow at a CAGR of 11-12% by 2027, increasing its share in the global market from 3% to 4%. This is being driven by rising global demand and China's reduced capacity due to environmental restrictions.

- Indian companies are increasing their capex in anticipation of future demand from key sectors like paints and coatings, textiles, construction, home and personal care, and agrochemicals.

- The paint and coatings segment is growing due to rising urbanisation and higher housing replacement demand, while textiles and personal care segments benefit from export growth and changing consumer preferences.

- Government initiatives such as the proposed PLI scheme for agrochemicals and the development of PCPIRs are expected to strengthen manufacturing and reduce dependence on imports.

- PCPIR regions like Dahej, Paradeep, Cuddalore, and Vishakhapatnam have attracted over ₹2.1 lakh crore ($28 billion) in investments, offering large-scale, integrated infrastructure for speciality chemical manufacturing.

- The push for green chemistry and sustainable production is leading to more investment in R&D and value-added product lines, helping Indian companies move up the value chain.

Government Initiatives

- **Chemicals and Petrochemicals Vision 2034:** The government has outlined a long-term vision to make India a global manufacturing hub for chemicals and petrochemicals. The strategy focuses on infrastructure, self-sufficiency, domestic value addition, and reduced import dependence.

- **Proposed PLI Scheme for Agrochemicals:** A Production-Linked Incentive (PLI) scheme is being considered for the agrochemicals segment, offering output-based incentives of 10-20% and cluster-based development to create a globally competitive ecosystem.

- **Petroleum, Chemicals, and Petrochemicals Investment Regions (PCPIRs):** Four PCPIRs have been developed in Dahej, Paradeep, Cuddalore-Nagapattinam, and Vishakhapatnam. These regions have attracted investments of over ₹2.1 lakh crore ($28 billion), supporting infrastructure, single-window clearance, and large-scale employment.

- **100% FDI under Automatic Route:** The Indian government permits 100% foreign direct investment under the automatic route in the chemical sector, with the exception of certain hazardous chemicals, making it easier for global players to enter the Indian market.

- **Removal of Industrial Licensing:** Most chemicals, except hazardous ones, no longer require industrial licensing, helping streamline approvals and encouraging faster project execution.

- **Custom Duty Rationalisation:** Basic customs duties have been reduced on several raw materials and intermediates to promote cost efficiency and support domestic manufacturing in downstream sectors.

- **Support for R&D and Innovation:** The government is encouraging innovation by supporting R&D infrastructure, including fiscal support and university–industry linkages to improve competitiveness.

- **National Medical Devices Policy 2023:** Though not directly under chemicals, this policy benefits the speciality chemical industry by boosting demand for medical-grade intermediates and materials used in diagnostic and therapeutic equipment.

- **Make in India and Ease of Doing Business:** National campaigns like 'Make in India' continue to promote the chemical sector, while ease-of-doing-business reforms support investment facilitation and faster clearances.

Opportunities and Threats

Opportunities

- **Strong export demand:** Specialty chemical companies in India are accelerating their capex plans due to rising international demand. India's share in the global specialty chemicals market is expected to rise from 3% to 4% by 2027.

- **China+1 strategy:** Environmental restrictions and shutdowns of chemical units in China since 2018 have shifted global buyers to India, creating opportunities to increase global market share.

- **End-user industry growth:** Growth in the speciality chemicals sector is significantly driven by expansion across key end-user industries. The paints and coatings segment benefits from rising urbanisation and increased replacement demand. Construction chemicals remain underpenetrated compared to markets like China and the US. Textile chemicals are boosted by growing exports and domestic consumption, whilst home care and cosmetics are supported by rising income levels and heightened hygiene awareness.

- **Government support through PCPIRs:** Investment regions such as Dahej, Paradeep, Cuddalore, and Vishakhapatnam have attracted over ₹2.1 lakh crore ($28 billion) in combined investments.

- **FDI inflows and investment pipeline:** Between April 2000 and Sept 2024, the chemical sector received ₹1.39 lakh crore ($22.8 billion) in FDI. An additional ₹8 lakh crore ($107.4 billion) investment is estimated in chemicals and petrochemicals by 2025.

- **Global footprint expansion:** Companies like Aarti Industries and UPL are generating more than 30-40% of revenues from overseas markets, expanding India's presence in value-added segments.

Threats

- **Regulatory tightening:** In February 2025, the government introduced Quality Control Orders (QCOs) covering over 150 product categories to raise safety and performance standards. This will increase compliance costs for chemical manufacturers.

- **Exposure to raw material imports:** A significant portion of input materials is still imported, exposing manufacturers to global price volatility and supply chain risks, especially during geopolitical disruptions or currency fluctuations.

- **Low R&D spending:** Indian chemical companies invest only around 1% of their revenue on R&D, limiting innovation and global competitiveness in high-tech segments.

- **Environmental and sustainability pressures:** Companies are under increasing pressure to invest in green chemistry, waste treatment, and energy-efficient processes, adding to capex and operational costs.

- **Export dependency risks:** While export potential is strong, dependency on external demand makes the industry vulnerable to global recessions, tariffs, and trade policy changes.

Company Overview

Valiant Organics Ltd. (referred to as 'Valiant' or 'the Company') is a well-established Indian speciality chemical manufacturing company, tracing its origins back to Valiant Chemical Corporation in 1984 before its incorporation as a private limited entity in 2005 and subsequent conversion to a public limited company in 2015. Headquartered in Mumbai, Maharashtra, the Company specialises in the production and marketing of a diverse range of speciality chemicals and pharmaceutical intermediates. It is recognised as a significant manufacturer of compounds such as chlorophenol derivatives, benzene derivatives, Para Nitro Aniline (PNA), Para Amino Phenol (PAP), Ortho Anisidine, and Para Anisidine.

The Company's operations are supported by multiple integrated manufacturing units, strategically positioned across Western India in locations including Sarigam, Tarapur, Vapi, Jhagadia, and Ahmedabad. These facilities benefit from their close proximity to major ports, enabling efficient management of both raw material imports and finished product exports. This integrated manufacturing capability facilitates optimal capacity utilisation and contributes to competitive production.

Valiant extensive product portfolio serves a broad spectrum of industries, including agrochemicals, pharmaceuticals, dyes, pigments, cosmetics, rubber, polymers, and veterinary drugs. These chemicals are produced through sophisticated process chemistries such as Chlorination, Ammonolysis, Hydrogenation, Acetylation, Sulphonation, and Methoxylation, ensuring a wide array of high-quality offerings.

The Company is distinguished by its robust in-house technological capabilities, including a state-of-the-art laboratory staffed by qualified chemists, which ensures adherence to international quality standards and supports continuous process technology development. Valiant Organics Ltd. has pursued strategic growth, notably through the successful integration of entities like Abhilasha Tex-Chem Limited and Amarjyot Chemicals Limited, thereby broadening its product basket and diversifying its chemical expertise. This comprehensive approach, combined with an established presence in export markets across Asia, Europe, and the USA, reinforces Valiant Organics Ltd.'s position as a reliable and evolving player in the speciality chemical industry.

Manufacturing Capacity

Valiant Organics Limited manufactures high-quality speciality chemicals in six integrated plants across five locations in Gujarat and Maharashtra. As of June 2025, the Company's total production capacity was 70,000 tonnes per annum (TPA). The facilities are carefully constructed to accommodate various processes, as listed below:

Manufacturing facilities	Process
Sarigam	Chlorination
Tarapur	Ammonolysis
Vapi	Ammonolysis
Jhagadia (Units 1 & 2)	Hydrogenation, Methoxylation
Ahmedabad	Sulphonation and Acetylation

Revenue Break-Up

Regional growth (%)	FY 2024-25	FY 2023-24
Domestic	94%	94%
Exports	6%	6%

Operational Diversity

Valiant Organics Limited is part of the Aarti Group, which comprises prominent enterprises like Aarti Surfactants, Aarti Industries, and Aarti Drugs. The company specialised in a variety of chemical processes, such as acetylation, hydrogenation, ammonolysis, chlorination, and methoxylation. This comprehensive expertise enables Valiant Organics to provide high-quality products while meeting an extensive spectrum of chemical needs.

The Company's primary product range includes important chemicals, including Para Chlorophenol, Ortho Chlorophenol, 2,4 Dichlorophenol, Para Nitro Aniline, Ortho Anisidine, Para Anisidine, and Para Amino Phenol. These items constitute the foundation of the Company's portfolio, catering to a variety of industrial demands. The company is one of the world's largest makers of chlorophenol derivatives, as well as a major local producer of Para Nitro Aniline (PNA). The company is also a major producer of benzene derivatives and one of the few commercial participants in the manufacturing of ortho-anisidine and para-anisidine. In addition, the company was one of the first to produce Para Amino Phenol (PAP) domestically. The Company's success is due to its highly skilled and experienced team.

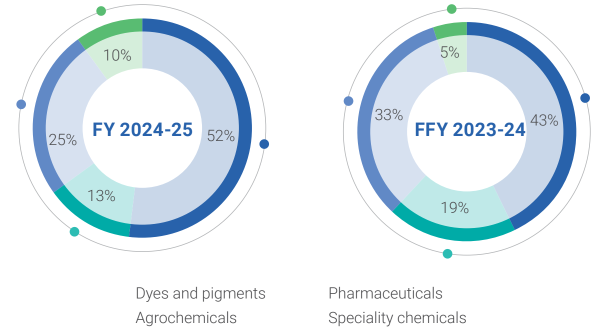
Financial Overview

Financial Performance FY 2024-25

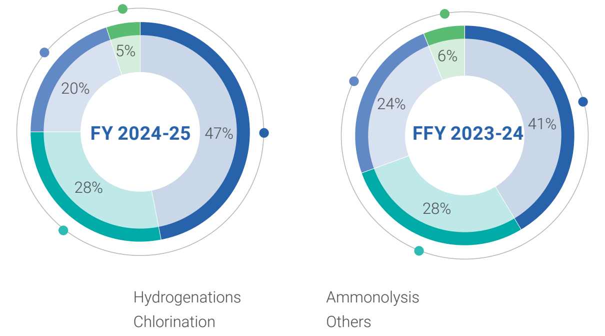
(₹ in millions)

Particulars	FY 2024-25	FY 2023-24	YoY (%)
Revenue from Operations	7,188	6,772	6.1%
EBITDA	618.09	423	46.1%
Profit After Tax (PAT)	(30)	(30)	-
Basic/Diluted EPS (INR)	(1.09)	(1.09)	-

Revenue break-up – End user Industry



Revenue break-up – Chemistries



Key Financial Ratios

Particulars	FY 2024-25	FY 2023-24	YOY (% Change)	Explanations
Current ratio	0.99	0.97	200 bps	The Current Ratio improved marginally from 0.97 in FY 2023-24 to 0.99 in FY 2024-25, reflecting a stable liquidity position. The improvement was supported by better working capital management, timely collection from customers, and disciplined utilization of current assets. Additionally, the Company honored its commitments by making significant payments towards trade payables during the year, which, while reducing current liabilities, demonstrates prudent financial discipline and stronger vendor relationships.
Net debt-to-equity	0.31	0.32	-	The Net Debt-to-Equity ratio declined from 0.32 in FY 2023-24 to 0.31 in FY 2024-25, indicating a marginal reduction in leverage. The improvement was primarily on account of repayment of borrowings, along with better working capital management. Notably, the Company reduced outstanding trade payables through higher settlements, which was funded through internal accruals and operational cash flows, further strengthening the balance sheet position.
Return on equity	(0.45%)	(0.46%)	-	Return on Equity remained negative at (0.45%) in FY 2024-25, broadly in line with FY 2023-24 levels. The negative return reflects the continued net losses during the year, driven by margin pressures and higher finance costs, which offset the benefits of a stable equity base.
Net profit ratio	(0.42%)	(0.45%)	3 bps	This indicates a marginal improvement in net profit, although the ratio remains negative, suggesting the company continues to incur net losses primarily due to increases in finance costs, depreciation, other expenses, and raw material prices.

Strategical Outlook

- Valiant Organics is working towards:
  - Increasing its share in the chemical market and sales.
  - Innovating by improving both supply and delivery processes
  - Keeping costs low and working more efficiently

With a strong business setup, trusted customers, and careful planning, the company is ready to grow and take on new global opportunities.

Looking ahead, the company plans to focus on:

- Technology and Digital Tools: Using smart systems to predict equipment issues, track inventory and production in real time, and manage everything through digital platform (SAP).
- People and Governance: Training future leaders based on skills and improving rules to better handle risks.
- Financial Strength: Keeping finances healthy, using debt wisely, and making sure profits stay steady to support both new projects and possible business purchases.

Risk Management

The Company's reliance on knowledge-intensive operations may lead to adverse consequences from a lack of innovation. Furthermore, annual risks include fluctuations in oil prices as well as foreign exchange rates. China's strong presence in the chemical manufacturing industry remains a constant danger, potentially increasing the inundation of cheaper imports.

Environmental, Social and Governance

The Company is dedicated to integrating health, safety, environmental, social, and governance principles into its business operations. Valiant Organics Limited acknowledges the potential for sustainable growth and value creation through ethical practices and robust governance. The Company places importance on people-centricity by aligning its environmental, health, and safety standards with international norms. Proactive measures are implemented for the well-being of both employees and contractual workers, fostering a positive work environment through initiatives focused on employee satisfaction, human rights, talent management, skills development, and engagement.

The Company is actively involved in Corporate Social Responsibility (CSR) projects that support communities in its operational areas, demonstrating its commitment to employee welfare and community development. In addition to prioritising health and safety, the Company endeavours to create a positive environment for its workforce and align its practices with international standards. Environmental sustainability remains a primary focus, with efforts directed at reducing hazardous waste, conserving water, improving energy efficiency, and optimising natural resource use to minimise its carbon footprint. The Company has implemented Zero Liquid Discharge units across most manufacturing facilities to ensure effective waste management. Furthermore, through a captive renewable energy plant, the Company aims to both moderate costs and reduce its environmental impact.

The Company values strong governance and transparency as fundamental for sustainable growth and success. Its governance structure emphasises accountability and responsibility, supported by policies designed to protect the interests of all stakeholders.

Internal Control System

The Company has established a robust internal control framework, including governance, compliance, audit, control, and reporting aspects. These internal controls play a crucial role in ensuring regulatory compliance, fraud prevention, financial safeguarding, and the reliability of financial reporting. The internal audit team regularly evaluates the effectiveness of these controls and reports its findings to management. Based on these audits, prompt corrective actions are taken to improve the accuracy and efficiency of the internal controls.

Cautionary Statement

The narrative within this Management Discussion and Analysis includes 'forward-looking statements' relating to, among other things, the execution of strategic plans, future business developments, and economic performance. While these statements reflect the Company's assessment and expectations for the future direction of its business, numerous risks, uncertainties, and other unforeseen factors could cause actual outcomes to differ significantly from these expectations. These factors include, but are not limited to, general market, macroeconomic, governmental, and regulatory trends, fluctuations in currency exchange and interest rates, competitive pressures, technological advancements, changes in the financial standing of third parties engaged with the Company, legislative changes, and other significant factors that could influence the Company's business and financial results.

Directors' Report

To
The Members of **VALIANT ORGANICS LIMITED**

Your Board of Directors ("Board") are pleased to present this 20th (Twentieth) Annual Report of Valiant Organics Limited (the "Company"/"VOL"/"Valiant") along with the Audited Financial Statements and Report of Auditors thereon for the Financial Year ended March 31, 2025.

COMPANY'S FINANCIAL HIGHLIGHTS:

(₹ in Lakhs except EPS)

Particulars	**Standalone**		**Consolidated**	
	2024-25	**2023-24**	**2024-25**	**2023-24**
Revenue From Operations	71,876.18	67,719.21	71,876.18	72,305.94
Other Income	811.28	292.54	863.65	930.07
Total Income	72,687.45	68,011.75	72,739.83	73,236.01
EBITDA	6,180.92	4,246.37	6,231.34	4,755.05
Depreciation & Amortisation	3,576.04	3,397.32	3,576.04	3,492.49
Profit before Finance Costs	2,604.88	849.05	2,655.30	1,262.56
Finance Costs	2,363.88	1,937.99	2,363.90	1,634.34
Profit before Exceptional income	240.99	(1,088.94)	291.40	(371.78)
Exceptional Items	-	575.00	(76.23)	(497.55)
Profit before Tax	240.99	(513.93)	215.17	(869.32)
Total Tax Expenses	540.83	(209.59)	557.93	(29.67)
Net Profit for the period	(299.84)	(304.34)	(342.76)	(839.65)
Other Comprehensive Income	(92.70)	70.74	(95.41)	70.74
Total of profit and other comprehensive income for the period	(392.54)	(233.60)	(438.16)	(768.91)
Earnings Per Share (in ₹)				
Basic	(1.09)	(1.12)	(1.24)	(3.07)
Diluted	**(1.09)**	**(1.09)**	**(1.24)**	**(3.00)**

OVERVIEW OF COMPANY'S FINANCIAL PERFORMANCE:

On a Standalone basis, the Revenue from Operations for FY 2025 was ₹ 71,876.18 Lakhs, higher by 6.14% over the previous year's Revenue from Operations of ₹ 67,719.21 Lakhs. The profit after tax ("PAT") attributable to shareholders for FY 2025 was ₹ (299.84) Lakhs as against ₹ (304.34) lakhs for FY 2024.

On a Consolidated basis, the Revenue from Operations for FY 2025 was ₹ 71,876.18 Lakhs, lower by 0.59 % over the previous year's Revenue from Operations of ₹ 72,305.94 Lakhs. The profit after tax ("PAT") attributable to shareholders for FY 2025 was ₹ (342.76) Lakhs as against ₹ (839.65) Lakhs for FY 2024.

On a Standalone basis, Your Company's Earnings before Interest Depreciation and Taxes stood at ₹ 6,180.92 Lakhs in FY 2025 as compared to ₹ 4,246.37 Lakhs in FY 2024. Likewise Earning per share ₹ (1.09) (Basic) and ₹(1.09) (Diluted) stood at in FY 2024-25 as compared to ₹ (1.12) (Basic) and ₹ (1.09) (Diluted) in FY 2023-24.

On a Consolidated basis, Your Company's Earnings before Interest Depreciation and Taxes stood at ₹ 6,231.34 Lakhs in FY 2025 as compared to ₹ 4,755.05 Lakhs in FY 2024. Likewise Earning per share ₹(1.24) (Basic) and ₹ (1.24) (Diluted) stood at in FY 2024-25 as compared to ₹(3.07) (Basic) and ₹ (3.00) (Diluted) in FY 2023-24.

DIVIDEND:

Your Directors regret to state their inability to recommend any dividend on equity shares for the financial year ended March 31, 2025.

STATE OF AFFAIRS:

The state of your Company's affairs is given in the Management Discussion and Analysis, which forms part of this Annual Report.

DIVIDEND DISTRIBUTION POLICY:

Pursuant to the requirements of Regulation 43A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "Listing Regulations"), the Company has formulated a Dividend Distribution Policy. This Policy outlines the parameters and circumstances considered by the Board while determining the declaration of dividends or retention of profits. The Dividend Distribution Policy is available on the Company's website at the following link: https://www.valiantorganics.com/assets/investors/dividend-distribution-policy.pdf

TRANSFER TO RESERVES:

There is no amount proposed to be transferred to general reserve this year.

SHARE CAPITAL:

During the year, following the approval of shareholders through a resolution passed by Postal Ballot on January 1, 2025, the Authorised Share Capital of the Company was increased from ₹ 40,00,00,000 (Rupees Forty crores only) divided into 3,71,00,000 (Three crores Seventy One Lakh) Equity Shares of ₹ 10 (Rupees Ten only) each, 20,00,000 (Twenty Lakh) Optionally Convertible Preference Shares of ₹ 10 (Rupees Ten only) each, 40,000 (Forty Thousand) Preference Shares of ₹ 100 (Rupees Hundred only) each and 5,00,000 (Five Lakhs) Redeemable Preference Shares of ₹ 10 (Rupees Ten only) each to ₹ 55,00,00,000 (Rupees Fifty Five Crore Only) divided into 5,21,00,000 (Five Crore Twenty One Lakh) Equity shares of ₹ 10 (Rupees Ten only) each, 20,00,000 (Twenty Lakhs) Optionally Convertible Preference Shares of ₹10 (Rupees Ten only) each, 40,000 (Forty Thousand) Preference Shares of ₹100 (Rupees Hundred each) and 5,00,000 (Five Lakhs) Redeemable Preference Shares of ₹10 (Rupees Ten Only) each.

Allotment under Employee Stock Option Plan:

Pursuant to exercise of stock options, the Company has allotted 24,000 Equity Shares on September 25, 2024 to the eligible employees under the existing "Valiant - Employees Stock Option Plan 2022".

Allotment of Bonus Shares to the holders of Optionally Convertible Preference Shares:

During the year, on March 25, 2025, the Company allotted 4,05,561 fully paid-up Bonus Equity Shares of face value ₹ 10 each to the holders of Optionally Convertible Preference Shares (OCPS), which had been kept in abeyance and were subsequently converted into Equity Shares effective December 6, 2023. The allotment was made in the ratio of 1:1, as approved by the shareholders at the Extraordinary General Meeting held on December 15, 2020.

Considering these allotments, the issued, subscribed and paid-up capital of the Company as on March 31, 2025 stood at ₹ 28,00,46,100 consisting of 2,80,04,610 fully paid-up equity shares of face value ₹ 10/- each.

Apart from the above, the Company has neither issued any shares with differential rights as to dividend, voting or otherwise nor issued any sweat equity shares during the year under review.

VALIANT ORGANICS LIMITED EMPLOYEES STOCK OPTION PLAN 2022:

The Board of Directors formulated the 'Valiant - Employees Stock Option Plan 2022' (ESOP-2022) on April 30, 2022. The Scheme was subsequently approved by the Members through Postal Ballot on June 15, 2022. The purpose of the ESOP-2022 is to reward eligible employees of the Company and/or its Subsidiary Companies, Group Companies, or Associate Companies (present or future), whether in India or abroad, for their performance and to motivate them to contribute to the growth and profitability of the Company. The Scheme also aims to attract, retain, and nurture talent within the organisation.

The Company views Employee Stock Options as an instrument that enables employees to share in the future value they help create. The ESOP-2022 has been formulated in compliance with the provisions of the Companies Act, 2013 and the SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 ("SEBI SBEB and Sweat Equity Regulations").

Under the ESOP-2022, the Company may grant up to 10,00,000 Options to eligible employees, in one or more tranches from time to time. In aggregate, these options shall be exercisable into not more than 10,00,000 fully paid-up Equity Shares of ₹ 10 each, with each Option entitling the holder to apply for one Equity Share of the Company, subject to the terms and conditions laid down under the Scheme.

During the year under review:

- 24,000 Stock Options were exercised and allotted to eligible employees on September 25, 2024.
- 15,000 Stock Options were granted to an eligible employee of the Company on November 13, 2024.

Further, in accordance with the Companies Act, 2013 and the SEBI SBEB and Sweat Equity Regulations, the statutory disclosures and a certificate from CS Sunil M. Dedhia (COP No. 2031), Secretarial Auditor of the Company, confirming that the ESOP-2022 has been implemented in compliance with the applicable regulations, are available on the Company's website at https://www.valiantorganics.com/assets/investors/pcs-certificate-esop-11-08-2025.pdf

SUBSIDIARIES, ASSOCIATES AND JOINT VENTURE COMPANIES:

The Company as on March 31, 2025 has 2 (Two) subsidiaries namely, Valiant Speciality Chemical Limited, and Dhanvallabh Ventures LLP.

As on March 31, 2025, the Company has 2 indirect Associate Companies namely Valiant Laboratories Limited and Valiant Advanced Sciences Private Limited. The Company does not have any Joint Venture.

During the year, the Board of Directors reviewed the affairs of the subsidiaries. Pursuant to the first proviso to Section 129(3) of the Companies Act, 2013 read with Rule 5 and 8 of the Companies (Accounts) Rules, 2014, the salient features of the financial statements and performance of each subsidiary in Form AOC-1 is disclosed under **Annexure-A** and forms integral part of this Report.

Further, pursuant to the provisions of Section 136 of the Companies Act, 2013, the financial statements along with other relevant documents, in respect of subsidiaries, are available on the website of the Company and the web link thereto is https://www.valiantorganics.com/investors.php?action=showSubcat&id=4

MATERIAL SUBSIDIARY:

As on March 31, 2025, none of the subsidiaries of the Company fulfils the criteria given under Regulation 16(1)(c) of the Listing Regulations. A Policy on material subsidiaries had been formulated and is available on the website of the Company and the web link thereto is https://www.valiantorganics.com/assets/investors/Policy-for-Material-Subsidiary.pdf

CONSOLIDATED FINANCIAL STATEMENTS:

In accordance with the provisions of the Section 129(3) of the Companies Act, 2013 and Regulation 33 of the Listing Regulations and applicable Accounting Standards, the Audited Consolidated Financial Statements of the Company for the Financial Year 2024-25, together with the Auditors' Report forms part of this Annual Report.

BOARD OF DIRECTORS AND KEY MANAGERIAL PERSONNEL (KMP):

Composition:

The composition of the Board is in conformity with Section 149 of the Companies Act, 2013 and Regulation 17 of the Listing Regulations. As on March 31, 2025, the Board comprises 12 (Twelve) Directors out of which 5 (five) are Executive Directors, 2 (two) Non-Executive Directors and 5 (five) Non-Executive Independent Directors. The Chairperson of the Board is an Independent Director. The Board has highly qualified members and has varied experience in their respective fields.

Appointment / Re-appointment:

During the year, the Board of Directors, based on the recommendation of the Nomination and Remuneration Committee at its meeting held on May 24, 2024, appointed Shri Parimal H. Desai (DIN: 00009272) as an Additional Non-Executive Director of the Company and re-designated Shri Sathiababu K. Kallada (DIN: 02107652), Executive Director, as Managing Director of the Company, subject to the approval of shareholders. These appointments were subsequently approved by the Members at the 19th Annual General Meeting (AGM) held on August 21, 2024. The Members also passed a special resolution approving the continuation of Shri Parimal H. Desai as a Non-Executive Director, despite him having attained the age of 75 years during his directorship.

Based on the recommendation of the Nomination and Remuneration Committee, the Board approved the appointment of Shri Kaustubh Kulkarni as Company Secretary and Compliance Officer of the Company, with effect from May 24, 2024.

Further, based on the recommendation of the Nomination and Remuneration Committee, the Board at its meeting held on November 13, 2024, appointed Shri Paras S. Savla (DIN: 10773507) as an Additional Independent Director for a period of five years and re-designated Shri Parimal H. Desai as an Executive Director and subsequently as Managing Director of the Company for a term of five years, subject to Shareholder's approval. These appointments were approved by the Members through a Postal Ballot dated January 01, 2025, by passing special resolutions.

Additionally, the Board, at its meeting held on November 13, 2024, on the recommendation of the Nomination and Remuneration Committee, re-appointed Shri Navin C. Shah (DIN: 01415556), Chairperson, and Smt. Sonal A. Vira (DIN: 09505883) as Independent Directors of the Company for their second term of five years, effective from August 04, 2025, subject to the approval of shareholders. The Members approved these re-appointments via Postal Ballot dated January 01, 2025, by passing the necessary special resolutions.

In the same meeting, the Board also re-appointed Shri Nemin M. Savadia (DIN: 00128256) and Shri Siddharth D. Shah (DIN: 07263018) as Executive Directors of the Company for a second term of 3 years, effective from May 01, 2025, and June 01, 2025, respectively, subject to Shareholders' approval. These re-appointments were also confirmed by the Members through a Postal Ballot dated January 01, 2025, by way of ordinary resolutions.

Furthermore, in accordance with Section 152 of the Companies Act, 2013, Shri Nemin M. Savadia (DIN: 00128256), Executive Director, and Shri Santosh S. Vora (DIN: 07633923), Non-Executive Non-Independent Director, who retired by rotation, were re-appointed by the Members at the 19th AGM held on August 21, 2024.

Directors retiring by rotation:

Pursuant to the provisions of Section 152 of the Companies Act, 2013 read with the relevant rules made thereunder, one-third of the Directors are liable to retire by rotation every year and if eligible, offer themselves for re-appointment at the Annual General Meeting.

Shri Mahek M. Chheda (DIN: 06763870) and Shri Kiritkumar H. Desai (DIN: 08610595), Directors being longest in the office of the Company shall retire by rotation at the ensuing Annual General Meeting and being eligible, offered themselves for re-appointment. Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors has recommended their re-appointment and the matter is being placed for seeking approval of members at the ensuing Annual General Meeting of the Company.

Pursuant to Regulation 36 of the Listing Regulations read with Secretarial Standard- 2 on General Meetings, necessary details of Shri Mahek M. Chheda and Shri Kiritkumar H. Desai, are provided as an Annexure to the Notice of the Annual General Meeting.

None of the Directors of the Company are disqualified for being appointed as Directors as specified in Section 164(2) of the Companies Act, 2013 and Rule 14(1) of the Companies (Appointment and Qualification of Directors) Rules, 2014.

Resignation / Retirement:

Subsequent to the close of the financial year, Shri Arvind K. Chheda (DIN: 00299741) retired from the position of Managing Director of the Company upon completion of his tenure, with effect from the close of business hours on April 19, 2024. The Board placed on record its sincere appreciation for his invaluable contributions to the growth and development of the Company. Further, Smt. Avani D. Lakhani resigned from the position of Company Secretary and Compliance Officer due to personal commitments. Her resignation became effective from the close of business hours on April 15, 2024. The Board expressed its gratitude for her dedicated service to the Company.

Shri Vishnu J. Sawant (DIN: 03477593) also tendered his resignation as Executive Director of the Company, with effect from the close of business hours on May 31, 2024, citing preoccupation and other personal commitments. The Board placed on record its sincere appreciation for his contributions to the growth and development of the Company.

The members are hereby informed that the remuneration paid to Shri Arvind K. Chheda, Managing Director, and Shri Vishnu J. Sawant, Executive Director, up to their respective dates of resignation was made in continuation of the terms already approved by the members at the Annual General Meeting held on September 15, 2023, and was not revised thereafter.

Additionally, after the conclusion of the financial year 2024–25, Shri Mulesh M. Savla (DIN: 07474847) ceased to be an Independent Director of the Company upon completion of his second consecutive term, with effect from April 19, 2025. The Board expressed its gratitude for his dedicated service to the Company.

Declarations by Independent Directors:

In accordance with Section 149(7) of the Companies Act, 2013 and Regulation 25(8) of the Listing Regulations, as amended, each Independent Director of the Company has provided a written declaration confirming that he/she meets the criteria of independence as stipulated under Section 149(6) of the Companies Act, 2013 and Regulation 16(1)(b) of the Listing Regulations.

In the opinion of the Board, Independent Directors fulfil the conditions specified in Companies Act, 2013 read with the Schedules and Rules issued thereunder as well as Listing Regulations and are independent from Management.

All the Independent Directors of the Company have registered their names in the online database of Independent Directors maintained with the Indian Institute of Corporate Affairs in terms of Section 150 of the Companies Act, 2013 read with Rule 6 of the Companies (Appointment & Qualification of Directors) Rules, 2014.

Familiarization Programmes:

The Company has a Familiarisation programme for its Independent Director which is imparted at the time of appointment of an Independent Director on Board as well as annually. During the year, the Independent Directors of the Company were familiarized and the details of familiarization programmes imparted to them are placed on the website of the Company and the web link thereto is: https://www.valiantorganics.com/assets/investors/familiarisation-programme-of-id-2024-25.pdf

Number of Meetings of the Board:

The Board met 4 (four) times during the Financial Year 2024-25. The details of Board Meetings and the attendance of the Directors at such meetings are provided in the Corporate Governance Report, which forms part of this Annual Report. The intervening gap between the meetings was within the prescribed period under the Companies Act, 2013 and the Listing Regulations.

Key Managerial Personnel:

During the financial year 2024-25 and as on the date of this report, the following are Key Managerial Personnel of the Company as per Sections 2(51) and 203 of the Companies Act, 2013:

i) Shri Arvind K. Chheda – Managing Director (Retired w.e.f. April 19, 2024)

ii) Shri Sathiababu K. Kallada - Managing Director (Appointed w.e.f., May 24, 2024)

iii) Shri Parimal H. Desai – Managing Director (Appointed w.e.f. January 01, 2025)

iv) Shri Mahek M. Chheda- Executive Director and Chief Financial Officer

v) Smt. Avani D. Lakhani – Company Secretary (Resigned w.e.f. April 15, 2024)

vi) Shri Kaustubh B. Kulkarni - Company Secretary (Appointed w.e.f. May 24, 2024)

The above changes in the Key Managerial Personnel were intimated to stock exchanges within stipulated timelines prescribed under the Listing Regulations.

DIRECTORS’ RESPONSIBILITY STATEMENT:

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

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

b. That the Directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the Financial Year and of the profit and loss of the Company for that period;

c. That the Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the Assets of the Company and for preventing and detecting fraud and other irregularities;

d. That Directors have prepared the annual accounts on a going concern basis;

e. The Directors had laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively;

f. The Directors had devised adequate systems and processes, commensurate with the size of the Company and the nature of its business, to ensure compliance with the provisions of all applicable laws and that such system and processes are operating effectively.

ANNUAL BOARD EVALUATION:

Pursuant to the provisions of the Companies Act, 2013 and as per the Listing Regulations, the Board of Directors has carried out annual performance evaluation of its own performance, the Directors (including Chairperson) individually as well as the working of its Committees.

The Board evaluation was conducted through a questionnaire designed with qualitative parameters and feedback based on ratings. Evaluation of the Board was based on criteria such as composition and role of the Board, Board communication and relationships, functioning of Board Committees, review of performance of Executive Directors, succession planning, strategic planning, etc.

Evaluation of Directors was based on criteria such as participation and contribution in Board and Committee meetings, representation of Shareholder’s interest and enhancing Shareholder’s value, experience and expertise to provide feedback, and guidance to top management on business strategy, governance, risk and understanding of the organization’s strategy, etc.

The performance of the Committees and Independent Directors were evaluated by the entire Board of Directors except for the Director being evaluated. The performance evaluation of the Chairperson, Non-Independent Directors and Board as a whole was carried out by the Independent Directors. The Board of Directors expressed their satisfaction with the evaluation process.

COMMITTEES OF THE BOARD:

As on March 31, 2025, the Board has constituted the following committees:

- Audit Committee
- Corporate Social Responsibility Committee
- Nomination and Remuneration Committee
- Risk Management Committee
- Stakeholders Relationship Committee
- Finance and Investment Committee (Non Statutory Committee)
- Allotment Committee (Non Statutory Committee)

During the year, all recommendations made by the committees were approved by the Board.

Details of all the Statutory Committees such as terms of reference, composition and meetings held during the year under review are disclosed in the Corporate Governance Report, which forms part of this Annual Report.

AUDIT COMMITTEE:

The details of the composition of the Audit Committee, terms of reference, meetings held, etc. are provided in the Corporate Governance Report, which forms part of this Report. During the year, there were no cases where the Board had not accepted any recommendation of the Audit Committee.

CORPORATE SOCIAL RESPONSIBILITY:

In compliance with Section 135 of the Companies Act, 2013 and the Companies (Corporate Social Responsibility Policy) Rules, 2014, the Company has duly constituted a Corporate Social Responsibility (CSR) Committee. The Company's CSR initiatives and activities are in alignment with the statutory requirements under Section 135. A brief overview of the CSR policy and the details of the initiatives undertaken during the year are provided in **Annexure-B** of this Report, in the format prescribed under the said Rules.

Your Company through, Aarti Foundation and various other NGOs, has been doing work in the following sectors.

- Education and Skill Development
- Childcare and Healthcare Facilities
- Women Empowerment
- Environment Sustainability
- Social Welfare
- Housing Aid
- Water Management and Conservation
- Green Environment Project

The detailed Policy on Corporate Social Responsibility is available on the website of the Company on the web link provided below; https://www.valiantorganics.com/assets/investors/CSR%20Policy.pdf

MATERIAL DEVELOPMENTS IN HUMAN RESOURCES / INDUSTRIAL RELATIONS FRONT, INCLUDING NUMBER OF PEOPLE EMPLOYED:

At Valiant, human resources have always been of paramount importance, serving as the key drivers of growth and the foundation of the organization. The Company firmly believes that its people are the architects of its success, and this belief underscores its commitment to human resource development as a core strategic priority. Valiant's HR strategy is centered on cultivating a team of competent, passionate, and visionary leaders capable of scripting a promising future. This involves fostering a culture of continuous learning, innovation, and world-class execution aimed at building a future-ready organization.

The Company places great emphasis on aligning all employees with a shared vision and purpose, recognizing that such alignment is essential for long-term success in the marketplace. It also values strong, mutually beneficial relationships with all stakeholders and remains committed to maintaining harmonious employee relations. Valiant is confident that its workforce will continue to drive the growth agenda, deliver world-class performance, and foster innovation. The Company encourages its employees to uphold human dignity, promote team spirit, and act as responsible custodians of stakeholder trust.

Valiant's commitment to its people, customers, suppliers, and the community is deeply embedded in its policies, programs, and development initiatives reflecting its people-first philosophy in every aspect of its operations. As of March 31, 2025, the Company had 942 permanent employees at its manufacturing plants and administrative office.

NOMINATION AND REMUNERATION POLICY:

Your Company has a Nomination and Remuneration Policy that sets out a framework for determining the remuneration of Directors, Key Managerial Personnel and Senior Management, and also lays down the criteria for the selection and appointment of Board Members. The remuneration paid to the Directors, Key Managerial Personnel and Senior Management during the year was in line with the terms of this Policy. Further, the managerial remuneration for the financial year 2023-24 and 2024-25 was within the limits prescribed under the Companies Act, 2013, including Schedule V thereof, based on the effective capital of the Company.

The policy on remuneration and other matters provided in Section 178(3) of the Companies Act, 2013, has been disclosed in the Corporate Governance Report, which is a part of this report and is also available on the Company's website at the link: https://www.valiantorganics.com/assets/investors/nomination-and-remuneration-policy-new.pdf

PERSONNEL:

The statement containing particulars of employees as required under Section 197(12) of the Companies Act, 2013 read with rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is given in **Annexure-B1** and forms part of this report. As per first proviso to Section 136(1) of the Companies Act 2013 and second proviso of Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the report and financial statements are being sent to the members of the Company excluding the statement of particulars of employees under Rule 5(2). However, these are available for inspection during business hours up to the date of the forthcoming AGM at the registered office of the Company. Any Member interested in obtaining a copy of the said statement may write to the Company Secretary at the Registered Office address of the Company.

MATERIAL CHANGES AND COMMITMENT IF ANY AFFECTING THE FINANCIAL POSITION OF THE COMPANY OCCURRED BETWEEN THE ENDS OF THE FINANCIAL YEAR TO WHICH THIS FINANCIAL STATEMENTS RELATE AND THE DATE OF THE REPORT:

During the financial year, a fire incident occurred on October 21, 2024, at one of the Company's plants located in Ahmedabad, resulting in temporary suspension of operations until January 20, 2025. While no loss of life or injuries were reported, the affected assets are adequately insured, and the Company is in the process of filing insurance claims to recover the damage and related losses. There has been no material impact on the financials or operations of the business.

The Board of Directors had approved a proposal to raise funds up to Rs. 50 crores through the issuance of equity shares on a rights basis at its meeting held on November 13, 2024. However, in view of recent regulatory developments and evolving strategic funding requirements, the Board, through a resolution passed on June 12, 2025, decided to withdraw the proposed rights issue. Subsequently, post cancellation of the rights issue, the Company, vide its communication dated June 19, 2025, informed that a proposal for considering fund raising through a public issue of securities would be placed before the Board at its meeting scheduled on June 25, 2025. Owing to administrative exigencies, the said meeting was postponed, and there are currently no further updates in this regard to be shared with the shareholders.

It may be noted that these events have not had any material financial impact or commitments. There have been no other significant changes or commitments affecting the financial position of the Company between the end of the financial year and the date of this Report.

RISK MANAGEMENT:

During the year under review, the Company has identified and evaluated elements of risk. The risk, inter-alia, further includes fluctuations in foreign exchange, Raw Material Procurement risk, Environmental and Safety Risk, Working Capital Risk, Market Risk and Business Operations Risk. The Company has put in place an Enterprise risk management policy which enables businesses to take faster, informed and quality decisions, encouraging a risk resilient culture.

The risk management framework defines the risk management approach of the Company and includes periodic review of such risk and also documentation, mitigating controls and reporting mechanisms of such risks.

In compliance with Regulation 21 of the Listing Regulations, your Company has a Risk Management Committee and the Committee, through its dynamic risk management framework continuously identifies, evaluates and takes appropriate measures to mitigate various elements of risks.

INTERNAL FINANCIAL CONTROL SYSTEMS AND THEIR ADEQUACY:

Your Company has clearly laid down policies, guidelines and procedures that form part of internal financial control systems, which provide for automatic checks and balances. Your Company has maintained a proper and adequate system of internal controls. The Company has appointed an Internal Auditor who periodically audits the adequacy and effectiveness of the internal controls laid down by the Management and suggests improvements. This ensures that all Assets are safeguarded and protected against loss from unauthorized use or disposition and that the transactions are authorised, recorded and reported diligently. Your Company's internal control systems are commensurate with the nature and size of its business operations. Internal Financial Controls are evaluated and Internal Auditors' Reports are regularly reviewed by the Audit Committee of the Board. Statutory Auditors Report on Internal Financial Controls as required under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 is annexed with the Independent Auditors' Report.

COMPLIANCE MANAGEMENT SYSTEM:

The Company with its sheer focus committed to achieve 100% compliance. We have adopted a third-party managed IT-based Compliance Management System. It has a repository of all applicable regulations and requisite compliances. It has an in-built alert system that sends alerts to the users and intimates concerned personnel about upcoming compliances.

INVESTOR EDUCATION AND PROTECTION FUND:

During the financial year, no amount was required to be transferred to the Investor Education and Protection Fund (IEPF). However, the unpaid dividend amounts along with the underlying shares pertaining to the final dividend for the financial year 2017–18 and the interim dividend for the financial year 2018–19 are scheduled to be transferred to the IEPF during the financial year 2025–26.

To inform the concerned shareholders, the Company, through its Registrar and Share Transfer Agent (RTA), has sent intimation letters requesting them to claim their respective unpaid dividend amounts from the Company's Unclaimed Dividend Account within the prescribed period. Failing such claims, the amounts and corresponding shares will be transferred to the IEPF as per applicable rules.

Pursuant to the provisions of IEPF (Uploading of Information regarding unpaid and unclaimed amounts lying with Companies) Rules, 2012, the Company has uploaded the details of unpaid and unclaimed amounts lying with the Company as on March 31, 2025 on the website of the Company, at web link https://www.valiantorganics.com/investors.php?action=showSubcat&id=8

RELATED PARTY TRANSACTIONS:

The Company has a Policy on Materiality of Related Party Transaction and dealing with Related Party Transaction. The said policy is available on the website of the Company at https://www.valiantorganics.com/assets/investors/related-party-transactions-policy.pdf

All related party transactions that were entered into during the FY 2024-25 were on an arm's length basis and were in the ordinary course of the business. All transactions entered with related parties were in compliance with the applicable provisions of the Companies Act, 2013 read with the relevant rules made thereunder and the Listing Regulations.

All related party Transactions are placed before the Audit Committee for their review, ratification (wherever required) and approval. Prior Omnibus approval is obtained for the transactions which are foreseen and repetitive in nature. A statement of all related party transactions is presented before the Audit Committee on a quarterly basis specifying the nature, value and terms and conditions of the transactions.

The details of related party transactions are provided in the accompanying financial statements.

Particulars of contracts or arrangements with related parties referred to in Section 188(1) of Companies Act, 2013, as prescribed in Form AOC-2 under Rule 8 (2) of the Companies (Accounts) Rules, 2014 is enclosed as **Annexure-C**.

The transactions entered by the Company during the Financial Year under review were in conformity with the Company's Policy on Related Party Transactions.

PARTICULARS OF LOANS, GUARANTEES, INVESTMENTS AND SECURITIES:

Details of Loans, Guarantees and Investments covered under the provisions of Section 186 of the Companies Act, 2013 forms part of the notes to the Financial Statement of the Company.

In line with the Company's commitment towards procuring power through renewable resources and optimize the energy costs, the Company has on April 24, 2025, entered into a "Share Subscription and Shareholders' Agreement" with Prozeal Green Power Private Limited and Pro-Zeal Green Power Eight Private Limited, a Special Purpose Vehicle (SPV) formed for providing, developing, constructing, operating and maintaining renewable energy projects, for subscription of 26.25% of the Equity Shares of SPV. The investment shall also be made through subscription of Compulsory Convertible Debentures, as per the terms of the Agreement.

DEPOSITS:

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

The Company does not have any deposits which are not in compliance with the requirements of Chapter V of the Companies Act, 2013.

CREDIT RATING:

In April 2024, CRISIL Ratings assigned a rating of 'CRISIL A/Negative' for the Company's long-term loan facilities and 'CRISIL A1' for its short-term loan facilities. Subsequently, in June 2024, CRISIL downgraded the ratings to 'CRISIL A-/Negative' for long-term and 'CRISIL A2+' for short-term loan facilities. The revised ratings assigned in June 2024 were reaffirmed by CRISIL in May 2025.

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

Amarjyot Chemical Limited (ACL), which was amalgamated with the Company pursuant to the order of the Hon'ble National Company Law Tribunal, Ahmedabad Bench, dated March 8, 2019, had not complied with Section 134(3)(o) of the Companies Act, 2013, relating to Corporate Social Responsibility (CSR) for the financial year 2014–15. In this regard, the Registrar of Companies (ROC), Mumbai, issued notices to ACL and its then three Directors for non-compliance under Sections 134 and 135 of the Act. To regularize the matter, a compounding application was filed with the ROC on August 27, 2024, requesting leniency in view of the subsequent amalgamation of ACL with the Company. Following a hearing, the Regional Director, Mumbai issued an interim order on February 17, 2025, directing the Company and the former Directors of ACL to pay compounding penalties. In compliance with the order, the Company paid a compounding penalty of ₹ 2.5 lakhs on March 6, 2025, and the matter was formally concluded by the ROC through an order dated March 17, 2025.

This matter is not considered material and does not impact the financials, operations, or going concern status of the Company. Except as stated above, no other material orders have been passed by any Court or Regulator that would affect the Company's future operations. Further, any other notices, communications or penalty orders received from regulators have already been communicated to the stock exchanges in accordance with the applicable provisions of the Listing Regulations, either through periodical filings or separate communications. These matters are not significant or material in nature.

SAFETY, HEALTH AND ENVIRONMENT:

The Company operates according to the best practices with regards to environment, health, safety and quality standards. With a strong commitment to Environment, Health and Safety (EHS) norms, the Company conducts regular EHS and O&M training & tool Box talks of employees. The Company conducts the various safety audits, EHS campaigns, celebrates National Safety week and Environment Day to create awareness and commitment to working safely and to raise awareness about EHS protocols that one should follow in order to avoid accidents and mishaps at the workplaces. The Company motivates employees to maintain safety practices in the field. The Company implemented necessary EHS management procedures. The Company creates a culture of learning and practicing Health, Safety and Environment systems, and procedures among all its employees and contractors.

The Company complies with all statutory requirements concerning Health, safety and environment.

The Company practises eco-friendly manufacturing with minimal to zero discharge of harmful pollutants.

Out of six manufacturing units, five are Zero Liquid Discharge Units. The Company has worked towards reducing plants' energy requirement per unit of output and achieved moderate cost savings by converting high-pressure steam from manufacturing processes to power the plants.

VIGIL MECHANISM / WHISTLE BLOWER POLICY:

The Company has established a Vigil Mechanism and Whistle Blower Policy for its Directors and employees to report concerns about unethical behaviour, actual or suspected fraud, actual or suspected leak of Unpublished Price Sensitive Information or violation of Company's Code of Conduct. It also provides for adequate safeguards against the victimisation of employees who avail of the mechanism, and allows direct access to the Chairperson of the Audit Committee in exceptional cases. Further, your Company has prohibited discrimination, retaliation, or harassment of any kind against any employee who reports under the Vigil Mechanism or participates in the investigation.

The said Policy has been posted on the website of the Company and the web link thereto is www.valiantorganics.com/assets/investors/Whistle%20Blower%20Policy.pdf

AUDITORS AND REPORTS:

Statutory Auditors and their Audit Report for the year ended March 31, 2025:

Upon receipt of approval from the shareholders at the 18th AGM of the Company, Gokhale & Sathe, Chartered Accountants, have been appointed as the Statutory Auditors of the Company to hold office for a second term of five years from the conclusion of the 18th AGM held on September 15, 2023, till the conclusion of the 23rd AGM to be held in 2028. The requirement for the ratification of auditor's appointment at every AGM has been omitted pursuant to Companies (Amendment) Act, 2017 notified on May 7, 2018.

The Auditors have issued an unmodified opinion on the Financial Statements, both standalone and consolidated for the financial year ended March 31, 2025. The said Auditors' Report(s) for the financial year ended March 31, 2025 on the financial statements of the Company forms part of this Annual Report.

The Auditors Report for the financial year ended March 31, 2025 does not contain any qualification, adverse remark or reservation and therefore, do not call for any further explanation or comments from the Board under Section 134(3) of the Companies Act, 2013. The Auditors had not reported any fraud under Section 143(12) of the Companies Act, 2013 and therefore no details are required to be disclosed under Section 134 (3)(ca) of the Companies Act, 2013.

Cost Auditors:

Pursuant to the provisions of Section 148 of the Companies Act, 2013 read with the Companies (Cost Record and Audit) Rules, 2014, the Company is required to maintain cost accounting records and have them audited every year. The Cost accounts and records as required to be maintained are duly made and maintained by the Company.

The Board has re-appointed Ketaki D. Visariya, Cost Accountants, (Membership No.16028) as the Cost Auditor of the Company for Financial Year 2025-26 under Section 148 and all other applicable provisions Companies Act 2013.

The remuneration payable to the Cost Auditor is required to be placed before the Members in a General Meeting for their ratification. Accordingly, a resolution for seeking Member's ratification for the remuneration payable to Ketaki D. Visariya, Cost Accountant, is included in the Notice convening the Annual General Meeting.

Secretarial Auditor and their Audit Report for the year ended March 31, 2025:

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and rules made thereunder, the Company had appointed CS Sunil M. Dedhia (COP No. 2031), Proprietor of Sunil M. Dedhia & Co., Company Secretary in Practice to undertake the Secretarial Audit of the Company for the financial year ending March 31, 2025.

Pursuant to provisions of Section 204(1) of the Companies Act, 2013 and Regulation 24A of the Listing Regulations, the Secretarial Audit Report for the Financial year ended March 31, 2025 issued by CS Sunil M. Dedhia (COP No. 2031), Company Secretary in Practice is annexed as **Annexure- D** and forms an integral part of this Report. During the year under review, the Secretarial Auditor had not reported any fraud under Section 143(12) Companies Act 2013. The Secretarial Auditor's Report contains some disclosure of facts which are self-explanatory and do not need any further comments.

However, the members are requested to note that the Company has complied with the prescribed regulation within the timeline mentioned in the Listing Regulations. Further, based on recent orders passed by the Hon'ble Securities Appellate Tribunal supporting its view that the alleged non-compliance was not justified, the Company has filed waiver applications with the stock exchanges. The outcome of these applications is awaited as on the date of this Report. The members of the Company hereby further requested to refer Corporate Governance Report for the details of Non-compliance.

Further, pursuant to the provisions of Regulation 24A & other applicable provisions of the Listing Regulations, Section 204 read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Audit Committee and the Board of Directors at their respective meetings held on August 13, 2025 have approved and recommended for approval of Members, appointment of M/s Mehta & Mehta, Practicing Company Secretaries (Firm Registration Number: P1996MH007500) as the Secretarial Auditor of the Company for a term of 5 (five) consecutive years, commencing from FY 2025-26 to the FY 2029-30. They have confirmed their eligibility and qualification required under Companies Act 2013 and the Listing Regulations for holding the office, as the Secretarial Auditor of the Company.

A detailed proposal for appointment of Secretarial auditor is made available and forms part of the Notice of Annual General Meeting.

ANNUAL RETURN:

Pursuant to Section 92(3) read with Section 134(3)(a) of the Companies Act, 2013, the Annual Return as on March 31, 2025 shall be available in prescribed format on the Company's website on https://www.valiantorganics.com/assets/investors/mgt-07-2024-25-vol.pdf

CORPORATE GOVERNANCE:

Corporate Governance essentially involves balancing the interests of a Company's stakeholders. The Company is committed to good Corporate Governance practices and the Corporate Governance practices of the Company are a reflection of its values, policies and relationship with our stakeholders.

Your Company has complied with the mandatory Corporate Governance requirements stipulated under the Listing Regulations. A separate Report on Corporate Governance is annexed hereto forming part of this report together with the requisite certificate from Gokhale & Sathe, Chartered Accountants as stipulated under the Listing Regulations.

MANAGEMENT DISCUSSION AND ANALYSIS REPORT:

Pursuant to Regulation 34 read with Schedule V of the Listing Regulations, Management Discussion and Analysis Report, capturing your Company's performance, industry trends and other material changes with respect to your Company's and its subsidiaries, wherever applicable, for the year under review is presented in a separate section forming part of this Annual Report.

BUSINESS RESPONSIBILITY AND SUSTAINABILITY REPORTING (BRSR):

In terms of the Regulation 34(2)(f) of the Listing Regulation read with the guidelines prescribed under the Notice / Circular published by BSE Limited (Notice No.: 20240510-48) and National Stock Exchange of India Limited (Circular Ref. No: NSE/CML/2024/11) on May 10, 2024, Business Responsibility and Sustainability Report for the Financial Year 2024-25 describing the initiatives taken by the Company from an Environment, Social and Governance perspective, is available on the website of the Company at https://www.valiantorganics.com/assets/investors/brsr-2024-25.pdf

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

Your Company has constituted an Internal Complaints Committee, under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and has a policy and framework for employees to report sexual harassment cases at workplace. The Company's process ensures complete anonymity and confidentiality of information.

The Company has Zero tolerance towards any action on the part of any one which may fall under the ambit of Sexual Harassment at workplace and is fully committed to uphold and maintain the dignity of every woman working with the Company.

During the year under review, the HR Dept. had conducted training for awareness on the subject – PoSH, amongst the employees of the Company.

The Company has complied with the provisions relating to the constitution of Internal Complaints Committee under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

The below table provides details of cases / complaints received and disposed during the Financial year 2024-25.

Particulars	No. of Complaints
Number of cases / complaints pending at the beginning of the financial year	0
Number of cases / complaints of sexual harassment received and filed during the financial year	0
Number of cases / complaints disposed off during the financial year	0
Number of cases / complaints pending for more than ninety days	0
Number of cases / complaints pending at the end the financial year	0

During the year, the Company has also complied with the provisions relating to the Maternity Benefit Act, 1961.

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

The particulars relating to conservation of energy, technology absorption, foreign exchange earnings and outgo as required under Section 134(3)(m) of the Companies Act, 2013, read with Rule 8(3) of the Companies (Accounts) Rules, 2014, as amended from time to time, are provided in **Annexure–E** to this report.

SECRETARIAL STANDARDS COMPLIANCE:

During the year under review, the Company has complied with all the applicable Secretarial Standards issued by The Institute of Company Secretaries of India and approved by the Central Government pursuant to Section 118 of the Companies Act, 2013.

DETAILS OF DIFFERENCE BETWEEN THE AMOUNT OF VALUATION AT THE TIME OF ONE TIME SETTLEMENT AND THE VALUATION DONE AT THE TIME OF TAKING A LOAN FROM THE BANKS OR FINANCIAL INSTITUTIONS ALONG WITH THE REASONS THEREOF:

During the Financial Year 2024-25, the Company has not made any settlement with its bankers for any loan / facility availed or / and still in existence.

DETAILS OF APPLICATION MADE OR ANY PROCEEDING PENDING UNDER THE INSOLVENCY AND BANKRUPTCY CODE, 2016 DURING THE FINANCIAL YEAR ALONGWITH THEIR STATUS AS AT THE END OF THE FINANCIAL YEAR:

During the Financial Year 2024-25, there was no application made and proceeding initiated / pending by any Financial and / or Operational Creditors against your Company under the Insolvency and Bankruptcy Code, 2016 (the "Code"). Further, there is no application or proceeding pending against your Company under the Code.

GREEN INITIATIVE:

Your Company has adopted a green initiative to minimize the impact on the environment. The Company has been circulating the copy of the Annual Report in electronic form to all members whose email addresses are available with the Company. Your Company appeals to other members to also register themselves for receiving the Annual Report in electronic form.

ACKNOWLEDGEMENT:

The Board of Directors places on record its sincere appreciation for the dedicated services rendered by the employees of the Company at all levels and the constructive cooperation extended by them. Your Directors would like to express their grateful appreciation for the assistance and support by all Shareholders, Government Authorities, Auditors, financial institutions, Customers, employees, suppliers, other business associates and various other stakeholders.

For and on Behalf of the Board

	Sd	Sd
	Shri Sathiababu K. Kallada	**Shri Mahek M. Chheda**
Place: Mumbai	**Managing Director**	**Executive Director and CFO**
Date: August 13, 2025	DIN:02107652	DIN: 06763870

ANNEXURE – A

FORM AOC-1

[Pursuant to first proviso to sub – section (3) of Section 129 read with Rule 5 of Companies (Accounts) Rules, 2014]

Statement containing salient features of Financial Statements of Subsidiaries / Associate Companies / Joint Ventures

Part "A" – Subsidiaries

(₹ in Lakhs)

Sr. No.	Particulars	Subsidiaries	
1	Name of the subsidiary	Valiant Speciality Chemical Limited	Dhanvallabh Venture LLP
2	Date since when subsidiary was acquired	20-Dec-2019	15-May-2012
3	Reporting Period	Same as of the Holding Company	
4	Reporting Currency & Exchange Rate as on the last date of the relevant financial year in the case of foreign subsidiary	N.A.	N.A.
5	Share Capital	25.00	0.50
6	Reserves & Surplus	(4.46)	7,427.62
7	Total Assets	20.60	7,448.02
8	Total Liabilities	20.60	7,448.02
9	Investments	-	2,556.60
10	Turnover/ Total Income	0.71	135.74
11	Profit Before Taxation	(0.25)	134.73
12	Provision for Taxation	-	19.80
13	Proposed Dividend	-	-
14	% of Shareholding	100	73.15

Part "B": Associates and Joint Ventures

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

(₹ in Lakhs)

Sr. No.	Particulars	Associate Companies		Joint Ventures
1	Name of Associates / Joint Ventures	Valiant Laboratories Limited*	Valiant Advance Sciences Private Limited**	None
2	Latest audited Balance Sheet Date	31-Mar-2025	31-Mar-2025	N.A.
3	Shares of Associate / Joint Ventures held by the company on the year end	Equity Shares	Equity Shares	N.A.
4	No. of shares (Actual)	2,03,50,000	-	N.A.
5	Amount of Investment in Associates / Joint Ventures (₹)	8,925.97	-	N.A.
6	Extend of Holding %	46.84%#	-	N.A.
7	Description of how there is significant influence	Since there is an indirect holding through LLP, in which the Company holds 73.15% of contribution	NA	N.A.
8	Reason why the associate / joint venture is not consolidated	NA	NA	N.A.
9	Net worth attributable to shareholding as per latest audited Balance Sheet	23,438.31	16,498.48	N.A.
10	Profit / Loss for the year:	(217.28)	(5.24)	N.A.
a)	Considered in Consolidation	(76.23)	-	N.A.
b)	Not Considered in Consolidation	(146.29)	-	N.A.

Note: The Company does not have any Joint Venture Company as on March 31, 2025.
* Pursuant to IPO listing of shares, Valiant Laboratories Ltd (VLL) has become Associate Company w.e.f. October 6, 2023.
** Subsidiary of VLL and indirect Associate Company w.e.f. October 6, 2023.
# Holding through Dhanvallabh Ventures LLP.

Names of the associate or joint ventures which are yet to commence operations - NIL

Names of the associate or joint ventures which have been liquidated or sold during the year – NIL

For Gokhale & Sathe
Chartered Accountants

Sd/-
Shri Ravindra More
Partner
Membership No.: 153666

For **Valiant Organics Limited**

Sd/-
Shri Sathiababu K. Kallada
Managing Director
DIN:02107652

Sd/-
Shri Mahek M. Chheda
Executive Director & CFO
DIN: 06763870

Sd/-
Kaustubh B. Kulkarni
Company Secretary
ICSI M. No.: A52980

ANNEXURE – B

The Annual Report on Corporate Social Responsibility (CSR) Activities for the Financial Year ended March 31, 2025

1. Brief outline on CSR Policy:

The Company's policy on CSR sets out a statement containing the approach and direction given by the Board of Directors after taking into account the recommendations of its CSR Committee and includes guiding principles for selection, implementation and monitoring of activities as well as formulation of the annual action plan.

This policy is framed pursuant to Section 135 of the Companies Act, 2013 read with rules made thereunder as amended time to time.

2. Composition of CSR Committee:

Sr. No.	Name of the Members	Designation	Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
1	Shri Navin C. Shah	Chairperson	Independent Director	1	1
2	Shri Mahek M. Chheda	Member	Executive Director	1	1
3	Shri Nemin M. Savadia$	Member	Executive Director	1	1
4.	Shri Arvind K. Chheda*	Member	Managing Director	1	-

* Shri Arvind K. Chheda is ceased to be a Director of the Company and subsequently from the membership from CSR Committee w.e.f., April 19, 2024.

$ Shri Nemin M. Savadia inducted as a Member in CSR Committee w.e.f May 24, 2024.

The Board of Directors in its meeting held on February 13, 2025, inducted Shri Parimal H. Desai, Managing Director as a Member of the CSR Committee effective from April 20, 2025.

3. Provide the web-link where Composition of CSR committee, CSR Policy and CSR projects approved by the Board are disclosed on the website of the company:

https://www.valiantorganics.com/assets/investors/CSR%20Policy.pdf

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:

Not Applicable.

5.	(a)	Average net profit of the company as per sub-section (5) of section 135	**73,60,24,896**
	(b)	Two percent of average net profit of the company as per section 135(5)	**1,47,20,498**
	(c)	Surplus arising out of CSR Projects/Programmes of previous years	**Nil**
	(d)	Amount required to be set-off for the financial year, if any	**63,08,953**
	(e)	Total CSR obligation for the financial year [(b)+(c) - (d)]	**84,11, 545**

6.	(a)	Amount spent on CSR Projects (both On-going Project and other than On-going Project)	**85,00,000**
	(b)	Amount spent in Administrative Overheads	**Nil**
	(c)	Amount spent on Impact Assessment, if applicable	**Nil**
	(d)	Total amount spent for the Financial Year [(a)+(b)+(c)]:	**85,00,000**

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

Total Amount Spent forthe Financial Year.	Amount Unspent				
	Total Amount transferred to Unspent CSR Account as per sub- section (6) of section 135.		Amount transferred to any fund specified under Schedule VII as per second proviso to sub-section (5) of section 135.		
	Amount.	Date of transfer.	Name of the Fund	Amount.	Date of transfer.
85,00,000	Not Applicable				

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

Sr. No.	Particular	Amount (In ₹)
(1)	(2)	(3)
(i)	Two percent of average net profit of the company as per sub-section (5) of section 135	1,47,20,498
(ii)	Total CSR obligation for the financial year 2024-25	84,11,545
(iii)	Total amount spent for the Financial Year	85,00,000
(iv)	Excess amount spent for the Financial Year [(iii)-(ii)]	88,455
(v)	Surplus arising out of the CSR projects or programmes or activities of the previous Financial Years, if any	Nil
(vi)	Amount available for set off in succeeding Financial Years [(iii)-(iv)]	88,455

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

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

8. Whether any capital assets have been created or acquired through Corporate Social Responsibility amount spent in the Financial Year:

Not Applicable.

If Yes, enter the number of Capital assets created/ acquired: - Not Applicable.

Details relating to such asset(s) so created or acquired through Corporate Social Responsibility amount spent in the Financial Year:

Sr. No.	Short particulars of the property or asset(s) [including complete address and location of the property]	Pin code of the property or asset(s)	Date of creation	Amount of CSR amount spent	Details of entity/ Authority/ beneficiary of the registered owner		
(1)	(2)	(3)	(4)	(5)	(6)		
					CSR Registration Number, if applicable	Name	Registered address
Not Applicable							

(All the fields should be captured as appearing in the revenue record, flat no, house no, Municipal Office/Municipal Corporation/ Gram panchayat are to be specified and also the area of the immovable property as well as boundaries)

9. Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per sub-section (5) of section 135: Not Applicable.

Sd/-
Shri Navin C. Shah
Independent Diretor
(Chairperson of CSR Committee)
DIN:01415556

Sd/-
Shri Sathiababu K. Kallada
Managing Director
DIN:02107652

Sd/-
Shri Mahek M. Chheda
Executive Director
(Member of CSR Committee)
DIN: 06763870

Date – August 13, 2025
Place - Mumbai

ANNEXURE – B1

Disclosure pursuant to Section 197 (12) of the Companies Act, 2013 and Rule 5 of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is provided below:

A. The ratio of the remuneration of each Director to the median remuneration of the Employees of the Company for the financial year 2024-25 as well as the percentage increase in remuneration of each Director, CEOs, Chief Financial Officer and Company Secretary are as under:

Sr. no.	Name of the Director(s)	Ratio to Median Remuneration	% increase in remuneration over previous year
Executive Directors			
1	Shri Parimal H. Desai	11.40:1	See Note 1
2	Shri Sathiababu K. Kallada	13.10:1	6%
3	Shri Mahek M. Chheda	9.53:1	
4	Shri Nemin M. Savadia	9.53:1	
5	Shri Siddharth D. Shah	9.53:1	
6	Shri Arvind K. Chheda	0.71:1	See Note 2
7	Shri Vishnu J. Sawant	1.57:1	
Non-Executive Directors			
8	Dr. Kiritkumar H. Desai	0.22:1	See Note 3
9	Shri Santosh S. Vora	0.28:1	
10	Shri Navin C. Shah	0.65:1	
11	Shri Mulesh M. Savla	0.71:1	
12	Smt Sonal A. Vira	0.47:1	
13	Dr. Sudhirprakash B. Sawant	0.47:1	
14	Shri Paras S. Savla	0.07:1	
Key Managerial Personnel			
15	Smt Avani D. Lakhani (Company Secretary)	-	See Note 4
16	Shri Kaustubh B. Kulkarni (Company Secretary)	-	

Notes:

1) Shri Parimal H Desai has been appointed as Non-Executive Director of the Company from May 24, 2024 till January 1, 2025. Subsequently he was re-designated as Executive and Managing Director of the Company w.e.f. January 1, 2025.His remuneration is the combination of sitting fees received for attending the Board / Committee meeting(s) attended till December 31, 2024 and thereafter, the salary paid to him as a Managing Director w.e.f. January 1, 2025.

2) During the year, due to completion of tenure, Shri Arvind K Chheda has retired from the position of Managing Director of the Company w.e.f April 19, 2024. Further, citing personal commitments, Shri Vishnu J. Sawant had tendered his resignation from the directorship of the Company w.e.f. May 31, 2024.

3) The Company has not paid any remuneration to its Non-Executive / Independent Directors except sitting fees for attending Board and Committees meeting and stock options, during the financial year 2024-25.

4) Due to personal commitments, Smt. Avani D. Lakhani, had tendered her resignation from the position of the Company Secretary and Compliance Officer of the Company w.e.f. April 15, 2024. Shri Kaustubh B. Kulkarni has been appointed as the Company Secretary and Compliance Officer of the Company w.e.f. May 24, 2024.

5) Perquisite arising due to exercise of employee stock options has been excluded while calculating the total remuneration.

6) Employees for the above purpose, includes all employees excluding employees governed under collective bargaining.

7) Median remuneration of employees has been calculated based on the remuneration paid during the year to all employees who were on the payroll of the Company at any time during the financial year, excluding the Directors and Key Managerial Personnel.

B. The percentage increase in the median remuneration of employees in FY 2024-25:

The percentage increase in the median remuneration of employees in the financial year is in the range of 6-10% approx. on a like to like basis.

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

942.

D. Average percentage increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentage increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration:

On an average employee received an annual increase between 6 - 10%. The average increase in remuneration (excluding the perquisite value arising due to exercise of stock options) of KMP is 6-8%.

E. Affirmation that the remuneration is as per the Remuneration Policy of the Company:

The Company affirms that the remuneration is as per the remuneration policy of the Company.

For and on Behalf of the Board

Sd/-
Shri Sathiababu K. Kallada
Managing Director
DIN: 02107652

Sd/-
Shri Mahek M. Chheda
Executive Director and CFO
DIN: 06763870

Place: Mumbai
Date: August 13, 2025

ANNEXURE-C

Form No. AOC - 2

(Pursuant to clause (h) of sub-section (3) of section 134 of the Companies Act 2013 and
Rule 8(2) of the Companies (Accounts) Rules, 2014)

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

1. **Details of contracts or arrangements or transactions not at arm's length basis: Nil**
2. **Details of material contracts or arrangement or transactions at arm's length basis:**

a)	Name(s) of the related party	**Aarti Industries Limited**
	Nature of relationship	Promoter Group
(b)	Nature of contracts / arrangements / transactions	Contract for sale of any goods/ materials and/ or rendering of / services; purchase of any goods/ materials and/ or availing of services or other resources and obligations shall be on a continuous basis.
(c)	Duration of the contracts / arrangements / transactions	Continuous basis
(d)	Salient terms of the contracts or arrangements or transactions including the value, if any:	Contract for sale of any goods/ materials and/ or rendering of / services; purchase of any goods/ materials and/ or availing of services or other resources and obligations for an aggregate amount not exceeding ₹950 Crores (Rupees Nine Hundred Fifty Crores Only) for the Financial Year 2024-2025 at arm's length basis in the ordinary course of business of the Company.
(e)	Date(s) of approval by the Board, if any:	February 13, 2024
(f)	Amount paid as advances, if any:	Nil

a)	Name(s) of the related party	**Valiant Laboratories Limited (VLL)**
	Nature of relationship	Indirect Associate Company*
(b)	Nature of contract / arrangements / transactions	Contract for sale of any goods/ materials and/ or rendering of / services or availing of services or other resources and obligations.
(c)	Duration of the contracts / arrangements / transactions	Continuous basis
(d)	Salient terms of the contracts or arrangements or transactions including the value, if any:	Contract for sale of any goods/ materials and/ or rendering of / services; purchase of any goods/ materials and/ or availing of services or other resources and obligations for an aggregate amount not exceeding ₹ 652 Crores (Rupees Six Hundred Fifty Two Crores Only) for the Financial Year 2024-2025 at arm's length basis in the ordinary course of business of the Company.
(e)	Date(s) of approval by the Board, if any:	February 13, 2024
(f)	Amount paid as advances, if any:	Nil

* Indirect Subsidiary Company up to October 6, 2023 and thereafter became an Indirect Associate Company. Valiant Organics Limited (VOL) holds 73.15% stake in Dhanvallabh Ventures LLP, which is a subsidiary of VOL. Dhanvallabh Ventures LLP, in turn, holds 46.84% stake in VLL.

a)	Name(s) of the related party	**Aarti Pharmalabs Limited**
	Nature of relationship	Promoter Group
(b)	Nature of contracts/arrangements /transactions	Contract for sale of any goods/ materials and/ or rendering of / services; purchase of any goods/ materials and/ or availing of services or other resources and obligations
(c)	Duration of the contracts/arrangements /transactions	Continuous basis
(d)	Salient terms of the contracts or arrangements or transactions including the value, if any:	Contract for sale of any goods/ materials and/ or rendering of / services; purchase of any goods/ materials and/ or availing of services or other resources and obligations for an aggregate amount not exceeding ₹ 135 Crores (Rupees One Hundred Thirty Five Crores Only) for the Financial Year 2024-2025 at arm's length basis in the ordinary course of business of the Company.
(e)	Date(s) of approval by the Board, if any:	February 13, 2024
(f)	Amount paid as advances, if any:	Nil

The above mentioned transactions were entered into by the Company in its ordinary course of business. Materiality threshold has been taken as the criteria prescribed in Rule 15 (3) of the Companies (Meetings of Board and its Powers) Rules, 2014.

For and on Behalf of the Board

Sd/-
Shri Sathiababu K. Kallada
Managing Director
DIN: 02107652

Sd/-
Shri Mahek M. Chheda
Executive Director and CFO
DIN: 06763870

Place: Mumbai
Date: August 13, 2025

ANNEXURE-D

Form No. MR - 3

SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED ON MARCH 31, 2025

(Pursuant to Section 204 (1) of the Companies Act, 2013 and Rule No.9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014)

To,
The Members,
Valiant Organics Limited
(CIN: L24230MH2005PLC151348)
109, Udyog Kshetra, 1st Floor,
Mulund Goregaon Link Road,
Mulund (W), Mumbai 400080

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Valiant Organics Limited (hereinafter called "the Company"). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the Company has, during the audit period covering the Financial Year ended on March 31, 2025 ('Audit Period') 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:

I 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:

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

(ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;

(iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;

(iv) Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment, External Commercial Borrowings to the extent applicable;

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

  (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

  (b) The Securities Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

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

  (d) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;

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

  (f) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 which were not applicable to the Company during the Audit Period;

  (g) 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;

  (h) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 which were not applicable to the Company during the Audit Period; and

  (i) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 which were not applicable to the Company during the Audit Period.

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

(i) Secretarial Standards issued by The Institute of Company Secretaries of India;

(ii) Listing Agreement entered into by the Company with BSE Limited and National Stock Exchange of India Limited;

During the Audit Period under review and as per the representations and clarifications made, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards etc. mentioned above ***except that there was delay in obtaining approval of the members via special resolution for appointment / continuation of directorship of a Non-executive Director upon attaining age of 75 years required under Regulation 17(1A) of the Listing Regulations read with relevant SEBI Master Circular for which fine of Rs.1,98,240/- was paid to each of BSE Limited and National Stock Exchange of India Limited.***

I further report that based on review of compliance system prevailing in the Company, I am of the opinion that the Company has adequate systems and processes in place commensurate with its size and nature of operations to monitor and ensure compliance with the following laws applicable specifically to the Company:

(a) The Explosive Act,1884 and Rules made thereunder;

(b) Indian Boiler Act, 1923 & The Indian Boilers Regulations, 1950;

(c) Air (Prevention and Control of Pollution) Act, 1981;

(d) Water (Prevention and Control of Pollution) Act, 1974;

(e) The Noise (Regulation and Control) Rules, 2000;

(f) Environment Protection Act, 1986 and other environmental laws;

(g) Hazardous & Other Wastes (Management and Transboundary Movement) Rules, 2016; and

(h) Public Liability Insurance Act, 1991.

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

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

All decisions at the Board Meetings and Committee Meetings were taken unanimously as recorded in the minutes of the meetings of the Board of Directors or Committees of the Board, as the case may be.

I 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.

I further report that during the Audit Period under review, there was no specific events /actions in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc. having a major bearing on the Company's affairs.

This report is to be read with Annexure which forms an integral part of this report.

CS Sunil M. Dedhia
Proprietor, Sunil M. Dedhia & Co.
Company Secretaries
FCS No: 3483 C.P. No. 2031
UDIN: F003483G000997421
Peer Review Certificate No. 867/2020
Unique Identification No. S1993MH012200

Mumbai, Dated August 13, 2025

Annexure

To The Members,
Valiant Organics Limited
(CIN: L24230MH2005PLC151348)
109, Udyog Kshetra, 1st Floor,
Mulund Goregaon Link Road,
Mulund (W), Mumbai 400080

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

(1) Maintenance of Secretarial record is the responsibility of the management of the Company. My responsibility is to express an opinion on these secretarial records based on my audit.

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

(3) I have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.

(4) Wherever required, I have obtained the Management representation about the compliance of Laws, Rules and Regulations and happening of events etc.

(5) The compliance of the provisions of Corporate and Other Applicable Laws, Rules, Regulations, Standard is the responsibility of Management. My 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 the efficacy or effectiveness with which the Management has conducted the affairs of the Company.

CS Sunil M. Dedhia
Proprietor, Sunil M. Dedhia & Co.
Company Secretaries
FCS No: 3483 C.P. No. 2031
UDIN: F003483G000997421
Peer Review Certificate No. 867/2020
Unique Identification No. S1993MH012200

Mumbai, Dated August 13, 2025

Annexure-E

Disclosure pursuant to Section 134(3)(m) of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts), Rules 2014

A. Conservation for Energy:

The Steps were taken or Impact on Conservation of Energy:

- **Existing Operational Technologies Supporting GHG Reduction:**
  - Agitated Thin Film Evaporators (ATFE) and Agitated Thin Film Dryers (ATFD) at Sarigam and Ahmedabad respectively continue to improve resource efficiency through solvent recovery and reduced thermal load.
  - Mechanical Vapor Recompression (MVR) systems at select plants enable energy-efficient effluent evaporation without external steam, lowering the carbon footprint of wastewater management.
  - Reverse Osmosis (RO) systems for wastewater recycling and stormwater treatment are operational across multiple sites, reducing the energy intensity of water usage.
  - Solar panels and wind energy systems installed in prior years remain functional and contribute to renewable energy sourcing.
- **New Initiatives and Upgrades:**

  During the year, the Company implemented several new measures that complement its on-going emission reduction efforts:
  - EFFIMAX-4000 Boiler Monitoring Systems were installed at Jhagadia Unit and Sarigam, enabling real-time monitoring, automated alerts, and performance analytics to optimize boiler efficiency and reduce fuel-related emissions.
  - Automation upgrades, including Distributed Control Systems (DCS), were introduced at Tarapur and are scheduled for commissioning at Vapi, enhancing operational control and reducing process variability and energy wastage.
  - In-house nitrogen generation through PSA (Pressure Swing Adsorption) systems at Jhagadia Unit 2 reduces GHG emissions from transportation and external sourcing of industrial gases.
  - Venturi scrubbers, FRP (Fibre-Reinforced Plastic) scrubbers, and ash handling systems were installed across sites to reduce stack and fugitive emissions, improving overall air quality control.
- **Carbon Sequestration through Greenbelt Development:**

  The Company has developed a greenbelt area of 15,500 sq. meters at Jhagadia Unit 2, with 9,500 sq. meters developed outside and 6,000 sq. meters inside the plant premises since June 2024. This initiative enhances site-level ecological balance and contributes to long-term carbon sequestration.
- **The Capital Investment on energy conservation equipments:**

  An Investment of approximately ₹ 25.61 Crore has been dedicated to energy conservation equipments.

B. Technology absorption, adaptation, and innovation:

- ### Efforts Made Towards Technology Absorption:
  1. **Conservation of Energy:** Installation of EFFIMAX-4000 Boiler Monitoring System at Jhagadia Unit 1 for advanced real-time monitoring, automated alerts, and performance analytics to optimize boiler operations.
  2. **Water Management:**
     - Jhagadia Unit 2:
       - Installation of 350 m³/day RO system for stormwater management.
       - Installation of 165 KLD RO system for wastewater treatment and recycling.
       - Commissioning of new PVA Gel system and SBR tank repair to improve effluent treatment.

- Jhagadia Unit 1:
  - Installation of 300 KL raw water storage tank for uninterrupted operations during GIDC supply disturbances.

3. **Other Technology-Driven Initiatives:**

- Sarigam Plant:
  - Installation of Agitated Thin Film Evaporator (ATFE) for solvent recovery and waste minimization.
- Ahmedabad Plant:
  - Installation of Agitated Thin Film Dryer (ATFD) to improve drying operations and reduce liquid waste.
- Vapi Plant:
  - Implementation of a process to reuse spent HCl in ETP operations to reduce solid waste.
- Additional Equipment Installations Across Plants:
  - ANFD and RVD at Ahmedabad for multipurpose drying/filtration and low-temp evaporation.
  - FRP scrubber with blower at Ahmedabad for scrubbing and recovery of hazardous vapors like HCl.
  - New SFD, PSA system (in-house nitrogen), Venturi scrubber, and ash handling system at Jhagadia Unit 2.
  - 5 KL resin bed, packed column, reciprocating vacuum pumps, and RFE at Sarigam.
  - Automation systems, reactor replacements, and MPCB-compliant infrastructure upgrades at Tarapur.

- **Benefits Derived as a Result of the Above Efforts:**
  - Improved product yield through process optimization and reduction of by-product formation.
  - Enhanced product quality and consistency due to plant modifications and automation.
  - Increased production efficiency and capacity utilization by upgrading existing equipment and utilizing idle assets.
  - Reduction in water consumption through installation of RO systems and internal recycling mechanisms.
  - Improved wastewater treatment efficiency leading to better environmental compliance (COD reduction, SBR enhancements).
  - Reduced emissions and environmental impact through scrubber systems, ash handling, and vapor recovery setups.
  - In-house generation of utilities (nitrogen via PSA systems), reducing cost and dependence on external suppliers.
  - Energy savings and operational efficiency through real-time monitoring and boiler performance optimization.
  - Effluent reduction by replacing traditional systems (steam ejectors) with modern vacuum systems.
  - Safer operations and improved workplace safety via automation, equipment replacements, and enhanced process control.
  - Cost savings achieved through energy efficiency, process streamlining, and raw material recovery.
  - Support for regulatory and environmental compliance (MPCB norms, sustainable water and air management).
  - Space and manpower optimization by using multipurpose equipment (ANFD, ATFD).

- **Information regarding technology imported during the last 3 years:**

  During the financial year 2024–25, the Company undertook the integration of the SAP (Systems, Applications, and Products in Data Processing) system as part of its digital transformation initiative. This enterprise resource planning (ERP) system was imported and implemented to streamline business operations across departments including finance, procurement, inventory, production, sales, and compliance. The SAP system has been fully absorbed and is now operational across all key business functions. The successful integration has enabled real-time data access, improved process efficiency, enhanced data accuracy, and better decision-making capabilities. As of the end of the financial year, there are no pending areas of absorption, and the system has been effectively embedded into the Company's operations without any major implementation challenges.

- **Expenditure incurred on Research and Development:**

Years	(₹ in lakhs)
Financial year 2024-25	6 (Approximately)
Financial year 2023-24	100 (Approximately)

C) Foreign Exchange Earnings and Outgo

The details of foreign exchange earnings and outgo's are as follows: -

(₹ in Lakhs)

Particulars	Financial year 2024-25	Financial year 2023-24
Foreign Exchange earnings	3,618.85	629.08
Foreign Exchange outgo's	4,075.59	979.89

For and on Behalf of
Valiant Organics Limited

Sd/-
Shri Sathiababu K. Kallada
Managing Director
DIN: 02107652

Sd/-
Shri Mahek M. Chheda
Executive Director and CFO
DIN: 06763870

Place: Mumbai
Date: August 13, 2025

Report on Corporate Governance

[Pursuant to the Companies Act, 2013 and the Part C of Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 {the "Listing Regulations"} and forming a part of the report of the Board of Directors]

1. Philosophy on the code of governance:

Corporate Governance is essentially the management of an organization's activities in accordance with policies that are value-accretive for all stakeholders. The corporate governance philosophy of your Company is based on its core values; Persistent, Confident, Resilient. The Company is committed to the adoption and adherence to Corporate Governance Practices that ensure; adequate transparency to take informed decisions and building trust for impactful collaboration.

These governance practices help enhancement of long-term Shareholder's value and interest of other Stakeholders and also help to align with our strategy for sustainable growth. The Company is committed to maintain high standards of Corporate Governance to achieve business excellence and strengthen the confidence of all stakeholders. The Company constantly endeavours to create and sustain long-term value for all its stakeholders including, but not limited to, shareholders, employees, customers, business partners, suppliers, and the wider communities that we serve.

The Board fully appreciates the need for increased awareness for responsibility, transparency and professionalism in management of the Organization. The Board believes that Corporate Governance is not an end; it is just the beginning towards growth of the Company for long term prosperity. Continuous efforts taken towards strong governance practice have rewarded the Company in the sphere of stakeholders' confidence, valuation, market capitalisation and high credit rating.

The Company is in compliance with the requirements stipulated under Regulation 17 to 27 read with Schedule V and clauses (b) to (i) of sub-regulation (2) of Regulation 46 of the Listing Regulations, as applicable, with regard to corporate governance.

2. Board of Directors:

The primary role of the Board of Directors (the "Board") is that of trusteeship - to protect and enhance shareholders value. The Board have a fiduciary responsibility to ensure that the Company's actions and objectives are aligned to sustainable growth and long-term value creation.

The Board is entrusted and empowered to oversee the management, direction and performance of the Company with a view to protect the interest of the stakeholders and enhance value for shareholders. The Board monitors the strategic direction of the Company.

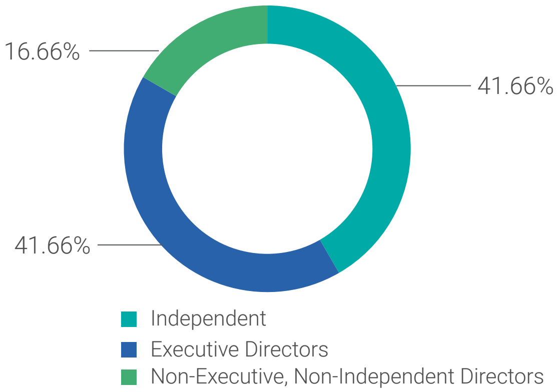
Composition :

The Board comprises members having varied skills, experience and knowledge. The Board has a mix of both Independent and Non-independent Directors. As on close of business hours of March 31, 2025, the Board comprises Twelve (12) Directors, out of which 5 (Five) are Executive Directors, 2 (Two) are Non- Executive Non-Independent Directors and 5 (Five) are Independent Directors (including one Woman Independent Director). The Chairperson of the Company is Non-Executive, Independent Director. As on March 31, 2025 and as on date of this Report, the Company is in compliance with the provisions of Section 149(4) of the Companies Act, 2013 read with Regulation 17(1) (a) and 17(1)(b) of the Listing Regulations.

None of the Directors on the Board:

- holds directorships in more than ten public companies;
- serves as Director or as Independent Directors in more than seven listed entities; and
- Who are the Executive Directors serve as Independent Directors in more than three listed entities.

Composition of the Board



Independent Directors:

In terms of Section 149(7) of the Companies Act, 2013, the Independent Directors have given a declaration to the Company that they meet the criteria of independence as specified under Section 149(6) of the Companies Act, 2013 and the Listing Regulations. The Board confirms that the Independent Directors fulfil the conditions specified in terms of the Companies Act, 2013 and the Listing Regulations and they are Independent of the management of the Company. All the Directors are in compliance with the limit on Independent Directorships of listed Companies as prescribed under Regulation 17A of the Listing Regulations. The terms and conditions of appointment of Independent Directors have been disclosed on the website of the Company as required in terms of Regulation 46 of the Listing Regulations.

All the Directors have confirmed that they are not members of more than 10 Committees and Chairperson of more than 5 Committees (as specified under Regulation 26(1) of the Listing Regulations) across all the Companies in which they are Directors.

Board procedure:

The Board Meeting is conducted at least once in every quarter to discuss the agenda items set for the meeting including performance, policies and the strategies required, from time to time. Agenda of the business(es) to be transacted at the Board Meeting along with explanatory notes thereto are drafted and circulated well in advance to the Board of Directors of the Company. Every Board Member is free to suggest the inclusion of any item on the agenda and hold due discussions thereto.

Meetings held during the financial year 2024-25 and details of Attendance:

During the year under review, 4 (Four) Board Meetings were held and the gap between two meetings did not exceed 120 days. The meetings were held on May 24, 2024, August 13, 2024, November 13, 2024 and February 13, 2025. The necessary quorum was present for all the meetings.

The attendance of the directors at the above-mentioned board meetings and the Annual General Meeting (AGM) held on August 21, 2024 are listed below:

Name of the Director	Category	Board Meeting attended				Total Meetings Attended	% of Attendance	AGM held on August 21, 2024
		May 24, 2024	August 13, 2024	November 13, 2024	February 13, 2025			
Shri Arvind K. Chheda (DIN: 00299741)*	P - MD	NA	NA	NA	NA	NA	NA	NA
Shri Navin C. Shah (DIN: 01415556)	ID	✓	✓	✓	✓	4	100	✓
Shri Sathiababu K. Kallada (DIN: 02107652)[$]	MD	×	✓	✓	✓	3	75	✓
Shri Parimal H. Desai (DIN:00009272)[#]	MD	NA	✓	✓	✓	3	75	✓
Shri Mahek M. Chheda (DIN: 06763870)	ED	✓	✓	✓	✓	4	100	✓
Shri Vishnu J. Sawant (DIN: 03477593)^	ED	×	NA	NA	NA	NA	NA	NA
Shri Nemin M. Savadia (DIN: 00128256)	ED	✓	✓	✓	✓	4	100	✓
Shri Siddharth D. Shah (DIN: 07263018)	ED	✓	✓	✓	✓	4	100	✓
Dr. Kiritkumar H. Desai (DIN: 08610595)	NED	✓	✓	✓	✓	4	100	✓
Shri Santosh S. Vora (DIN: 07633923)	NED	✓	✓	✓	✓	4	100	✓
Smt Sonal A. Vira (DIN: 09505883)	ID	✓	✓	✓	✓	4	100	×
Shri Mulesh M. Savla (DIN: 07474847)**	ID	✓	✓	✓	✓	4	100	✓

Name of the Director	Category	Board Meeting attended				Total Meetings Attended	% of Attendance	AGM held on August 21, 2024
		May 24, 2024	August 13, 2024	November 13, 2024	February 13, 2025			
Dr Sudhirprakash B. Sawant (DIN: 02343218)	ID	✓	✓	✓	✓	4	100	✓
Shri Paras S. Savla (DIN: 10773507)@	ID	NA	NA	NA	✓	1	25	NA

[Legend ID: P- Promoter, MD- Managing Director, ED- Executive Director, NED- Non Executive Director, ID - Independent Director]

* Shri Arvind K. Chheda retired as a Managing Director w.e.f., April 19, 2024.

$ Shri Sathiababu K. Kallada re-designated as a Managing Director w.e.f., May 24, 2024, his appointment was subsequently approved by Shareholders in Annual General Meeting dated August 21, 2024.

Shri Parimal H. Desai was appointed as Non-Executive Non Independent Director w.e.f., May 24, 2024 and re-designated as an Executive and subsequently as a Managing Director via resolution passed in the Postal Ballot dated January 01, 2025.

^ Shri Vishnu J. Sawant resigned as an Executive Director w.e.f., May 31, 2024.

** Due to completion of 2nd term as an Independent Director, Shri Mulesh M. Savla ceased to be a Director w.e.f., April 19, 2025

@ Shri Paras S. Savla has been appointed as Non-Executive Independent Director w.e.f., November 13, 2024.

Apart from the abovementioned meetings, the Board also considered and approved certain matters by circular resolutions dated September 27, 2024 and January 31, 2025, which were noted at the next meeting of the Board respectively.

Directorships and Committee positions:

The names and categories of the Directors on the Board, their Directorship in other Companies, the committee positions in other Companies as on March 31, 2025, are as under:

Name of the Director	Category	Shareholding as on March 31, 2025		Directorships as on March 31, 2025		Number of Committee Membership in other Companies (excluding Valiant Organics Limited)	
		No. of Equity Shares	% of Shareholding	Total no. of Directorships as on March 31, 2025 (excluding Valiant Organics Limited)	Directorship held in other listed entities	Chairperson	Member
Shri Arvind K. Chheda (DIN: 00299741)*	P - MD	434,000	1.55	0	None	-	-
Shri Navin C. Shah (DIN: 01415556)	ID	0	0.00	0	None	-	-
Shri Sathiababu K. Kallada (DIN: 02107652)$	MD	21,600	0.07	2	None	-	-
Shri Parimal H. Desai (DIN:00009272)#	MD	2,400	0.00	4	Aarti Pharmalabs Ltd	-	-
Shri Mahek M. Chheda (DIN: 06763870)	ED	67,200	0.24	2	None	-	-
Shri Vishnu J. Sawant (DIN: 03477593)^	ED	100	0.00	0	None	-	-
Shri Nemin M. Savadia (DIN: 00128256)	ED	60,226	0.22	0	None	-	-
Shri Siddharth D. Shah (DIN: 07263018)	ED	71,542	0.25	0	None	-	-
Dr. Kiritkumar H. Desai (DIN: 08610595)	NED	10,000	0.04	0	None	-	-

Name of the Director	Category	Shareholding as on March 31, 2025		Directorships as on March 31, 2025		Number of Committee Membership in other Companies (excluding Valiant Organics Limited)	
		No. of Equity Shares	% of Shareholding	Total no. of Directorships as on March 31, 2025 (excluding Valiant Organics Limited)	Directorship held in other listed entities	Chairperson	Member
Shri Santosh S. Vora (DIN: 07633923)	NED	1,57,315	0.56	1	Valiant Laboratories Ltd	-	SRC
Smt Sonal A. Vira (DIN: 09505883)	ID	35	0.00	1	Valiant Laboratories Ltd	-	AC SRC
Shri Mulesh M. Savla (DIN: 07474847) **	ID	0	0.00	2	Aarti Surfactants Ltd and Valiant Laboratories Ltd	AC – VLL SRC – VLL AC - ASL	SRC - ASL
Dr Sudhirprakash B. Sawant (DIN: 02343218)	ID	0	0.00	0	None	-	-
Shri Paras S. Savla (DIN: 10773507)@	ID	0	0.00	0	None	-	-

[Legend ID: P- Promoter, MD- Managing Director, ED- Executive Director, NED- Non Executive Director, ID - Independent Director, AC – Audit Committee; SRC – Stakeholders Relationship Committee APL – Aarti Pharmalabs Limited; VLL – Valiant Laboratories Limited; ASL – Aarti Surfactants Limited]

* Shri Arvind K. Chheda retired as Managing Director w.e.f., April 19, 2024.
$ Shri Sathiababu K. Kallada re-designated as Managing Director w.e.f., May 24, 2024.
# Shri Parimal H. Desai was appointed as Managing Director w.e.f., January 01, 2025.
^ Shri Vishnu J. Sawant resigned Executive Director w.e.f., May 31, 2024.
** Shri Mulesh M. Savla ceased to be an Independent Director w.e.f., April 19, 2025
@ Shri Paras S. Savla appointed as an Independent Director w.e.f., November 13, 2024.

Notes:

1) Promoter includes Promoter Group;
2) While considering the total number of directorships, directorships in LLP, directorships in private companies, foreign companies and companies incorporated under Section 8 of the Companies Act, 2013 have been excluded;
3) While calculating Number of Committee Membership in other Companies, positions in the Audit Committee, and the Stakeholders' Relationship Committee of Listed Companies are only considered;
4) In terms of Part C of Schedule V of the Listing Regulations, it is hereby disclosed that there is no inter-se relationship amongst the Directors.
5) None of the Directors on the Board serve as Director or Independent Director in more than seven listed companies.
6) The number of Directorship, Chairpersonship/ Membership in Committees of all Directors is within prescribed limit under the Companies Act 2013 and Regulation 26 of the Listing Regulations.

Skills / expertise / competencies of the Board of Directors –

The table below summarises the broad list of core skills / expertise / competencies identified by the Board of Directors, as required in the context of the Company's business / sector and the said skills are available with the Board members. Absence of mention regarding an area of expertise against a Board member's name does not necessarily mean that the member does not possess the corresponding qualification or skill:

List of core skills/expertise/competencies identified by the board of directors as required in the context of the business(es) and sector(s)		Names of directors who have such skills / expertise / competence.
Industry Experience	Experience in Speciality chemical & Pharmaceutical industry	All the Executive Directors, Dr. Kiritkumar H. Desai Dr. Sudhirprakash B. Sawant Shri Santosh S. Vora
Operations, Technology, Sales and Marketing	Experience in sales and marketing management based on understanding of the consumer & consumer goods industry	Shri Parimal H. Desai Shri Sathiababu K. Kallada Shri Mahek M. Chheda Shri Nemin M. Savadia Shri Kiritkumar H. Desai
Leadership	Extensive leadership experience of an organization for practical understanding of the organization, its processes, strategic planning, risk management for driving change and long-term growth	Shri Parimal H. Desai Shri Sathiababu K. Kallada Shri Mahek M. Chheda Shri Nemin M. Savadia Shri Siddharth D. Shah
Understanding of Global Business	Owing to presence across the globe, the understanding of global business & market is seen as pivotal.	
Finance and Banking	Finance field skills/competencies/ expertise is seen as important for intricate and high quality financial management and financial reporting processes.	Shri Navin C. Shah Shri Parimal H. Desai Shri Mulesh M. Savla Smt Sonal A. Vira Shri Paras S. Savla Shri Mahek M. Chheda Shri Santosh S. Vora
Legal / Governance / Compliance	In order to strengthen and maintain the governance levels & practices in the organization.	Shri Mulesh M. Savla Shri Navin C. Shah Smt Sonal A. Vira Shri Paras S. Savla Shri Mahek M. Chheda Dr. Kiritkumar H. Desai

Selection and Appointment of New Directors

The task of creating the Board's competency standards has been delegated to the Nomination and Remuneration Committee (the "NRC"), based on the Company's strategy and industry. The examination of the Board's composition reveals a thorough knowledge of the business, including its tactics, operations, the environment, the financial situation, and conditions for conformity. The Board is advised by the NRC on the appointment of Directors and their reappointment, and additionally carry out regular gap evaluations to update the Board. Then examining the profiles of possible prospects to make sure they possess the necessary skills.

Additionally, the NRC conducts research and due diligence prior to hiring, evaluates and meets possible candidates' suggestions for the Board. The new hire is informed on the precise prerequisites for the job, including expected level of expertise once a qualified applicant is determined. The Company's Key Managerial Personnel comprising Chief Financial Officer and the Company Secretary are part of senior management since their appointment.

During the financial year, Smt. Avani D. Lakhani resigned from the position of Company Secretary and Compliance Officer due to personal commitments, with her resignation taking effect from the close of business hours on April 15, 2024. Based on the recommendation of the Nomination and Remuneration Committee, the Board subsequently approved the appointment of Shri Kaustubh B. Kulkarni as Company Secretary and Compliance Officer of the Company, effective May 24, 2024.

PROCESS OF APPOINTMENT OF A DIRECTOR

Certificate from Company Secretary in Practice:

Certificate as required under Part C of Schedule V of the Listing Regulations, received from CS Sunil M. Dedhia, proprietor of Sunil M. Dedhia & Co., Practicing Company Secretaries, that none of Directors on the Board of the Company have been debarred and disqualified from being appointed or continuing as Directors of the Company by an order from the Securities and Exchange Board of India /Ministry of Corporate Affairs or any such statutory authority.

KYC of Directors:

Pursuant to the Companies (Appointment and Qualification of Directors) Fourth Amendment Rules, 2018, all the Directors of the Company had completed the KYC for the Financial Year 2024-25.

Independent Directors Databank registration:

Pursuant to a notification dated October 22, 2019, issued by the Ministry of Corporate Affairs, all Independent Directors have completed the registration with the Independent Directors Databank. The requisite disclosures have been received from the Directors in this regard.

Code of Conduct

The Company has prescribed a code of conduct for its Directors and senior management. The code of ethics of the Company has been posted on its website on the web-link https://www.valiantorganics.com/assets/investors/code-of-conduct.pdf. The declaration from the Chief Executive Officer in terms of Regulation 34(3) read with Part D of Schedule V of the Listing Regulations, stating that as of March 31, 2025 the Board members and the senior management personnel have affirmed the compliance with the code of ethics laid down by the Company, has been included in this Report.

In Compliance with the SEBI (Prohibition of Insider Trading) Regulations, 2015, the Company has adopted a "Code on Prohibition of Insider Trading" to regulate, monitor and report trading by Designated Persons identified by the Company and their Immediate Relatives. The Code lays down procedures to be followed and disclosures to be made while trading in the Company's shares from time to time. Also this code includes practices and procedures for fair disclosure of unpublished price sensitive information. The same is posted on the Company's website at https://www.valiantorganics.com/assets/investors/Code-of-Insider-Trading-Regulations-2015.pdf

Familiarisation Programme:

At the time of appointment, the Independent Directors are made aware of their roles and responsibilities through a formal letter of appointment which stipulates various terms and conditions. At Board and Committee meetings, the Independent Directors are regularly being familiarized on the business model, strategies, operations, functions, policies and procedures of the Company and its subsidiaries. Details of familiarization Programmes imparted to Independent Directors are disclosed on the Company's website https://www.valiantorganics.com/assets/investors/familiarisation-programme-of-id-2024-25.pdf

Separate meeting of Independent Directors:

In accordance with the provisions of Schedule IV of the Companies Act, 2013 and Regulation 25 of the Listing Regulations, a separate meeting of the Independent Directors was held on February 13, 2025, without the participation of Non-Independent Directors and the members of the management. The Independent

Directors discussed various aspects, viz. performance of non-Independent Directors and the Board as a whole, performance of the chairperson of the Company, quality, quantity and timeliness of flow of information between the Company management and the Board that is necessary for the Board to effectively and reasonably perform duties.

3. Committees of Board:

In compliance with the requirements of the Companies Act, 2013 and the Listing Regulations, the Board of Directors has constituted five Statutory Committees namely, Audit Committee, Nomination and Remuneration Committee, Stakeholders Relationship Committee, Corporate Social Responsibility Committee and Risk Management Committee. In addition to above, the Board has constituted the Finance and Investment Committee and Allotment Committee to deal with routine operational matters. These Committees are entrusted with such powers and functions as detailed in their respective terms of reference.

The composition, meetings, attendance and the detailed terms of reference of Statutory Committees of the Board are as under:

i. Audit Committee:

The Audit Committee of the Company is qualified and independent as per Regulation 18 of the Listing Regulations, read with the provisions of Section 177 of the Companies Act, 2013. The Members of the Audit Committee are financially literate, capable of analysing Financial Statements of the Company and internal controls.

Composition, Meetings and Attendance:

During the Financial Year 2024 – 25, the Audit Committee met Five (5) times. The details of aforesaid composition of the Committee, date of the meetings and attendance of the Audit Committee members in the said meetings are given below -

Name of Members	Category	Position	No. of Meetings held during the tenure	Meeting Dates	May 24, 2024	August 13, 2024	September 27, 2024	November 13, 2024	February 13, 2025
				No. of Meetings attended during the tenure	**Details of Meetings attended**				
Shri Mulesh M. Savla*	Independent Director	Chairperson	5	5	√	√	√	√	√
Shri Navin C. Shah	Independent Director	Member	5	5	√	√	√	√	√
Smt Sonal A. Vira	Independent Director	Member	5	4	√	√	×	√	√
Shri Arvind K. Chheda**	Executive Director	Member	NA	NA	NA	NA	NA	NA	NA
Shri Sathiababu K. Kallada	Executive Director	Member	5	4	×	√	√	√	√
Shri Sudhirprakash B. Sawant	Independent Director	Member	5	4	√	√	×	√	√

* Due to completion of tenure as an Independent Director, Shri Mulesh M. Savla is ceased to be a Chairperson and subsequently as a Member of the Committee w.e.f., April 19, 2025.

** Due to completion of tenure, Shri Arvind K. Chheda is ceased to be a Member of the Committee w.e.f., April 19, 2024.

The Board of Directors, at its meeting held on February 13, 2025, reconstituted the Audit Committee by inducting Shri Parimal H. Desai, Managing Director, and Shri Paras S. Savla, Independent Director, as Members of the Committee with effect from April 20, 2025. Further, Shri Navin C. Shah, who was a Member of the Committee since August 4, 2022, has been appointed as the Chairperson of the Committee.

The Chief Financial Officer, Functional Heads, Representatives of the statutory auditors, Internal auditors, Cost Auditor, as and when required attend the meetings of the Audit Committee from time to time. The Company Secretary of the Company acts as the secretary to the Audit Committee. The Chairperson of the Audit Committee attended the 19th Annual General Meeting held on August 21, 2024.

Terms of Reference:

The brief terms of reference of the Audit Committee include the following:

- Oversight of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;
- 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 the statutory auditors;
- Reviewing, 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;
- Reviewing, with the management, the quarterly financial statements before submission to the board for approval;
- 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 utilization of proceeds of a public or rights issue, and making appropriate recommendations to the board to take up steps in this matter;
- Reviewing and monitoring the auditor's independence and performance, and effectiveness of audit process;
- Approval or any subsequent modification of transactions of the listed entity with related parties;
- Scrutiny of inter-corporate loans and investments;
- Valuation of undertakings or assets of the listed entity, wherever it is necessary;
- Evaluation of internal financial controls and risk management systems;
- 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;
- To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors;
- To review the functioning of the whistle blower mechanism;
- Approval of appointment of chief financial officer after assessing the qualifications, experience and background, etc. of the candidate;
- Carrying out any other function as is mentioned in the terms of reference of the audit committee.
- Consider and comment on rationale, cost-benefits and impact of schemes involving merger, de-

merger, amalgamation etc., on the listed entity and its shareholders

- Reviewing the utilisation of loans and/ or advances from/investment by the holding company in the subsidiary exceeding rupees 100 crore or 10% of the asset size of the subsidiary, whichever is lower including existing loans / advances / investments.

Mandatorily review the following information:

- Management discussion and analysis of financial condition and results of operations;
- Statement of significant related party transactions (as defined by the audit committee), submitted by management;
- Management letters / letters of internal control weaknesses issued by the statutory auditors;
- Internal audit reports relating to internal control weaknesses;
- The appointment, removal and terms of remuneration of the internal auditor shall be subject to review by the audit committee.
- Statement of deviations:
  - Quarterly statement of deviation(s) including report of monitoring agency, if applicable, submitted to stock exchange(s) in terms of Regulation 32(1).
  - Annual statement of funds utilised for purposes other than those stated in the offer document/ prospectus/notice in terms of Regulation 32(7).

During the year under review, the Audit Committee also reviewed and approved the related party transactions from time to time.

ii. Nomination and Remuneration Committee:

The Nomination and Remuneration Committee of the Board has been constituted as per the requirements of Section 178 of the Companies Act, 2013 and Regulation 19 of the Listing Regulations. The Nomination and Remuneration Committee is entrusted with the responsibility of creating a high performance culture, attract, retain and motivate employees to achieve results.

Composition, Meetings and Attendance:

During the Financial Year 2024-25, the Nomination and Remuneration Committee met 2 (two) times.

The Composition of the Committee, date of the meetings and attendance of Nomination and Remuneration Committee members in the said meetings are given below:

Name of Members	Category	Position	Total no. of Meetings held during tenure	Meetings Date	May 24, 2024	November 13, 2024
				No. of meetings attended during tenure	Details of meetings attended	
Shri Mulesh M. Savla*	Independent Director	Chairperson	2	2	√	√
Shri Navin C. Shah	Independent Director	Member	2	2	√	√
Shri Santosh S. Vora	Non-Executive Non-Independent Director	Member	2	2	√	√

* Due to completion of tenure as an Independent Director, Shri Mulesh M. Savla is ceased to be a Chairperson and subsequently as a Member of the Committee w.e.f., April 19, 2025.

The Board of Directors, at its meeting held on February 13, 2025, reconstituted the Nomination and Remuneration Committee by appointing Shri Sudhirprakash B. Sawant, Independent Director, as the Member of the Committee and subsequently as a Chairperson with effect from April 20, 2025.

Terms of reference:

The brief terms of reference of the Nomination and Remuneration Committee shall, inter alia, include the following:

- Formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommend to the board of directors a policy relating to, the remuneration of the directors, key managerial personnel and other employees;
- For every appointment of an Independent Director, evaluate the balance of skills, knowledge and experience on the Board and on the basis of such evaluation, prepare a description of the role and capabilities required of an independent director.

The person recommended to the Board for appointment as an Independent Director shall have the capabilities identified in such description. For the purpose of identifying suitable candidates, the Committee may:

- use the services of an external agencies, if required;
- consider candidates from a wide range of backgrounds, having due regard to diversity; and
- consider the time commitments of the candidates.

- Formulation of criteria for evaluation of performance of independent directors and the board of directors;
- Devising a policy on diversity of board of directors;
- Identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, and recommend to the board of directors their appointment and removal;
- 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;
- Recommend to the board, all remuneration, in whatever form, payable to senior management.
- Oversee the implementation of Employee Stock Option Scheme(s) / Plan(s) as per SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 and perform the function of overall administration and superintendence of the scheme.

Nomination and Remuneration policy:

I. Criteria and Qualification for Nomination & Appointment:

A person to be appointed as Director, Key Managerial Personnel (KMP) or at Senior Management level should possess adequate and relevant qualification, expertise and experience for the position that he/ she is being considered for.

II. Policy on Remuneration:

The Company considers human resources as its invaluable assets. The remuneration policy endorses equitable remuneration to all directors, key managerial personnel and employees of the Company consistent with the goals of the Company. The Remuneration policy for all the employees are designed in a way to attract talented executives and remunerate them fairly and responsibly, this being a continuous on going exercise at each level in the organisation.

Remuneration of Directors:

Executive Directors:

The Company remunerates its Executive Directors by way of salary and commission, in accordance with the terms of their appointment and the resolutions passed by the shareholders. Such remuneration is paid within the limits approved by the shareholders and in line with the provisions of the Companies Act, 2013 and the Rules made thereunder. The remuneration is determined keeping in view industry benchmarks, the performance of the Company, and the individual performance of the Executive Directors. During the year under review, stock options were granted to one of the Managing Directors of the Company. In the event of loss or inadequate profits, the remuneration paid to the Executive Directors is in accordance with the approval granted by the members at the Annual General Meeting and within the limits prescribed under Schedule V of the Companies Act, 2013, based on the effective capital of the Company. The respective tenure of the Executives is governed by the resolutions passed by the shareholders in the general meeting, with a notice period as per the terms of appointment.

Non-Executive Directors:

Non-Executive Directors are presently receiving sitting fees (including reimbursement of expenses) for attending the meeting of the Board and its Committees as per the provisions of the Companies Act, 2013 and the rules made thereunder. Further, they are entitled for stock options pursuant employee stock option scheme of the Company.

The Non-executive Directors are also entitled to reimbursement of expenses for participation in the Board and other meetings in terms of the Companies Act, 2013.

Key Managerial Personnel [KMP] and other employees

The remuneration of KMP and other employees largely consists of basic salary, perquisites, allowances and performance incentives (wherever paid). Perquisites and retirement benefits are paid according to the Company policy. The components of the total remuneration vary for different grades and are governed by the industry pattern, qualification & experience/ merits, and performance of each employee.

Remuneration to Executive Directors –

(₹ in Lakhs)

Name of Directors	Salary and other Perquisites (including Bonus)	Commission	Total Remuneration
Shri Sathiababu K. Kallada*	81.01	-	81.01
Shri Parimal H. Desai**	30.00	7.42	37.42
Shri Mahek M. Chheda	25.44	-	25.44
Shri Nemin M. Savadia	22.79	-	22.79
Shri Siddharth D. Shah	25.22	-	25.22
Shri Vishnu J. Sawant^	4.00	-	4.00
Shri Arvind K. Chheda$	1.90	-	1.90

* Remuneration to Shri Sathiababu K. Kallada includes the salary of ₹ 34.98 Lakhs and perquisites value of ₹ 46.03 Lakhs arising out of exercise of stock options.

** In accordance with the terms of appointment and as approved by the Shareholders by Postal Ballot in January 01, 2025, Shri Parimal Desai, Managing Director, is entitled to a commission equivalent to 3% of the net profits of the Company, computed in accordance with Section 198 of the Companies Act, 2013, in addition to his fixed remuneration.

^ Due to his cessation as Executive Director, remuneration to Shri Vishnu J. Sawant was paid up to May 31, 2024, in continuation of the terms approved by the members at the Annual General Meeting held on September 15, 2023, and was not revised thereafter.

$ Due to his cessation as Managing Director, remuneration to Shri Arvind K. Chheda was paid up to April 19, 2024, in continuation of the terms approved by the members at the Annual General Meeting held on September 15, 2023, and was not revised thereafter.

Remuneration to Non – Executive Directors:

The Non- executive Directors are paid remuneration in the form of sitting fees for attending the meetings of the Board and / or Committees thereof which is within the limits prescribed by the Companies Act, 2013. The details of the sitting fees paid and stock options granted during the financial year 2024-25 are as under:

(₹ in Lakhs)

Name of Directors	Sitting fees
Dr. Kiritkumar H. Desai*	48.51
Shri Santosh S. Vora	0.75
Shri Mulesh M. Savla**	1.90
Smt Sonal A. Vira	1.25
Shri Navin C. Shah	1.72
Shri Sudhirprakash B. Sawant	1.25
Shri Parimal H. Desai$	0.42
Shri Paras S. Savla	0.20

* Remuneration to Dr. Kiritkumar H. Desai includes the Sitting fees of ₹ 0.60 lakh and Perquisites value of ₹ 47.91 lakhs arising out of exercise of Stock Options.

** Due to completion of 2nd term as an Independent Director, Shri Mulesh M. Savla is eligible to receive sitting fees for the Board and Committee meetings attended up to the date of his cessation i.e., April 19, 2025.

$ Shri Parimal H. Desai was initially appointed as a Non-Executive Director on May 24, 2024, and was later re-designated as Executive – Managing Director effective from January 1, 2025. Accordingly, he was eligible to receive sitting fees in his capacity as a Non-Executive Director up to December 31, 2024.

Note: The above sitting fees are exclusive of reimbursement of expenses.

Employee Stock Options:

Details of Stock options granted to the Director under the 'Valiant – Employees Stock Option Plan 2022' of the Company are as under:

Name of Director	Category	Date of Grant	Options Granted	Vesting Period	Exercise Period
Shri Sathiababu K. Kallada	Executive Director	November 13, 2024	15,000	1 year	3 years from the date of vesting

The perquisite value arising from the exercise of the aforesaid stock options by the Director shall also be considered as part of remuneration. Such remuneration, together with sitting fees, may exceed the limits prescribed for payment of remuneration to Executive and Non-Executive Directors under the applicable provisions of the Companies Act, 2013. Accordingly, in respect of the remuneration payable to the Executive Director, specific approval of the shareholders by way of a special resolution is being sought at the ensuing AGM of the Company, which forms part of the Notice of the AGM.

Transactions with the Non-Executive Directors:

The Company does not have material pecuniary relationship or transactions with its Non-executive Directors except the payment of sitting fees for attending the meetings of Board / Committees and grant of stock options, as disclosed in this Report.

Board evaluation:

The process for evaluation of performance of the Board has been established. Accordingly, an annual evaluation has been carried out through a questionnaire having qualitative parameters in terms of the provisions of the Companies Act, 2013, Regulations 17 and 25 of the Listing Regulations. The performance was evaluated on the basis of the criteria such as the composition, attendance, participation, quality and value of contributions, knowledge, skills, experience, etc.

Independent Directors Evaluation:

The criteria for performance evaluation include areas relevant to the functioning as Independent Directors such as preparation, participation, conduct and effectiveness.

The performance evaluation of Independent Directors is carried out by the Board of Directors without the presence of the Director being evaluated.

iii. Stakeholders Relationship Committee:

The Stakeholders Relationship Committee has been constituted as per the requirements of Section 178 of the Companies Act, 2013 and Regulation 20 of the Listing Regulations. The Stakeholders' Relationship Committee is entrusted with the responsibility of safeguarding the interests of all the security holders, along with the debenture holders if any.

Composition, Meetings and Attendance:

During the Financial Year 2024-25, Stakeholders Relationship Committee met 1 (one) time. Chairperson of the Committee was present at the previous AGM to address stakeholders' grievances. The Composition of the Committee, date of the meeting and attendance of Stakeholders Relationship Committee members in the said meeting are given below:

Name of Members	Category	Position	No. of Meetings held during the tenure	Meetings Date	February 13, 2025
				No. of meetings attended during the tenure	Details of meetings attended
Shri Mulesh M. Savla[#]	Independent Director	Chairperson	1	1	√
Shri Navin C. Shah	Independent Director	Member	1	1	√
Shri Arvind K. Chheda[$]	Executive Director	Member	NA	NA	NA
Shri Mahek M. Chheda*	Executive Director	Member	1	1	√

[#] Due to completion of the tenure as an Independent Director, Shri Mulesh M. Savla is ceased to be a Chairperson and Member of the Committee w.e.f., April 19, 2025

[$] Due to completion of tenure, Shri Arvind K. Chheda is ceased to be a Member of the Committee w.e.f., April 19, 2024.

* Shri Mahek M. Chheda is inducted as Member of the Committee w.e.f., May 24, 2024.

The Board of Directors, at its meeting held on February 13, 2025, reconstituted the Stakeholders Relationship Committee by inducting Shri Nemin M. Savadia, Executive Director, as a Member of the Committee with effect from April 20, 2025. Furthermore, Shri Navin C. Shah, who was a Member of the Committee since August 4, 2022, has been appointed as the Chairperson of the Committee.

Terms of Reference:

The brief terms of reference of the Stakeholders Relationship Committee shall, inter alia, include the following:

- Resolving the grievance of the security holders of the Company including complaints related to transfer/ transmission of shares, non-receipt of annual report, non-receipt of declared dividends, issue of new/ duplicate certificates, 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 Company in respect of various services being rendered by the Registrar & Share Transfer Agent.
- Review of the various measures and initiatives taken by the Company for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/annual reports/ statutory notices by the shareholders of the Company.
- Review on training conducted on Takeover / Insider Regulations/ Code of Conduct to the Stakeholders of Company.
- To issue duplicate shares or other security(ies) certificate(s) in lieu of the original share/ security(ies) certificate(s) of the Company.
- Updation of the Regulatory changes which are impacting shareholders of the Company.
- Review the Compliances pertaining to Investors Meet.
- Such other acts, deeds, matters and things as may be stipulated in terms of the Companies Act, 2013 and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the "Listing Regulations") and / or such other regulatory provisions, as amended from time to time, as also as the Board of Directors of the Company may consider think fit.

Name, designation and contact details of the Compliance Officer –

Shri Kaustubh Kulkarni, Company Secretary (ICSI M. No. A52980), is the Compliance Officer of the Company.

The Compliance Officer can be contacted at the registered office of the Company at:
109, Udyog Kshetra, 1st Floor,
Mulund Goregaon Link Road,
Mulund (West), Mumbai-400080,
Maharashtra, India;
Tel.: +91 22 67976683;
Email: investor@valiantorganics.com;
Website: www.valiantorganics.com

Separate email-id for redressal of investors' complaints:

As per Regulation 6 of the Listing Regulations, the Company has designated a separate email id (investor@valiantorganics.com) exclusively for registering complaints by investors. During the year, no complaints were received by the Company through above email ID.

Status of investors' complaints as on March 31, 2025:

During the year, no Complaints were received through the SCORES portal of the SEBI. No request for Share Transfer or Dematerialisation was pending for approval as on March 31, 2025.

iv. Corporate Social Responsibility Committee :

The Corporate Social Responsibility (the "CSR") Committee has been constituted as per the requirements of Section 135 of the Companies Act, 2013. The CSR Committee is entrusted with the responsibility of identifying the areas of CSR activities, recommending the amount of expenditure to be incurred and implementing and monitoring the CSR policy from time to time.

Composition, Meetings and Attendance:

During the Financial Year 2024-25, the CSR Committee met 1 (one) time. The Composition of the Committee, date of the meeting and attendance of Corporate Social Responsibility Committee members in the said meeting are given below:

Name of Members	Category	Position	No. of Meetings held during the tenure	Meetings Date	November 13, 2024
				No. of meetings attended	Details of meetings attended
Shri Navin C. Shah	Independent Director	Chairperson	1	1	√
Shri Nemin M. Savadia*	Executive Director	Member	1	1	√
Shri Arvind K. Chheda[$]	Executive Director	Member	NA	NA	NA
Shri Mahek M. Chheda	Executive Director	Member	1	1	√

[$] Due to completion of tenure, Shri. Arvind K. Chheda is ceased to be a Member of Committee w.e.f., April 19, 2024.
* Shri. Nemin M. Savadia is inducted as Member of the Committee w.e.f., May 24, 2024.

The Board of Directors, at its meeting held on February 13, 2025, reconstituted the Corporate Social Responsibility Committee by inducting Shri Parimal H. Desai, Managing Director, as a Member of the Committee with effect from April 20, 2025.

Terms of reference –

The brief terms of reference of CSR Committee includes the following:

- Formulate and recommend to the Board, a Corporate Social Responsibility Policy which shall indicate the activities to be undertaken by the Company as specified in Schedule VII to the Companies Act, 2013, as amended, read with Rules framed thereunder;
- Recommend the amount of expenditure to be incurred on such activities; and
- Monitor the Corporate Social Responsibility Policy of the Company from time to time.

The Board has also approved CSR Policy. The Annual Report on CSR Activities as required to be given under Section 135 of the Companies Act, 2013 and Rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014 has been provided in an Annexure which forms part of the Directors' Report.

v. Risk Management Committee:

The Board of Directors has constituted a Risk Management Committee and also approved Risk Management Policy in accordance with the provisions of Regulation 21 of the Listing Regulations. The Risk Management Committee of the Board of Directors is entrusted with the responsibility of making recommendations to the Board on the risk management systems designed to enable an early detection of the risks and their effective supervision and management.

Composition, Meetings and Attendance –

During the Financial Year 2024–25, Risk Management Committee met 2 (Two) times. The details of composition of the Committee, date of the meetings and attendance of Risk Management Committee members in the said meeting are given below:

Name of Members	Category	Position	No. of Meetings held during the tenure	Meetings Date	July 05, 2024	January 24, 2025
				No. of meetings attended	Details of meetings attended	
Shri. Parimal H. Desai[$]	Executive Director	Chairperson	2	2	√	√
Shri Mulesh M. Savla**	Independent Director	Member	2	2	√	√
Shri Mahek Chheda	Executive Director	Member	2	2	√	√
Shri Arvind K. Chheda*	Executive Director	Member	NA	NA	NA	NA
Shri Sathiababu K. Kallada[#]	Executive Director	Member	2	2	√	√

* Due to completion of tenure, Shri Arvind K. Chheda is ceased to be a Member from Committee w.e.f., April 19, 2024.
[$] Shri Parimal H. Desai is inducted as a Member and subsequently as a Chairperson of the Committee w.e.f., May 24, 2024.
** Due to completion of the term as an Independent Director, Shri. Mulesh M. Savla is ceased to be a Member of the Committee w.e.f., April 19, 2025.
[#] Shri Sathiababu K. Kallada is inducted as a Member of the Committee w.e.f., May 24, 2024.

The Board of Directors, at its meeting held on February 13, 2025, reconstituted the Risk Management Committee by inducting Shri Navin C. Shah as a Member of the Committee with effect from April 20, 2025.

Terms of Reference:

The brief terms of reference of the Risk Management Committee shall, inter alia, include the following:

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

4. General Body Meetings:

I. Details of Last three Annual / Extra-Ordinary General Meetings are as under:

Financial Year / AGM / EGM	Day, Date & Time	Venue	Special Resolutions passed for
2023-24 (19th AGM)	Wednesday, August 21, 2024 11.30 A.M.	(through Video Conferencing)	a) To approve the Appointment and Re-designation of Shri Sathiababu K. Kallada (DIN: 02107652), Executive Director as the Managing Director of the Company. b) To approve the Appointment and continuation of Shri Parimal H. Desai (DIN: 00009272) as a Non-Executive Director of the Company, on completion of 75 years of age. c) To approve the remuneration payable to Dr. Kiritkumar H. Desai (DIN: 08610595), Non-Executive Director of the Company for Financial Year 2024-25. d) To approve excess Remuneration paid to Dr. Kiritkumar H. Desai (DIN: 08610595), Non-Executive Director of the Company for Financial Year 2023-24.
2022-2023 (18th AGM)	Friday, September 15,2023 11:30 A.M.	(through Video Conferencing)	None
2021-2022 (17th AGM)	Wednesday, September 28, 2022 11:30 A.M.	(through Video Conferencing)	a) Appointment of Shri Navin C. Shah (DIN: 01415556) as an Independent Director for a period of 3 (three) years with effect from August 04, 2022. b) Appointment of Smt. Sonal A. Vira (DIN: 09505883) as an Independent Director for a period of 3 (three) years with effect from August 04, 2022.

The Special Resolutions, proposed to be passed are part of the Notice of the AGM, which is an integral part of this Annual Report.

Extraordinary General Meetings:

No Extraordinary General Meetings of members were convened during the last three financial years.

II. Details of resolutions passed by way of Postal Ballot:

As per Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014, during the year under review, the following resolutions were passed by the members of the Company through Postal Ballot dated April 14, 2024 and January 01, 2025.

Resolutions passed by Postal Ballot on April 14, 2024:

Sr. No	Particulars of Resolution	Resolution Type
1.	Approval of Material Related Party Transaction(s) with Aarti Industries Limited	Ordinary
2.	Approval of Material Related Party Transaction(s) with Valiant Laboratories Limited	Ordinary
3.	Approval of Material Related Party Transaction(s) with Aarti Pharmalabs Limited	Ordinary

Resolutions passed by Postal Ballot on January 01, 2025:

Sr. No	Particulars of Resolution	Resolution Type
1.	Approval of Material Related Party Transaction(s) with Aarti Industries Limited	Ordinary
2.	Approval of Material Related Party Transaction(s) with Valiant Laboratories Limited	Ordinary
3.	Approval of Material Related Party Transaction(s) with Aarti Pharmalabs Limited	Ordinary
4.	Approval of Material Related Party Transaction(s) with Alchemie Speciality Chemicals Private Limited	Ordinary
5.	Appointment of Shri Parimal H. Desai (DIN: 00009272), Non-Executive Director as an Executive Director of the Company	Special
6.	Re-designation of Shri Parimal H. Desai (DIN:00009272) as a Managing Director of the Company.	Special
7.	Approval for re-appointment of Shri Nemin M. Savadia (DIN: 00128256) as an Executive Director of the Company.	Ordinary
8.	Approval for re-appointment of Shri Siddharth D. Shah (DIN:07263018) as an Executive Director of the Company.	Ordinary
9.	To approve revision in terms and Condition of appointment of Executive Directors of the Company.	Special
10.	Appointment of Shri Paras S. Savla (DIN: 10773507) as Non-Executive Independent Director of the Company.	Special
11.	Re-appointment of Shri Navin C. Shah (DIN: 01415556) as an Independent Director of the Company for the second consecutive term of office.	Special
12.	Re-appointment of Smt. Sonal A. Vira (DIN:09505883) as an Independent Director of the Company for the second consecutive term of office	Special
13.	Increase in Authorised Share Capital and consequent alteration of the capital clause of the Memorandum of Association.	Ordinary

In compliance with provisions of Section 108, Section 110 and other applicable provisions of the Companies Act, 2013 read with the Management Rules, the Company had provided remote e-voting facility to all the Members of the Company.

For the Postal Ballots dated April 14, 2024, and January 01, 2025, the Company engaged the services of National Securities Depository Limited (NSDL) for facilitating e-voting to enable Members to cast their votes electronically. The Board of Directors appointed Shri Sunil M. Dedhia, Practicing Company Secretary (FCS 3483, COP 2031), Proprietor of Sunil M. Dedhia and Co., Company Secretaries, as the Scrutinizer for conducting both the Postal Ballots.

For the Postal Ballot concluded on April 14, 2024, the voting period commenced on Saturday, March 16, 2024, at 09:00 A.M. (IST) and ended on Sunday, April 14, 2024, at 05:00 P.M. (IST). The cut-off date for determining the number of Members was Friday, March 08, 2024, and the total number of Members as on the cut-off date was 50,533.

For the Postal Ballot concluded on January 01, 2025, the voting period commenced on Tuesday, December 03, 2024, at 09:00 A.M. (IST) and ended on Wednesday, January 01, 2025, at 05:00 P.M. (IST). The cut-off date for determining the number of Members was Friday, November 22, 2024, and the total number of Members as on the cut-off date was 49,950.

In both cases, the Scrutinizer, after completion of scrutiny, submitted his report to the Company Secretary of the Company in accordance with the provisions of the Companies Act, 2013, the Rules framed thereunder, and Secretarial Standard – 2 issued by the Institute of Company Secretaries of India.

Details of Voting Pattern of the Special Resolutions passed through Postal Ballots:

During the year under review, as stated above, two Postal Ballots were conducted on April 14, 2024, and January 01, 2025. No special resolution was passed through the Postal Ballot dated April 14, 2024. However, six resolutions were passed as special resolutions through the Postal Ballot dated January 01, 2025. The voting pattern for these resolutions is detailed below:

Date of Announcement of Result	Type of Resolution	Particular of Resolution	% of Votes in favour	% of Votes Against
January 02, 2025	Special	Appointment of Shri Parimal H. Desai (DIN: 00009272), Non-Executive Director as an Executive Director of the Company.	99.99	0.01
January 02, 2025	Special	Re-designation of Shri Parimal H. Desai (DIN: 00009272) as a Managing Director of the Company.	99.99	0.01
January 02, 2025	Special	To approve revision in terms and Condition of appointment of Executive Directors of the Company.	99.91	0.09
January 02, 2025	Special	Appointment of Shri Paras S. Savla (DIN: 10773507) as Non-Executive Independent Director of the Company.	99.96	0.04
January 02, 2025	Special	Re-appointment of Shri Navin C. Shah (DIN: 01415556) as an Independent Director of the Company for the second consecutive term of office.	99.99	0.01
January 02, 2025	Special	Re-appointment of Smt. Sonal A. Vira (DIN:09505883) as an Independent Director of the Company for the second consecutive term of office	99.85	0.15

No special resolution is proposed to be passed via postal ballot as on date of this report.

5. Means of Communication:

Quarterly / Yearly Results	The Company submits its quarterly / yearly financial results to the Stock Exchanges from the conclusion of the Board Meeting at which the results are approved, within the timeline prescribed under the Listing Regulations. The results are usually published in the Financial Express (English) edition and Lakshdeep (Marathi) edition. These results are also available on the website of the Company at www.valiantorganics.com.
Website	All the information and disclosures required to be disseminated as per regulation 46(2) of the Listing Regulations and Companies Act, 2013 are being posted at Company's website at www.valiantorganics.com. The official news releases and presentations to the institutional investors or analysts, if made any are disseminated to the Stock Exchange at www.nseindia.com and www.bseindia.com and the same is also uploaded on the website of the Company at www.valiantorganics.com All data required to be filed electronically or otherwise pursuant to the Listing Regulations with the Stock Exchanges, such as annual report, quarterly financial results, Shareholding pattern, report on Corporate Governance are being regularly filed with the Stock Exchanges at www.nseindia.com and www.bseindia.com and the same is also uploaded on the website of the Company at www.valiantorganics.com
Designated E-mail address for investor services	The designated e-mail address for investors complaints is investor@valiantorganics.com

6. General Shareholders Information:

AGM day, date, time and Venue	September 26, 2025, at 11.30 A.M by way of video conferencing/ other audio visual means
Financial Year	April 2024 to March 2025
Dividend payment date	NA
Cut –off Date	September 19, 2025
Registered Office	109, Udyog Kshetra, First Floor, Mulund Goregaon Link Road, Mulund (W), Mumbai- 400080
Corporate Identification Number	L24230MH2005PLC151348
Name and Address of Stock Exchanges where Company's securities are listed	**BSE Limited** Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400 001, India **National Stock Exchange of India Limited** Exchange Plaza Plot No.C/1, G Block, Bandra-Kurla Complex, Bandra (East), Mumbai – 400 051, India. Securities of the Company remained listed throughout the year and were not suspended.
Listing fees	The Annual Listing fees for the financial year 2025-26 have been paid to the respective Stock Exchanges.
Share Registrar and Transfer Agents	MUFG Intime India Private Limited (Formerly known as Link Intime India Private Limited) C 101, 247 Park, L.B.S. Marg, Vikhroli (West), Mumbai – 400083, Maharashtra, India Tel No.: +91 81081 14949 Fax No.: +91-22-4918 6060 Investor query registration: rnt.helpdesk@in.mpms.mufg.com
Company Secretary and Compliance officer	Shri Kaustubh Kulkarni 109, 1st Floor, Udyog Kshetra, Mulund Goregaon Link Road, Mulund (W), 400080 Email: investor@valiantorganics.com ; Tel No: 022-6797-6683

Tentative Financial Calendar:

Financial Year	April 01, 2025 to March 31, 2026
Adoption of Quarterly Results for the quarter ending:	
June, 2025	1st/2nd week of August, 2025
September, 2025	1st/2nd week of November, 2025
December, 2025	1st/2nd week of February, 2026
March, 2026	1st/2nd/3rd week of May, 2026

Share Transfer System:

In terms of Regulation 40(1) of the Listing Regulations, as amended, securities can be transferred only in dematerialised form w.e.f. April 1, 2019, Members holding shares in physical form are requested to consider converting their holdings to dematerialised form. Transfer of Equity Shares in electronic form is effected through the depositories with no involvement of the Company.

Shareholding Pattern as on March 31, 2025:

Category	No. of Shares	%
Promoters (A)	1,06,17,174	37.91
Public (B)	1,73,87,436	62.09
Alternate Investment Fund	100	0.00
Foreign Portfolio Investor	1,04,687	0.37
Central Government	300	0.00
Directors and their relatives (excluding independent directors and nominee directors)	55,36,002	19.77

Category	No. of Shares	%
Trusts where any person belonging to 'Promoter and Promoter Group' category is 'trustee', 'beneficiary', or 'author of the trust'	1,95,882	0.70
Resident Individuals holding nominal share capital up to ₹ 2 lakhs	62,97,776	22.49
Resident Individuals holding nominal share capital in excess of ₹ 2 lakhs	41,77,827	14.92
Non Resident Indians (NRIs)	2,70,835	0.97
Bodies Corporate	3,95,995	1.41
Others	4,08,032	1.46
Total (A+B)	**28,004,610**	**100.00**

Distribution of Shareholding as on March 31, 2025:

Serial	Shareholding of Nominal Value of Rs	Number of Shareholders	% of Total Shareholders	Share Amount (Rs)	% of Total Share Amount
1	1 to 5000	46,980	94.92	3,18,01,250	11.36
2	5001 to 10000	1,355	2.74	1,00,22,100	3.58
3	10001 to 20000	612	1.24	87,51,330	3.12
4	20001 to 30000	189	0.38	47,26,380	1.69
5	30001 to 40000	82	0.17	29,04,010	1.04
6	40001 to 50000	51	0.10	23,03,070	0.82
7	50001 to 100000	96	0.19	6,97,6990	2.49
8	100001 to 99999999999	130	0.26	21,25,60,970	75.90
Total		**49,495**	**100.00**	**2,80,046,100**	**100.00**

Dematerialisation of shares and liquidity:

100% of the Paid-up Capital of the Company is held in Dematerialised form with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) as on March 31, 2025 under ISIN No: INE565V01010.

Particulars	NSDL	CDSL	Physical	Total
Shares (nos.)	1,84,02,713	96,01,897	0	2,80,04,610*
Shares (%)	65.71	34.29	0	100.00

* On March 25, 2025, the Company allotted 405,561 bonus equity shares of ₹ 10 each to holders of Optionally Convertible Preference Shares (OCPS), which were previously kept in abeyance and later converted into equity shares effective December 6, 2023, in a 1:1 ratio, as approved by shareholders at the Extra-ordinary General Meeting held on December 15, 2020. As of March 31, 2025, the Issued Capital stood at ₹ 28,00,46,100/-, while the Listed Capital was ₹ 27,59,90,490/-, since listing and trading approvals were subsequently received from BSE Ltd and National Stock Exchange of India Ltd on April 8, 2025, and April 21, 2025, respectively.

ADRs/GDRs/Warrants:

The Company has not issued any ADRs/GDRs/Warrants.

Commodity Price Risk or Foreign exchange risk and hedging activities

During the year 2024-25, the Company had managed the foreign exchange risk and hedged to the extent considered necessary. The Company enters into forward contracts for hedging foreign exchange exposures against exports and imports. The details of foreign currency exposure are disclosed in Notes to the Annual Accounts.

Plant Locations:

- Plot Nos.2906, 752/755, GIDC Estate, Phase III, Sarigam, Vapi – 396 195, Dist. Valsad, Gujarat.
- Plot No. M-7 MIDC Tarapur, Boisar, Taluka Palghar-401506
- Plot no, 286/2 , A-1 322/11, 2nd Phase,Vapi -396195, Gujarat
- Plot No. 775,776,777, 915,918,919 GIDC, Jhagadia, Dist-Bharuch, Gujarat-393110
- Plot No.A-210,231,232.233,235,236, GIDC Estate, Phase-II, Vatva, Ahmedabad, Gujarat, 382445

List of all Credit Ratings:

During the year, on April 04, 2024 Company received following ratings from CRISIL:

Facilities	CRISIL Rating
Long Term Issuers Rating Covering various term loan and Working Capital	CRISIL A/Negative
Short Term Rating	CRISIL A1

Subsequently on June 05, 2024 the ratings from CRISIL were:

Facilities	CRISIL Rating
Long Term Issuers Rating Covering various term loan and Working Capital	CRISIL A-/Negative
Short Term Rating	CRISIL A2+

After the completion of financial year, on May 07, 2025 Company received re-affirmation on the ratings as follows:

Facilities	CRISIL Rating
Long Term Issuers Rating Covering various term loan and Working Capital	CRISIL A-/Negative (Re-affirmed)
Short Term Rating	CRISIL A2+ (Re-affirmed)

Address for correspondence:

Registered Office:

109, Udyog Kshetra, 1st Floor, Mulund-Goregaon Link Road, L.B.S. Marg, Mulund (West), Mumbai-400 080, Maharashtra, India.

Details with respect to Demat Suspense Account / Unclaimed Suspense Account as per Regulation 34(3) of the Listing Regulations:

Particulars	Demat		Physical	
	No. of Shareholders	No. of equity shares	No. of Shareholders	No. of equity shares
Aggregate no. of shareholders and the outstanding shares in the suspense account lying as on April 1, 2024.	Nil	Nil	Nil	Nil
Number of shareholders who approached the Company for transfer of shares from suspense accounts during the year	-	-	-	-
Number of shareholders to whom shares were transferred from the suspense account during the year	-	-	-	-
Shares Transferred to IEPF A/c	-	-	-	-
Aggregate number of shareholders and the outstanding shares in the suspense account lying as on March 31, 2025	Nil	Nil	Nil	Nil

CEO / CFO Certification:

As required under Regulations 17(8) and 33(2)(a) of the Listing Regulations, certificate is duly signed by Shri Sathiababu K. Kallada, Managing Director and Shri Mahek M. Chheda, Executive Director and Chief Financial Officer were placed at the Meeting of the Board of Directors, and a copy of which copy of which is attached in this Annual Report.

7. Other Disclosures:

1. Disclosures on Materially Significant Related Party Transactions that may have potential conflict with the interests of the Company:

The related party transactions, in case of our Company are generally not materially significant which requires Members' approval and wherever transactions are of a material nature, specific approval of shareholders is obtained. However, the Management, Audit Committee and the Board ensure such transactions are at arm's length.

As required under Regulation 23(1) of the Listing Regulations, the Company has formulated a policy on dealing with related party transactions. The said policy is also available on the website of the Company. The web link thereto is https://www.valiantorganics.com/assets/investors/related-party-transactions-policy.pdf

2. **Details of Non-Compliance by the Company, Penalties, and Structures imposed on the Company by Stock Exchange(s) or the Board or any Statutory Authority, on any matter related to Capital Markets, during the last three years:**

During the year under review, the Company received communications dated August 21, 2024, and November 21, 2024, from BSE Limited (BSE) and National Stock Exchange of India Limited (NSE), regarding a levy of penalties for an alleged non-compliance with Regulation 17(1A) of the Listing Regulations. The matter related to the continuation of a Non-Executive Director who had attained the age of seventy-five years, without obtaining prior approval of shareholders by way of a special resolution.

The Company was directed to pay penalties of ₹ 0.78 lakh for the quarter ended June 30, 2024, and ₹ 1.21 lakhs lakhs up to August 21, 2024, to each of BSE and NSE, being the date on which shareholders approval was obtained. These penalties were duly paid within the stipulated timelines. In response, the Company submitted a waiver application and clarifications on September 3, 2024, and November 28, 2024, respectively, stating that it was in full compliance with Regulation 17(1A) as of August 21, 2024, in line with the timeline prescribed under Regulation 17(1C) and the relevant provisions of the Companies Act, 2013. The Company also referred to recent orders passed by the Hon'ble Securities Appellate Tribunal (SAT), supporting its view that the alleged non-compliance was not justified. As required under the penalty communications, the matter was placed before the Board of Directors, and the Board's comments were subsequently communicated to the stock exchanges. The outcome of the waiver applications is awaited as on the date of this Report.

Except as stated above, there have been no instances of non-compliance, nor any communication or stricture from the Stock Exchanges, the Securities and Exchange Board of India (SEBI), or any other statutory authority on matters relating to the capital markets during the last three years.

3. **Disclosure of Vigil Mechanism/ Whistle Blower Policy and access to the Chairperson of the Audit Committee:**

Pursuant to Section 177(9) and (10) of the Companies Act, 2013, Regulation 22 of the Listing Regulations, the Company has formulated Whistle Blower Policy for Vigil Mechanism for Directors and Employees to report to the Management about the unethical behaviour, fraud or violation of Company's code of conduct. The same has been put up on the website of the Company on following web-link: http://www.valiantorganics.com/assets/investors/Whistle%20Blower%20Policy.pdf. The mechanism provides for adequate safeguards against victimization of employees and Directors who use such mechanism and makes provision for direct access to the Chairperson of the Audit Committee in exceptional cases. None of the people has been denied access to the Audit Committee.

4. In order to restrict communication of Unpublished Price Sensitive Information (UPSI), the Company has adopted Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information in compliance with SEBI (Prohibition of Insider Trading) Regulations, 2015 as amended from time to time. The said Code is available on the website of the Company at the following web link: https://www.valiantorganics.com/assets/investors/Whistle%20Blower%20Policy.pdf

5. The Company has complied with all the mandatory requirements under the Listing Regulations.

6. In terms of clause 5A of Para A of Part A of Schedule III of the Listing Regulations, there are no agreements with any party which impact the management or control of the Company or impose any restriction or create any liability upon the Company.

7. **Policy for determining 'material' subsidiaries:**

To determine 'material subsidiary', the Company has adopted a 'Policy for Determining Material Subsidiary' and the same has been hosted on the website of the Company on the following web link: https://www.valiantorganics.com/assets/investors/Policy-for-Material-Subsidiary.pdf

As on March 31, 2025, the Company has 2 subsidiaries in India. The Board of Directors or its Committees also have oversight of the affairs of the subsidiaries and regularly reviews various information w.r.t. the subsidiary companies, which inter-alia includes:

a. Review of Financial Statements

b. Investment made by the subsidiaries

c. Minutes of the meeting of the Board of Directors of the subsidiaries

d. A statement of significant transactions and arrangements entered by the subsidiaries.

7. There were no instances during the financial year 2024-25 wherein the Board had not accepted recommendations made by any committee of the Board.

8. Total fees for all services paid by the Company and its subsidiaries, on a consolidated basis, to the statutory auditors and all entities in the network firm/network entity of which the statutory auditor is part during the Financial Year 2024-25.

Particulars	**₹ (In Lakhs)**
Audit Fees	13.14
Certification Charges	0.57
Out of pocket expenses	0.79
Total	**14.50**

9. Disclosures in relation to Sexual Harassment of Women at workplace (Prevention, Prohibition and Redressal) Act, 2013

Number of complaints filed during the financial year	Nil
Number of complaints disposed of during the financial year	Nil
Number of complaints pending as on end of the financial year	Nil

10. The Company has complied with all the mandatory requirements specified in Regulation 17 to 27 and Clause (b) to (i) of sub-regulation (2) of Regulation 46 of the Listing Regulations.

11. With a view to regulate trading in securities by the directors and designated employees, the Company has adopted a code of Conduct to regulate, monitor and report trading by Insiders.

12. None of the Independent Directors of the Company have resigned before the expiry of their tenure. Thus, disclosure of detailed reasons for their resignation along with their confirmation that there are no material reasons, other than those provided by them is not applicable.

13. Other disclosure requirements specified under Clause 10 (g), (h), (m), (n) of the Schedule V of the Listing Regulations are not applicable to the Company for the financial year 2024-25.

Discretionary Requirements

The status of compliance with discretionary requirements of Part E of schedule II of SEBI Listing Regulations with Stock Exchanges is provided below:

Sr. No.	**Particulars**	**Remarks**
1.	Non-Executive Chairperson's Office	The Company has a Non-executive Chairperson.
2.	Shareholders' Rights	As the quarterly and half-yearly financial performance are published in the newspapers and are also posted on the Company's website, the same are not being sent to the members.
3.	Audit Qualifications	The Company's financial statement for the year 2024-25 is unmodified.
4.	Separate posts of Chairperson and CEO	The Company has separate post of Chairperson and MD/CEO and the said Chairperson is not related to the MD/CEO as per the definition of the term "relative" defined under the Companies Act, 2013.
5.	Reporting of Internal Auditor	The Internal Auditor reports to Chairperson & Managing Director and has direct access to the Audit Committee
6.	Separate meeting of Independent Directors	During the financial year 2024-25, the Independent Directors meeting was held once without the presence of non-independent director and the members of the management.

For and on Behalf of the Board

Sd/-
Shri Sathiababu K. Kallada
Managing Director
DIN: 02107652

Sd/-
Shri Mahek M. Chheda
Executive Director and CFO
DIN: 06763870

Place: Mumbai
Date: August 13, 2025

Code of Conduct Declaration
[Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

All Directors and Key Management personnel of the Company have affirmed compliance with Code of Conduct, as applicable to them, for the financial year ended March 31, 2025.

	Sd/-	Sd/-
	Shri Sathiababu K. Kallada	**Shri Mahek M. Chheda**
Place: Mumbai	Managing Director	Executive Director and CFO
Date: August 13, 2025	DIN: 02107652	DIN: 06763870

Certificate from a Practising Chartered Accountant for compliance of conditions of Corporate Governance:

A certificate from M/s. Gokhale & Sathe, Chartered Accountants, regarding compliance of conditions of Corporate Governance as stipulated in Part E of Schedule V of the Listing Regulations is appended to this Report.

	Sd/-	Sd/-
	Shri Sathiababu K. Kallada	**Shri Mahek M. Chheda**
Place: Mumbai	Managing Director	Executive Director and CFO
Date: August 13, 2025	DIN: 02107652	DIN: 06763870

Independent Auditors Report on Corporate Governance

To,
The Members of Valiant Organics Limited,
109, Udyog Kshetra, 1st Floor,
Mulund Goregaon Link Road, Mulund (W),
Mumbai - 400 080. Maharashtra, (India)

Dear Members,

Background:

1. We, Gokhale & Sathe, Chartered Accountants, being the Statutory Auditors of Valiant Organics Limited (“the Company”) are issuing this certificate as required by the Company for annual submission to the Stock exchange and to be sent to the Shareholders of the Company. The Corporate Governance Report prepared by Valiant Organics Limited, contains details as stipulated in regulations 17 to 27 and clauses (b) to (i) of regulation 46(2) and para C, D and E of Schedule V of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, (“the SEBI Listing Regulations”) as amended from time to time, (‘applicable criteria’) with respect to Corporate Governance for the year ended 31 March 2025.

Management’s and Board of Director’s Responsibility:

2. The preparation of the Corporate Governance Report is the responsibility of the Management and Board of Directors of the Company including the preparation and maintenance of all relevant supporting records and documents. This responsibility also includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the Corporate Governance Report.

3. The Management along with the Board of Directors are also responsible for ensuring that the Company complies with the conditions of Corporate Governance as stipulated in the SEBI Listing Regulations, issued by the Securities and Exchange Board of India.

Auditor’s Responsibility:

4. Our responsibility is to provide a reasonable assurance in the form of an opinion whether the Company has complied with the conditions of Corporate Governance, as stipulated in the SEBI Listing Regulations.

5. We conducted our examination of the Corporate Governance Report in accordance with the Guidance Note on Reports or Certificates for Special Purposes and the Guidance Note on Certification of Corporate Governance, both issued by the Institute of Chartered Accountants of India (“ICAI”). The Guidance Note on Reports or Certificates for Special Purposes requires that we comply with the ethical requirements of the Code of Ethics issued by ICAI.

6. We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC 1), Quality Control for Firms that Perform Audits and Review Historical Financial Information, and Other Assurance and Related Services Engagements.

7. The procedures selected depend on the auditor’s judgement, including the assessment of the risks associated in compliance of the Corporate Governance Report with the applicable criteria. We have examined (a) the minutes of the meetings of the board of directors of the Company (the “Board”) and of committees of the Board, the annual general meeting of the shareholders of the Company; (b) declarations made by the Board under relevant statutory / regulatory requirements; (c) relevant statutory registers maintained by the Company; and (d) such other documents and records of the Company as we deemed necessary, in connection with ascertaining compliance with the conditions of corporate governance by the Company, as prescribed under the, Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the “SEBI Listing Regulations”).

8. The procedures also include examining evidence supporting the particulars in the Corporate Governance Report on a test basis. Further, our scope of work under this report did not involve us performing audit tests for the purposes of expressing an opinion on the fairness or accuracy of any of the financial information or the financial statements of the Company taken as a whole.

Opinion:

9. Based on our examination of the relevant records and according to the information and explanations provided to us and the representations provided by the Management, in our opinion and to the best of our information and according to the explanations given to us, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in Regulations 17 to 27, clauses (b) to (i) of Regulation 46(2) and paragraphs C, D and E of Schedule V of the SEBI Listing Regulations for the financial year ended March 31, 2025 except one of the incident which was disclosed in the Other Disclosure Section of the respective Corporate Governance Report.

Restriction on use:

10. The Certificate is addressed & issued to the members of the company solely for their consideration and should not be used by any other person or for any other purpose. Accordingly, we do not accept or assume any liability or any duty of care for any other purpose or to any other person to whom this certificate is shown or into whose hands it may come without our prior consent in writing.

Disclaimer:

11. 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 **Gokhale & Sathe,**
Chartered Accountants,
Firm Registration No.: 103264W

Ravindra More
Partner
Membership No. 153666
UDIN: - 25153666BMLYKW2986

Date: 13 August 2025
Place: Mumbai

Chief Executive Officer (CEO) and Chief Financial Officer (CFO) Certification

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

We hereby certify that:

A. We have reviewed Financial Statements and the Cash Flow Statement for the Financial Year ended March 31, 2025 and to the best of our knowledge and belief:

   i. These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;

   ii. These statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.

B. There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year, which are fraudulent or illegal or violative of the Company's code of conduct.

C. We accept responsibility for establishing and maintaining internal controls for financial reporting and that We have evaluated the effectiveness of the internal control systems of the Company pertaining to financial reporting and we have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which We are aware and the steps We have taken or propose to take to rectify these deficiencies.

D. We have indicated to the Auditors and the Audit Committee:

   i. There have been no significant changes in the above-mentioned internal controls over financial reporting during the relevant period;

   ii. That there have been no significant changes in the accounting policies during the relevant period; and

   iii. We have not noticed any significant fraud particularly those involving the management or an employee having a significant role in the Company's internal control system over Financial Reporting.

	Sd/-	Sd/-
	Shri Sathiababu K. Kallada	**Shri Mahek M. Chheda**
Place: Mumbai	Managing Director	Executive Director and CFO
Date: May 22, 2025	DIN: 02107652	DIN: 06763870

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

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

To,
Valiant Organics Limited
(CIN: L24230MH2005PLC151348)
109, Udyog Kshetra, 1st Floor,
Mulund Goregaon Link Road,
Mulund (W), Mumbai 400080.

I have examined the relevant registers, records, forms, returns and disclosures received from the Directors of Valiant Organics Limited having CIN:L24230MH2005PLC151348 and having registered office at109, Udyog Kshetra, 1st Floor, Mulund Goregaon Link Road, Mulund (W), Mumbai 400080 (hereinafter referred to as 'the Company'), produced before me 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 my opinion and to the best of my 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 me by the Company and its officers, I hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ended on 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	DIN	Date of Appointment as Director	Date of Cessation as Director
1	Nemin Mahesh Savadia	00128256	01/05/2022	Continuing
2	Arvind Kanji Chheda	00299741	16/02/2005	19/04/2024
3	Navin Chapshi Shah	01415556	04/08/2022	Continuing
4	Sidhharth Dinesh Shah	07263018	01/06/2022	Continuing
5	Santosh Shantilal Vora	07633923	01/05/2022	Continuing
6	Sathiababu Krishnan Kallada	02107652	23/11/2020	Continuing
7	Vishnu Jotiram Sawant	03477593	06/04/2011	31/05/2024
8	Mahek Chheda Manoj	06763870	06/07/2017	Continuing
9	Mulesh Manilal Savla	07474847	20/04/2019	Continuing
10	Kiritkumar Haribhai Desai	08610595	14/08/2021	Continuing
11	Sonal Amit Vira	09505883	04/08/2022	Continuing
12	Sudhirprakash Baburao Sawant	02343218	19/05/2023	Continuing
13	Parimal Hasmukhlal Desai	00009272	24/05/2024	Continuing
14	Paras Sumtichandra Savla	10773507	13/11/2024	Continuing

Ensuring the eligibility of for the appointment / continuity of every Director on the Board is the responsibility of the management of the Company. My 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.

Sd/-
CS Sunil M. Dedhia
Proprietor, Sunil M. Dedhia & Co.
Practising Company Secretary
FCS No: 3483 C.P. No. 2031
Peer Review Certificate No. 867/2020
UDIN: F003483G000479411

Place: Mumbai
Date: May 28, 2025

Independent Auditor's Report

To the Members of
Valiant Organics Limited

Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the accompanying standalone financial statements of Valiant Organics Limited (the "Company"), which comprise the Balance Sheet as at 31 March 2025, the Statement of Profit and Loss (including the statement on Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year ended on that date and notes to the financial statements (including summary of the material accounting policies and other explanatory information (hereinafter referred to as the "standalone financial statements").

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

Basis for Opinion

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

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements 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. We have determined the matters described below to be the key audit matters to be communicated in our report.

Sr. No.	Key Audit Matter	Auditor's Response
1	**Direct and Indirect Tax receivables and contingent liabilities pertaining to tax matters under dispute.** The Company has reflected ₹ 139.98 lakhs as GST matters as on 31 March 2025 (₹ 111.98 lakhs as on 31 March 2024). Further, the Company is reflecting demand from Income Tax Department disputed in appeal to the tune of ₹ 2,963.30 lakhs on 31 March 2025 (₹ 2,875.37 lakhs as on 31 March 2024).	**Principle audit procedures, performed by us -** We have carried out the validation of the information provided by the management by performing the following procedures: a) Evaluating the reasonableness of the underlying assumptions. b) Examining the relevant orders and supporting documents on record. c) Relying on relevant external evidence available including applicable judicial pronouncements and industry practices.

Sr. No.	Key Audit Matter	Auditor's Response
	Contingent liabilities as defined in Ind AS 37 require assessment of probable outcomes and cash flows. The identification and quantification of contingent liabilities require estimation and judgement by the management. The ultimate recoverability of receivables is based on outcome of those proceedings and require inputs from subject specialists, management judgement and therefore required significant audit attention. Refer note no. 36: contingent liabilities not provided for to the standalone financial statements.	d) Getting representations from the management wherever necessary.
2	**Additional Working Capital Demand Loans** The Company has obtained additional working capital demand loans from a bank to support its operating cycle and liquidity requirements. These loans form a significant portion of the Company's short-term borrowings as at 31st March 2025 – ₹ 12,684.65 Lakhs (₹ 9,385.17 Lakhs as on 31st March 2024) The accounting for such borrowings involves assessment of terms of the loan agreements, compliance with covenants, correct classification between current and non-current liabilities, and appropriate presentation and disclosures in accordance with the requirements of Ind AS 1 (Presentation of Financial Statements), Ind AS 107 (Financial Instruments: Disclosures), and Schedule III of the Companies Act, 2013.	**Principle audit procedures, performed by us -** We have carried out the validation of the information provided by the management by performing the following procedures: a) Understanding the internal controls relating to obtaining and accounting for working capital demand loans. b) Obtaining the sanction letter to verify the limits and conditions thereon. c) Verifying the classification of borrowings between current and non- current based on repayment terms and management's intent, in accordance with Ind AS 1. d) Verified the accounting of interest payment /provision.
3	**Accuracy, Completeness, and disclosure with reference to Ind AS-16 of Property, Plant and Equipment.** The carrying value of property, plant and equipment (including capital work in progress) as on 31 March 2025 of ₹ 64,373.91 Lakhs (as on 31 March 2024 of ₹ 62,971.38 Lakhs) Cost Recognition of Property, Plant and Equipment as specified in IndAS 16 is based on completion of asset construction activities and management assessment and judgement that the asset is capable of operating in the manner intended. The asset capitalisation is the outcome of various procurements, approvals from operations experts in the Company and judgements by the management and therefore, required significant audit attention. Refer Note 4: Property, Plant and Equipment in Notes to the standalone financial statements.	**Our audit procedures, amongst others, include the following–** e) Obtaining an understanding of operating effectiveness of management's internal control over capital expenditure. f) We assessed Company's process regarding maintenance of records, valuation and accounting of transactions pertaining to Property, Plant and Equipment with reference to Indian Accounting Standard 16: Property, Plant and Equipment. g) We have reviewed management judgment pertaining to estimation of useful life and depreciation of the Property, Plant and Equipment. h) We have relied upon the observations of internal auditors of physical verification of Property, Plant and Equipment. i) We have verified obtained certificates for capitalisation from the Project heads. j) Ensuring adequacy of disclosures in the standalone financial statements. k) We have relied upon management assessment about capex project being ready for its intended use and hence capitalisation of the same

Information Other than the Standalone Financial Statements and Auditor's Report thereon

The Company's Board of Directors are responsible for the preparation of the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Business Responsibility and Sustainability Report, Corporate Governance and Shareholder's Information, but does not include the standalone financial statements and our auditor's report thereon.

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

In connection with our audit of the standalone financial statements, our responsibility is to read the other information to the extent made available for our verification as on the date and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements, or our knowledge obtained during our audit or otherwise appears to be materially misstated.

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

Responsibilities of the Management and Those Charged with Governance for the Standalone Financial Statements

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

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

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

Auditors' Responsibilities for the Audit of the Standalone Financial Statements

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

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

- Identify and assess the risks of material misstatement of the Standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal financial control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls with reference to standalone 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.

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

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

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

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 (the "Order") issued by the Central Government in terms of Section 143(11) of the Act, we give in "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order.

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

   a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

   b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.

   c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, Statement of Changes in Equity and the Statement of Cash Flows dealt with by this Report are in agreement with the books of accounts.

   d) In our opinion, the aforesaid financial statements comply with the Ind AS specified under Section 133 of the Act read with Rule 7 of the Companies (Accounts) Rules, 2014.

   e) On the basis of the written representations received from the directors taken on record by the Board 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) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls with reference to standalone financial statements.

   g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended, in our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.

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

i. The Company has disclosed the impact of pending litigations on its financial position in its standalone financial statements – Refer note no 36 to the standalone financial statements.

ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.

iii. During the year, there were no amounts due for transfer to the Investor Education and Protection Fund (IEPF) in accordance with the provisions of the Companies Act, 2013.

iv. (a) The Management has represented that, to the best of its knowledge and belief as disclosed in note no 41(d)(i) to the standalone financial statements, no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entity ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(b) The Management has represented, that, to the best of its knowledge and belief, as disclosed in note no 41(d)(ii) to the standalone financial statements, no funds (which are material either individually or in the aggregate) have been received by the Company from any person or entity, including foreign entity ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(c) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.

v. The Company has not proposed any interim or final dividend in the previous year; hence Section 123 of the Act, is not applicable in this regard.

vi. Based on our examination, which included test checks, the Company has used accounting software for maintaining its books of account, which includes a feature for recording an audit trail (edit log). The Company has maintained audit trails at the transaction and application levels; however, the audit trail at the database level has not been enabled. The audit trail feature was operational throughout the year at the aforementioned levels and, prima facie, does not appear to have been tampered with during the year.

Further, the Company has preserved the audit trail (edit logs) for the previous year at transaction and application level, except for the database level.

For **Gokhale & Sathe,**
Chartered Accountants,
Firm Registration No.: - 103264W

Ravindra More
Partner
ICAI Membership No. 153666
UDIN: - 25153666BMLYIO1768

Date: - 22 May 2025
Place: - Mumbai

ANNEXURE 'A' TO THE INDEPENDENT AUDITOR'S REPORT

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

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

i. In respect of the Company's Property, Plant and Equipment and Intangible Assets:

(a) (A) The Company is currently in the process of compiling and preparing proper records showing full particulars, including quantitative details and the location of Property, Plant and Equipment (PPE), Right-of-Use (ROU) assets, and Capital Work-in-Progress (CWIP).

(B) The Company is currently in the process of compiling and preparing proper records showing full particulars of Intangible Assets.

(b) The Property, Plant and Equipment of the Company have been physically verified by the management in a phased manner. Based on the physical verification reports and proper records showing full particulars, including quantitative details and the location of Property, Plant and Equipment (PPE) to the extent updated, the Company has dealt with the discrepancies noticed in such physical verification, in its books of account.

(c) According to the information and explanations given to us, the records examined by us and based on the examination of the conveyance deeds / registered sale deed provided to us, we report that, the title deeds of self-constructed buildings and title deeds of all immovable properties (other than properties where the Company is lessee and lease agreements are duly executed in favour of the Company), disclosed in the financial statements included under Property Plant and Equipment are held in the name of the Company as at the balance sheet date. In respect of immovable properties of land that have been taken on lease and disclosed separately in Property Plant & Equipment in the financial statements, the lease agreements are in the name of the Company except the below:

Description of Property	Gross Carrying Value (₹ in lakhs)	Held in the name of	Whether promoter, director or their relative or employee	Period held (since)	Reason for not being held in the name of company also indicate if in dispute and period for which it has been held
Factory land Plot No. 231 VATVA	3.30	Dispo Dyechem Private Limited	No	October 2018	Property was acquired through amalgamation / merger, change of name of the Company is pending.
Factory land Plot No. 232 VATVA	3.30		No		
Factory land Plot No. 233 VATVA	3.65		No		
Factory land Plot No. 235 VATVA	3.30	Dispo Dyechem Private Limited	No	October 2018	Property was acquired through amalgamation / merger, change of name of the Company is pending.
Factory land Plot No. 236 VATVA	3.30		No		

(d) The Company has not revalued any of its Property, Plant and Equipment (including right of use assets) during the year.

(e) On the basis of information provided by management, no proceedings have been initiated during the year or are pending against the Company as at 31 March 2025 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder.

ii. (a) Physical verification of inventory has been conducted at reasonable intervals by the management and in our opinion, the coverage and procedure of such verification by the management is appropriate. No material discrepancies were noticed and discrepancies if any are properly dealt with by the Management of the Company.

(b) The Company has been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks on the basis of security of current assets; as mentioned in note no 18(5) to the standalone financial statements, the difference between quarterly returns filed by the Company with banks / financial institutions and books of accounts were on account of explainable items and not material in nature.

iii. The Company has not made any investments, provided any guarantees 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, and hence clause 3 (iii) (a), (b), (c), (d), (e), (f) of the Order are not applicable.

iv. According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not given any loans, or provided any guarantee or security as specified under Section 185 and 186 of the Companies Act, 2013 ("the Act"). In respect of the investments made by the Company, in our opinion the provisions of Section 186 of the Act have been complied with.

v. The Company has not accepted deposits or amounts which are deemed as deposits from the public during the year and hence the directives issued by the Reserve Bank of India and the provision of section 73 to 76 any other relevant provisions of the Act and the Companies (Acceptance of Deposit) Rules, 2015 with regards to the deposits accepted from the public are not applicable.

vi. We have broadly reviewed the cost records maintained by the Company pursuant to the Companies (Cost Records and Audit) Rules, 2014 prescribed by the Central Government under Section 148(1) (d) of the Companies Act, 2013 and are of the opinion that, prima facie, the prescribed accounts and cost records have been maintained. We have, however, not made a detailed examination of the cost records with a view to determine whether they are accurate or complete.

vii. (a) According to the information and explanation given to us and on the basis of our examination of the records of the Company, amounts deducted / accrued in the books of account in respect of undisputed statutory dues including Provident Fund, Employees State Insurance, Income tax, Sales tax, GST, Custom duty, and any other material statutory dues have been regularly deposited during the year with the appropriate authorities. According to the information and explanations given to us, no undisputed amounts payable in respect of the aforesaid 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 based on the records of the company examined by us, particulars of Income Tax, Goods & Service Tax, Customs Duty, Excise Duty, States respective Sales Tax, Service Tax and other statutory dues which have not been deposited on account of any disputes are as under:

Nature of Statute	**Nature of Dues**	**₹ in Lakhs**	**Period for which amount relates**	**Forum where Dispute is pending**
IGST Act, 2017	Interest & Penalty on IGST	139.98	FY 2017-2018	Dy. Commissioner of State Tax, Appeal – 5, Surat
Maharashtra Stamp Act, 1958	Stamp Duty on Preference Share, Penalty & Interest thereon	199.87	FY 2019-2020	Inspector General of Registration and Controller of Stamps, Maharashtra
Income Tax Act, 1961	Outstanding demand and penalty	2,963.30	FY 2005-2006 to FY 2020-21	Income Tax Commissioner (Appeals)

viii. There were no transactions relating to previously unrecorded income that have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961).

ix. (a) The Company has not defaulted in repayment of dues or other borrowings or in the payment of interest thereon to any lender.

(b) According to the information and explanation given to us and the Company has not been declared wilful defaulter by any bank or financial institution or any other lender.

(c) During the year under review, company has not taken any term loan, and hence reporting under clause 3(ix)(c) of the Order is not applicable.

(d) On an overall examination of the financial statements of the Company, funds raised on short-term basis have, prima facie not been used during the year for long term purposes.

(e) On an overall examination of the financial statements of the Company, the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries or associates.

(f) The Company has not raised loans during the year on the pledge of securities held in its subsidiaries or associates.

x. (a) The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) during the year and hence reporting under clause 3(x)(a) of the Order is not applicable.

(b) During the year, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully or partly or optionally) and hence reporting under clause 3(x)(b) of the Order is not applicable.

xi. (a) According to the information and explanations given to us, no material fraud by the Company and no material fraud on the Company has been noticed or reported during the year.

(b) As informed by the management, no report under sub-section (12) of section 143 of the Companies Act has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and upto the date of this report.

(c) As represented to us by the management, there were no whistle blower complaints received by the Company.

xii. The Company is not a Nidhi Company and hence reporting under clause (xii) of the Order is not applicable.

xiii. In our opinion and on the basis of our examination of the information and documentation available to us, the Company is in compliance with Section 177 and 188 of the Companies Act, 2013 with respect to applicable transactions with the related parties and the details of related party transactions have been disclosed in the financial statements as required by the applicable Indian Accounting Standards.

xiv. (a) In our opinion the Company has an adequate internal audit system commensurate with the size and the nature of its business.

(b) We have considered, the internal audit reports for the year under audit, issued to the Company during the year and till date, in determining the nature, timing and extent of our audit procedures.

xv. In our opinion and on the basis of explanation / information provided by management, during the year the Company has not entered into any non-cash transactions with its directors or persons connected with its directors and hence provisions of section 192 of the Companies Act, 2013 are not applicable to the Company.

xvi. (a) In our opinion, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Hence, reporting under clause 3(xvi) (a), (b) and (c) of the Order is not applicable.

(b) In our opinion, there is no core investment company within the Group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016) and accordingly reporting under clause 3(xvi)(d) of the Order is not applicable.

xvii. The Company has not incurred cash losses during the financial year covered by our audit and in the immediately preceding financial year.

xviii. There has been no resignation of statutory auditors of the Company during the year.

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

xx. The Company has fully spent the required amount towards Corporate Social Responsibility (CSR) and there is no unspent CSR amount for the year requiring a transfer to a Fund specified in Schedule VII to the Companies Act or special account in compliance with the provision of Sub-section (6) of Section 135 of the said Act. Accordingly, reporting under clause 3(xx) of the Order is not applicable for the year.

xxi. The reporting under Clause 3(xxi) of the Order is not applicable in respect of audit of standalone financial statements. Accordingly, no comment in respect of the said clause has been included in this report.

For **Gokhale & Sathe,**
Chartered Accountants,
Firm Registration No.: - 103264W

Ravindra More
Partner
ICAI Membership No. 153666
UDIN: - 25153666BMLYIO1768

Date: - 22 May 2025
Place: - Mumbai

ANNEXURE 'B' TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 2(f) under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of Valiant Organics Limited of even date)

Report on the Internal Financial Controls under Clause (i) of subsection 3 of Section 143 of the Companies Act, 2013 (the "Act")

Opinion

We have audited the internal financial controls with reference to standalone financial statements of Valiant Organics 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, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system with reference to standalone financial statements and such internal financial controls with reference to standalone financial statements were operating effectively as at 31 March 2025, based on the criteria for internal financial control over financial reporting established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the ICAI.

Managements' Responsibility for Internal Financial Controls

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

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to standalone financial statements based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") issued by the ICAI and the Standards on Auditing prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to 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 was established and maintained and if such controls operated effectively in all material respects. Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls with reference to standalone financial statements and their operating effectiveness. Our audit of internal financial controls with reference to 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 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 standalone financial statements.

Meaning of Internal Financial Controls with reference to standalone financial statements

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of standalone financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that

1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company;

2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of standalone Ind AS 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 standalone financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

For **Gokhale & Sathe,**
Chartered Accountants,
Firm Registration No.: - 103264W

Ravindra More
Partner
ICAI Membership No. 153666
UDIN: - 25153666BMLYIO1768

Date: - 22 May 2025
Place: - Mumbai

Standalone Balance Sheet

as at March 31, 2025

(₹ in Lakhs)

Particulars	Note No	As at 31st March 2025	As at 31st March 2024
ASSETS			
(1) NON-CURRENT ASSETS			
(a) Property, Plant and Equipments	4	64,373.91	62,971.38
(b) Capital Work In Progress	4	6,569.71	8,613.89
(c) Right of Use Assets	5	30.01	53.40
(d) Other Intangible assets	6	45.45	23.75
(e) Financial Assets			
(i) Investments	7	5,407.93	5,417.01
(ii) Other Financial Assets	8A	567.99	540.78
(f) Deferred Tax Assets(Net)			-
(g) Other non-current assets	9A	508.77	564.10
Total Non-Current Assets		**77,503.75**	**78,184.31**
(2) CURRENT ASSETS			
(a) Inventories	10	8,897.12	11,423.24
(b) Financial Assets			
(i) Trade receivables	11	17,422.81	20,936.22
(ii) Cash and Cash equivalents	12	706.48	321.34
(iii) Bank Balances Other than (ii) above	13	36.87	35.88
(iv) Loans	14	56.96	62.32
(v) Other Financial Assets	8B	550.00	293.35
(c) Current Tax Assets (Net)	15	1,193.80	1,269.14
(d) Other current assets	9B	1,563.79	1,702.05
Total Current Assets		**30,427.83**	**36,043.54**
TOTAL ASSETS		**107,931.58**	**114,227.85**
EQUITY AND LIABILITIES			
EQUITY			
(a) Equity Share Capital	16B	2,800.46	2,757.50
(b) Other Equity	17	63,360.89	63,730.40
Total Equity		**66,161.36**	**66,487.90**
LIABILITIES			
(1) NON-CURRENT LIABILITIES			
(a) Financial Liabilities			
(i) Borrowing	18A	5,069.10	7,416.10
(ii) Lease Liabilities	19A	13.05	32.40
(iii) Other Financial Liabilities	19C	140.89	157.70
(b) Provisions	20A	219.97	185.99
(C) Deferred Tax Liabilities	21	3,439.32	2,915.94
Total non-current liabilities		**8,882.34**	**10,708.13**
(2) CURRENT LIABILITIES			
(a) Financial Liabilities			
(i) Borrowings	18B	16,066.59	14,103.48
(ii) Lease Liabilities	19B	19.35	22.65
(iii) Trade Payables	22		
(A) Total Outstanding dues of micro enterprises and Small enterprises		783.97	465.12
(B) Total Outstanding dues of creditor other than micro enterprises and Small enterprises		13,817.93	20,279.39
(iv) Other financial Liabilities	23	1,561.37	1,573.54
(b) Other current liabilities	24	168.46	219.83
(c) Provisions	20B	470.22	367.82
(d) Current Tax Liabilities (Net)			-
Total Current Liabilities		**32,887.90**	**37,031.83**
TOTAL EQUITY AND LIABILITIES		**107,931.58**	**114,227.85**

Notes forming part of the financial statements [Note No. 1 - 42]

The accompanying notes are an integral part of the Ind AS financial statements. Previous year figures have been recasted/restated wherever necessary.

For Gokhale & Sathe
Chartered Accountants
(Firm Regn No.103264W)

For and on behalf of the Board of Directors

Shri Ravindra More
Partner
M. No. 153666

Shri Sathiababu K. Kallada
(Managing Director)
DIN: 02107652

Shri Mahek Chheda
(Executive Director & CFO)
DIN: 06763870

Place : Mumbai
Date : 22-05-2025

Shri Kaustubh Kulkarni
(Company Secretary)
ICSI M. No. A52980

Standalone Statement of Profit and Loss

for the year ended March 31, 2025

(₹ in Lakhs)

Particulars	Note No	For the Year Ended March 31, 2025	For the Year Ended March 31, 2024
I. Revenue from operations	25	71,876.18	67,719.21
II. Other Income	26	811.28	292.54
III. Total Income (I + II)		**72,687.45**	**68,011.75**
IV. Expenses:			
i) Cost of materials consumed	27	44,007.01	44,831.29
ii) Purchases of Stock in trade	28	1,261.56	623.05
iii) Changes in inventories of Finished goods, Stock in Trade and Work in Progress	29	445.52	138.44
iv) Employee Benefits Expenses	30	4,498.89	4,750.22
v) Finance costs	31	2,363.88	1,937.99
vi) Depreciation and amortization expense	32	3,576.04	3,397.32
vii) Other expenses	33	16,293.55	13,422.37
IV. Total Expenses		**72,446.46**	**69,100.69**
V. Profit/(Loss) before Exceptional items and Tax (III - IV)	**(III - IV)**	**240.99**	**(1,088.94)**
VI. Exceptional Items		-	575.00
VII. Profit/(Loss) before Tax (V - VI)	**(V - VI)**	**240.99**	**(513.93)**
VIII. Tax expense:			
Current Tax		-	120.52
Deferred Tax		540.83	(330.11)
Total Tax Expense		540.83	(209.59)
IX. Profit / (Loss) for the period	**(VII-VIII)**	**(299.84)**	**(304.34)**
X. Other Comprehensive Income			
(i) Items that will not be reclassified to profit or loss in subsequent year			
Re-measurement of the net defined benefit plan		(15.67)	(7.89)
Fair value changes of various Financial intruments		(94.49)	66.80
(ii) Income tax relating to items that will not be reclassified to profit & loss			
Re-measurement of the net defined benefit plan		3.94	19.52
Fair value changes of various Financial intruments		13.51	(7.68)
XI Total other comprehensive income for the period, net of tax		**(92.70)**	**70.74**
XII. Total comprehensive income for the period (IX+XI) (Total of profit and other comprehensive income for the period)"		**(392.54)**	**(233.60)**
XIII. Earning Per Share for discontinued & continuing operations			-
Basic		(1.09)	(1.12)
Diluted		(1.09)	(1.09)

Notes forming part of the financial statements [Note No. 1 - 42]

The accompanying notes are an integral part of the Ind AS financial statements. Previous year figures have been recasted/restated wherever necessary.

For Gokhale & Sathe
Chartered Accountants
(Firm Regn No.103264W)

For and on behalf of the Board of Directors

Shri Ravindra More
Partner
M. No. 153666

Shri Sathiababu K. Kallada
(Managing Director)
DIN: 02107652

Shri Mahek Chheda
(Executive Director & CFO)
DIN: 06763870

Place : Mumbai
Date : 22-05-2025

Shri Kaustubh Kulkarni
(Company Secretary)
ICSI M. No. A52980

Statement of Changes in Equity

for the year ended March 31, 2025

A. Equity Share Capital

Current Reporting Period

(₹ in Lakhs)

Particulars	Balance as on April 1, 2024	Changes in equity share capital due to prior period errors	Restated Balance at the current reporting periods	Changes in equity share capital during the period	Balance as on March 31, 2025
Ordinary Equity Shares	2,755.90	-	2,755.90	-	2,755.90
Bonus Shares Alloted During the year	-	-	-	40.56	40.56
Employee Stock Option Plan	1.60	-	1.60	2.40	4.00
Total	**2,757.50**	**-**	**2,757.50**	**42.96**	**2,800.46**

Previous Reporting Period

(₹ in Lakhs)

Particulars	Balance as on April 1, 2023	Changes in equity share capital due to prior period errors	Restated Balance at the current reporting periods	Changes in equity share capital during the period	Balance as on March 31, 2024
Ordinary Equity Shares	2,715.35	-	2,715.35	40.56	2,755.90
Optionally Convertible Equity Shares (Instruments entirely equity in nature)	40.56	-	40.56	(40.56)	-
Employee Stock Option Plan	-	-	-	1.60	1.60
Total	**2,755.90**	**-**	**2,755.90**	**1.60**	**2,757.50**

Footnote: Pursuant to the scheme of arrangement with Amarjyot Chemical Limited, OCPS were supposed to be converted into equity shares or Redeemable Preference Shares (RPS) before February 2022. After obtaining consent from OCPS shareholders for conversion into equity shares, the Company filed a Settlement Application with SEBI on December 19, 2022. Following SEBI's settlement order dated September 18, 2023, received by the Company on September 20, 2023, 405,561 OCPS were converted into equity shares on December 6, 2023. The Company has received both listing and trading approval of these equity shares from BSE and NSE. These converted equity shares are eligible to receive bonus equity shares in a 1:1 ratio, as previously declared. On March 25, 2025 Company alloted 405,561 Bonus Equity Shares to all eligibile OCPS holder of the Company. The Company received listing approval on April 8, 2025, and trading approval on April 21, 2025, from both the Exchanges for the aforementioned issue and allotment of the Bonus Shares.

During the quarter ended September 30, 2024, 24,000 equity shares of face value ₹ 10/- each were allotted to eligible employees on September 25, 2024, pursuant to the Valiant Employees Stock Option Plan, 2022.

B. Other Equity

(₹ in Lakhs)

Particulars	Reserve and surplus					Equity instruments through Other Comprehensive Income	Employee Stock Option Plan	Total other equity
	Capital Reserve	Capital Redemption Reserve	Securities Premium	General Reserve	Retained earnings			
Balance as at 01st April 2023-	7,846.30	38.40	-	3,910.88	51,786.74	199.80	66.06	63,848.18
Changes in accounting policies and prior periods errors	-	-	-	-	-	-	-	-
Restated balance at April 2023	-	-	-	-	-	-	-	-
Net profit for the year	-	-	-	-	(304.34)	-	-	(304.34)
Fair value changes of various Financial intruments (net off tax)	-	-	-	-	-	59.11	-	59.11
Remeasurement Gain/(Loss) on defined benefit plan (net off tax)	-	-	-	-	11.63	-	-	11.63

Statement of Changes in Equity

for the year ended March 31, 2025

(₹ in Lakhs)

Particulars	**Reserve and surplus**					**Equity instruments through Other Comprehensive Income**	**Employee Stock Option Plan**	**Total other equity**
	Capital Reserve	**Capital Redemption Reserve**	**Securities Premium**	**General Reserve**	**Retained earnings**			
ESOP exercised during the period	-	-	-	-	-	-	115.83	115.83
Transfers from ESOP Reserve to Securities Premium	-	-	100.89	-	-	-	-100.89	-
Amount utilized for Dividend	-	-	-	-	-	-	-	-
Transfer to retained earnings on disposal of FVOCI equity instruments	-	-	-	-	-	-	-	-
Bonus Issue during the year	-	-	-	-	-	-	-	-
Balance as at 31st March 2024	**7,846.30**	**38.40**	**100.89**	**3,910.88**	**51,494.02**	**258.91**	**81.00**	**63,730.40**
Changes in accounting policies and prior periods errors	-	-	-	-	-	-	-	-
Restated balance at April 2024	-	-	-	-	-	-	-	-
Net profit for the year	-	-	-	-	(299.84)	-	-	(299.84)
Fair value changes of various Financial intruments (net off tax)	-	-	-	-	-	(80.98)	-	(80.98)
Remeasurement Gain/(Loss) on defined benefit plan (net off tax)	-	-	-	-	(11.73)	-	-	(11.73)
ESOPs Exercised during the period		-	-	-	-	-	63.59	63.59
Transfers from ESOP Reserve to Securities Premium	-	-	123.76	-	-	-	(123.76)	-
Amount utilised for Dividend	-	-	-	-	-	-	-	-
Transfer to retained earnings on disposal of FVOCI equity instruments		-	-	-	-	-	-	-
Bonus Issue during the year	(2.16)	(38.40)	-	-	-	-	-	(40.56)
Balance as at March 31, 2025	**7,844.14**	**-**	**224.65**	**3,910.88**	**51,182.46**	**177.93**	**20.83**	**63,360.89**

1 The above Statement of Changes in Equity be read in conjunction with the accompanying notes.

2 Previous Year's figures are regrouped / rearranged wherever required.

3 Retained Earnings include Remeasurement Loss (net of tax) on Defined Benefit Plans to the extent of ₹ 11.73 Lakhs (PY ₹ 11.63 Lakhs).

C. Notes forming part of the financial statements [Note No. 1 - 42]

The accompanying notes are an integral part of the Ind AS financial statements. Previous year figures have been recasted/restated wherever necessary.

For Gokhale & Sathe
Chartered Accountants
(Firm Regn No.103264W)

For and on behalf of the Board of Directors

Shri Ravindra More
Partner
M. No. 153666

Shri Sathiababu K. Kallada
(Managing Director)
DIN: 02107652

Shri Mahek Chheda
(Executive Director & CFO)
DIN: 06763870

Place : Mumbai
Date : 22-05-2025

Shri Kaustubh Kulkarni
(Company Secretary)
ICSI M. No. A52980

Statement of Cash Flows

for the year ended March 31, 2025

(₹ In lakh)

Particulars	For the Year Ended March 31, 2025	For the Year Ended March 31, 2024
Cash flow from operating activities		
Profit before tax	240.99	(1,088.93)
Depreciation & amortisation	3,576.04	3,397.32
Interest & finance charges	2,363.88	1,937.99
Interest income	(216.86)	(183.17)
Dividend income	(0.54)	(0.56)
Unrealised foreign exchange gain	(7.80)	(78.55)
(Profit) / Loss on sale of asset	(1.06)	1.75
Profit/Loss on Investment in Subsidiary	(84.07)	1.44
Provision For ESOP Expenses	63.59	160.35
Fair Value Changes on Financial Instruments		(56.59)
Gain on Sale/Redemption of Investment		(13.08)
	5,693.18	**5,166.90**
Operating profit before working capital changes	**5,934.17**	**4,077.97**
(Increase) / Decrease in inventories	2,526.12	(55.42)
(Increase)/Decrease in receivables	3,513.41	241.73
(Increase) / Decrease in short term loans & advances	5.36	20.12
(Increase) / Decrease in other current assets	(43.05)	90.77
Increase / (Decrease) in trade payables	(6,142.61)	4,315.12
Increase / (Decrease) in other current liabilities	(51.37)	106.93
Increase / (Decrease) in Provisions	136.39	122.42
(Increase)/ Decrease in other non current assets	37.06	(227.02)
(Increase) / Decrease in other financial assets	(27.20)	
Increase / (Decrease) in other financial Liabilities	(15.46)	(62.61)
Increase / (Decrease) in other long term liabilities	(16.81)	
	(78.16)	**4,552.04**
Net cash flow from operations (A)	**5,856.00**	**8,630.01**
Taxes paid for current financial year	-	(120.52)
Net cash flow from operations (A)	**5,856.00**	**8,509.49**
Cash flow from investing activities		
Purchase of fixed assets including capital CWIP	(3,082.92)	(7,362.40)
Sale of fixed assets	151.29	876.99
Interest income	216.86	183.17
Dividend income	0.54	0.56
(Increase) / Decrease in Non current Investment	9.08	
Bank Balances not considered as Cash & Cash Equivalents	(0.99)	(3.93)
Capital Advances		(130.61)
Purchase of Investments		(101.20)
Sale of Investments		33.31
Investment in Subsidiary		1.43
Net cash used in investing activity (B)	**(2,706.14)**	**(6,502.68)**
Cash flow from financing activities		
Securities premium received		
Proceeds from issue of share capital	2.4	1.60
Interest & finance charges	(2,363.88)	(1,937.99)
Increase /(Decrease)in short term borrowing	1,963.11	(1,916.90)
Loan repaid during the year (Long Term)	(2,346.99)	
Loan taken during the year (Long Term)		1,529.89
Payment of Lease Liability	(19.35)	11.48
Cash flow from financing activities (C)	**(2,764.72)**	**(2,311.92)**
Increase/Decrease in cash & cash equivalents	**385.15**	**(305.11)**
Cash & cash equivalent at the beginning of the year	321.34	626.45
Cash & cash equivalent at the end of the year	706.48	321.34
Increase/Decrease in cash & cash equivalents	**385.15**	**(305.11)**

Statement of Cash Flows

for the year ended March 31, 2025

Notes:

1. The above statement of Cash Flows should be read in conjunction with the accompanying notes.
2. Previous Year's figures are regrouped / rearranged wherever required.
3. Figures in brackets indicate cash outgo.
4. The above Cash Flow Statement has been prepared under "Indirect Method" set out in Ind AS 7 Statement of Cash Flow.
5. Cash flows from operating activities include ₹ 85 lakhs (March 31, 2024: ₹ 213.49 lakhs) being expenses towards Corporate Social Responsibility initiatives.

6. Cash and Cash Equivalents comprises of:

(₹ in Lakhs)

Particulars	March 31, 2025	March 31, 2024
a. Cash on Hand	3.30	4.58
b. Balances with Banks	703.19	316.75
Total	**706.48**	**321.34**

Particulars	As at 1st April 2024	Net Cash Flow	Non-Cash Flow Changes			As at March 31, 2025
			Net Addition / Accrued Interest	Forex Loss /(Gain)	Other Changes	
Non-current Financial Liabilities						
- Borrowings	7,416.10		(2,340.70)	(6.29)		5,069.11
- Lease Liabilities	32.40				(19.35)	13.05
Current Financial Liabilities	-					
- Borrowings	14,103.48	4538.26	(2,575.15)			16,066.59
- Lease Liabilities	22.66	(22.65)			19.35	19.35

Particulars	As at 1st April 2023	Net Cash Flow	Non-Cash Flow Changes			As at March 31, 2024
			Net Addition / Accrued Interest	Forex Loss /(Gain)	Other Changes	
Non-current Financial Liabilities						
- Borrowings	5,886.20	1,520.20	-	9.69	-	7,416.10
- Lease Liabilities	23.75	30.12	-	-	(21.47)	32.40
Current Financial Liabilities						-
- Borrowings	16,020.39	28,450.03	(30,366.94)	-	-	14,103.48
- Lease Liabilities	19.81	-	(18.63)	-	21.47	22.66

For Gokhale & Sathe
Chartered Accountants
(Firm Regn No.103264W)

Shri Ravindra More
Partner
M. No. 153666

Place : Mumbai
Date : 22-05-2025

For and on behalf of the Board of Directors

Shri Sathiababu K. Kallada
(Managing Director)
DIN: 02107652

Shri Mahek Chheda
(Executive Director & CFO)
DIN: 06763870

Shri Kaustubh Kulkarni
(Company Secretary)
ICSI M. No. A52980

Notes to the Financial Statements

for the year ended March 31, 2025

STATEMENT OF MATERIAL ACCOUNTING POLICIES

1 Corporate Information

Valiant Organics Limited ("VOL" or "The Company") is a public company domiciled in India and is incorporated under the provisions of the Companies Act applicable in India. Its shares are listed on National Stock Exchange (NSE) and Bombay Stock Exchange (BSE) in India . The registered office of the Company is located at 109, UDYOG KSHETRA, 1ST FLOOR, MULUND GOREGAON LINK ROAD MULUND (W) MUMBAI MH 400080 INDIA. The Company is engaged in manufacturing and dealing in Speciality Chemicals and Pharmaceuticals Intermediaries in India and abroad.

These standalone financial statements were approved for issue in accordance with the resolution of the Board of Directors passed on 22nd May, 2025.

2.1 Basis of Compliance

The company's financial statements have been prepared in accordance with the provisions of the Companies Act, 2013 and the Indian Accounting Standards ("Ind AS") notified under the Companies (Indian Accounting Standards) Rules, 2015 issued by Ministry of Corporate Affairs in respect of Section 133 read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and relevant amendment rules issued thereafter. In addition, the guidance notes/pronouncements issued by the Institute of Chartered Accountants of India (ICAI) are also applied except if compliance with other statutory promulgations require a different treatment. These financial statements have been approved by the Board of Directors at their meeting held on 22nd May 2025.

2.2 Basis of Preparation of Financial Statements

The Balance Sheet and the Statement of Profit and Loss are prepared and presented in the format prescribed in the Schedule III to the Companies Act, 2013 ("the Act"). The statement of cash flows has been prepared and presented as per the requirements of Ind AS 7 "Statement of Cash flows".

The disclosure requirements with respect to items in the Balance Sheet and the Statement of Profit and Loss, as prescribed in Schedule III to the Act, are presented by way of notes forming part of the financial statements along with the other notes required to be disclosed under the notified Ind AS and in accordance with guidelines issued by the Securities and Exchange Board of India ("SEBI").

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

(i) Certain financial instruments measured at fair value (refer accounting policy regarding financial instruments); and

(ii) 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.

All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle. Based on the status of realisability and expected settlement in cash and cash equivalents of the respective assets and liabilities and other criteria set out in the Schedule III to the Companies Act 2013, the Company has ascertained its operating cycle as up to twelve months for the purpose of current/non-current classification of assets and liabilities.

Functional & Presentation Currency:

The 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 in the financial statements are rounded off to the nearest rupees in lakhs except otherwise indicated.

2.3 Critical Accounting Estimates, Assumptions and Judgments:

The preparation of these financial statements in conformity with the recognition and measurement principles of Ind AS requires the management of the Company to make estimates, assumptions and judgments that affect the reported balances of assets and liabilities, disclosures of contingent liabilities as at the date of the financial statements and the reported

Notes to the Financial Statements

for the year ended March 31, 2025

amounts of income and expense for the periods presented along with the accompanying disclosures

The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates considering different assumptions and conditions. Estimates and underlying assumptions are reviewed on an ongoing basis. Impact on account of revisions to accounting estimates are recognised in the period in which the estimates are revised, and future periods are affected.

The following are the critical estimates, assumptions and judgments that the management has made in the process of applying the Company's accounting policies and that have a significant effect on the amounts recognized in the financial statements:

2.3. i. Provision for Income Tax and Deferred Tax Assets:

The Company uses estimates and judgements based on the relevant rulings in the areas of revenue, costs, allowances and disallowances which is exercised while determining the provision for income tax. A deferred tax asset is recognised to the extent that it is probable that future taxable profit will be available against which the deductible temporary differences and tax losses can be utilised. Accordingly, the Company exercises its judgement to reassess the carrying amount of deferred tax at the end of each reporting period.

Deferred tax assets and liabilities are measured using the tax rates and tax law that have been enacted or substantively enacted by the Balance Sheet date. The company offsets current tax assets and current tax liabilities, where it has a legally enforceable right to set off the recognised amounts and where it intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

2.3. ii. Useful life of Property, Plant and Equipment ("PPE"):

Property, plant and equipment represents a significant proportion of the asset base of the Company. The charge in respect of periodic depreciation is derived after determining an estimate of an asset's expected useful life and the expected residual value at the end of its life. The useful lives and residual values of Company's assets are determined by the Management at the time the asset is acquired and reviewed periodically at the end of each reporting period. This reassessment may result in change in depreciation expense in future periods.

2.3. iii Defined Benefit Plans (Gratuity):

A liability in respect of defined benefit plans is recognised in the balance sheet and is measured as the present value of the defined benefit obligation at the reporting date less the fair value of the plan's assets and is determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases and mortality rates. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

2.3. iv Provisions and Contingent Liabilities & Contingent Assets:

The Company estimates the provisions that have present obligations as a result of past events, and it is probable that outflow of resources will be required to settle the obligations. These provisions are reviewed at the end of each reporting period and are adjusted to reflect the current best estimates. The Company uses significant judgements to disclose contingent liabilities. Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount cannot be made. Contingent assets are neither recognised nor disclosed in the financial statements.

Notes to the Financial Statements

for the year ended March 31, 2025

2.3. v Provision against Obsolete and Slow-Moving Inventories:

The Company reviews the condition of its inventories and makes provision against obsolete and slow-moving inventory items which are identified as no longer suitable for sale or use at each balance sheet date. Company estimates the net realisable value for such inventories based primarily on the latest invoice prices and current market conditions.

2.3. vi Fair Value Measurement of Financial Instruments

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

2.3. vii Allowance for Credit Losses on Receivables

The Company determines the allowance for credit losses based on historical loss experience adjusted to reflect current and estimated future economic conditions. The Company considered current and anticipated future economic conditions relating to industries the Company deals with and the countries where it operates.

2.3. viii Impairment of Non-Financial Assets

The Company assesses at each reporting date whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's fair value less costs of disposal and its value in use. It is determined for an individual asset or Cash Generating Units(CGU). Where the carrying amount of an asset exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessment of the time value of money and the risk specific to the asset. In determining fair value less cost of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used. These calculations are corroborated by other available fair value indicators.

2.3 .ix Leases:

The Company evaluates if an arrangement qualifies to be a lease as per the requirements of Ind AS 116. The Company uses significant judgment in assessing the lease term and the applicable discount rate.

Ind AS 116 requires lessees to determine the lease term as the non-cancellable period of a lease adjusted with any option to extend or terminate the lease, if the use of such option is reasonably certain. The Company makes an assessment on the expected lease term on a lease-by-lease basis and thereby assesses whether it is reasonably certain that any option to extend or terminate the contract will be exercised. In evaluating the lease term, the Company considers factors such as any significant improvements undertaken over the lease term, costs relating to the termination of the lease and the importance of the underlying asset to the Company's operations taking into account the location of the underlying asset and the availability of suitable alternatives. The lease term in future periods is reassessed to ensure that the lease term reflects the current economic circumstances. After considering current and future economic conditions, the Company has concluded that no changes are required to lease period relating to the existing lease contracts.

3 SUMMARY OF MATERIAL ACCOUNTING POLICIES

3.1 Classification of Current versus Non-Current:

All assets and liabilities in the financial statements have been classified as current or non-current as per the Company's normal operating cycle of up to twelve months.

For the purpose of Balance Sheet, an asset is classified as current if:

Notes to the Financial Statements

for the year ended March 31, 2025

(i) It is expected to be realised, or is intended to be sold or consumed, in the normal operating cycle; or

(ii) It is held primarily for the purpose of trading; or

(iii) It is expected to realise the asset within twelve months after the reporting period; or

(iv) The asset is a cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

Similarly, a liability is classified as current if:

(i) It is expected to be settled in the normal operating cycle; or

(ii) It is held primarily for the purpose of trading; or

(iii) It is due to be settled within twelve months after the reporting period; or

(iv) The Company does not have an unconditional right to defer the settlement of the liability for at least twelve months after the reporting period. Terms of a liability that could result in its settlement by the issue of equity instruments at the option of the counterparty does not affect this classification.

All other liabilities are classified as non-current.

3.2 Property, Plant and Equipment (PPE)

PPE is recognised when it is probable that future economic benefits associated with the item will flow to the company and the cost of the item can be measured reliably. The initial cost of PPE comprises its purchase price, including import duties and non-refundable purchase taxes, and any directly attributable costs of bringing an asset to working condition and location for its intended use less accumulated depreciation and accumulated impairment losses, if any Cost includes professional fees related to the acquisition of PPE and for qualifying assets, borrowing costs is capitalised in accordance with the company's accounting policy.

Subsequent costs are included in the asset's carrying amount or recognized as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. All other repairs and maintenance cost are charged to the Statement of Profit and Loss during the period in which they were incurred.

Long term lease arrangements of land are treated as PPE, in case such arrangements result in transfer of control and the present value of the lease payments is likely to represent substantially all of the fair value of the land.

An item of PPE and any significant part initially recognised is derecognised upon disposal or when no future economic benefits are expected with the carrying amount of any component accounted for as a separate asset is derecognised when replaced. Gains or losses arising from de-recognition of a PPE 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 and Loss when the asset is derecognised.

Depreciation methods, estimated useful lives and residual value:

Depreciation is the systematic allocation of the depreciable amount of PPE over its useful life and is provided using straight line method, so as to write off the cost of the assets (other than freehold land and capital work-in-progress) less their residual values over their useful lives specified in Schedule II to the Companies Act, 2013, or in the case of assets where the useful life was determined by technical evaluation, over the useful life so determined. Depreciation method is reviewed at each financial year end to reflect the expected pattern of consumption of the future economic benefits embodied in the asset. The estimated useful life and residual values are also reviewed at each financial year end and the effect of any change in the estimates of useful life/residual value is accounted on prospective basis. 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.

The Company uses different useful lives than those prescribed in Schedule II to the Act for some of the assets. The useful lives have been assessed based on technical advice, taking into account the nature of the PPE and the estimated usage of the asset on the basis of management's best estimation of obtaining economic benefits from those classes of assets. The estimated

Notes to the Financial Statements

for the year ended March 31, 2025

useful life is reviewed periodically, with the effect of any changes in estimate being accounted for on a prospective basis.

The company has used the following useful lives to provide depreciation on the following assets:

PARTICULARS	DEPRECIATION
Factory Building	Over a period of 30 years
Plant & Machinery	Over a period of 19 years
Vehicle	Over a period of 10 years
Computers	Over a period of 3 years
Furniture and Fixtures	Over a period of 10 years
Office Equipment	Over a period of 5 years
Leasehold Land	Over the tenure of lease

3.3 Capital Work-in-Progress

Capital Work-in-Progress represents expenditure incurred on capital assets that are under construction or are pending capitalisation and includes project expenses pending allocation. The same is carried at cost, comprising of direct costs, related incidental expenses and attributable borrowing costs. Project expenses pending allocation are apportioned to the PPE of the project proportionately on capitalisation.

3.4 Intangible assets

Intangible assets are recognized when it is probable that the future economic benefits that are attributable to the assets will flow to the company and cost of the assets can be measured reliably.

Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets with finite life are carried at cost less any accumulated amortisation and cumulative impairment losses. Administrative and other general overhead expenses that are specifically attributable to acquisition of intangible assets are allocated and capitalised as a part of the cost of the intangible assets.

Internally generated intangibles, excluding capitalised development cost, are not capitalised and the related expenditure is charged to the statement of profit or loss in the period in which the expenditure is incurred. Research costs are expensed as incurred. Development expenditures on an individual project are recognised as an intangible asset when the Company can demonstrate technical and commercial feasibility of making the asset available for use or sale.

An intangible asset is derecognised on disposal, or when no future economic benefits are expected from its use or disposal. Gains or losses arising from derecognition of an item of intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of such item of intangible asset and are recognised in the Statement of Profit and Loss when the asset is derecognised.

Amortisation:

Intangible assets with finite lives are amortised over the useful economic life and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortisation period and the amortisation method for an intangible asset with a finite useful life are reviewed at least at the end of each reporting period. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the assets are considered to modify the amortisation period or method, as appropriate, and are treated as change in accounting estimates. Amortisation expense on intangible assets with finite lives is recognised in the statement of profit and loss unless such expenditure forms part of carrying value of another assets.

Intangible Assets without finite life are tested for impairment at each Balance sheet date and impairment provision, if any are debited to profit and loss.

The estimated useful lives of the amortisable intangible assets are as follows:

PARTICULARS	AMORTISATION
computer software	3year

3.5 Business Combinations and Goodwill:

Business combinations are accounted for using the acquisition method. The cost of an acquisition is measured as the aggregate of the consideration transferred measured on acquisition date at fair value and the amount of any non-controlling interests in the

Notes to the Financial Statements

for the year ended March 31, 2025

acquiree. For each business combination, the Company elects whether to measure the noncontrolling interests in the acquiree at fair value or at the proportionate share of the acquiree's identifiable net assets. Acquisition-related costs are expensed as incurred.

At the acquisition date, the identifiable assets acquired, and the liabilities assumed are recognised at their acquisition date fair values. The consideration transferred does not include amount related to the settlement of pre-existing relationships with the acquiree.

Any contingent consideration to be transferred by the acquirer is recognised at fair value at the acquisition date. Contingent consideration classified as an asset or liability that is a financial instrument and within the scope of Ind AS 109 Financial Instruments, is measured at fair value with changes in fair value recognised in statement of profit or loss. If the contingent consideration is not within the scope of Ind AS 109, it is measured in accordance with the relevant Ind AS. Contingent consideration that is classified as equity is not re-measured at subsequent reporting dates and any difference subsequent its settlement is accounted for within equity.

Goodwill is initially measured at cost, being the excess of the aggregate of the consideration transferred and the amount recognised for non-controlling interests, and any previous interest held, over the fair value of identifiable assets acquired net of fair value of liabilities assumed. Any gain on a bargain purchase is recognised in OCI and accumulated in equity as capital reserve if there exists clear evidence, of the underlying reasons for classifying the business combination as resulting in a bargain purchase; otherwise, the gain is recognised directly in equity as capital reserve.

After initial recognition, goodwill is measured at cost less any accumulated impairment losses. For the purpose of impairment testing, goodwill acquired in a business combination is, from the acquisition date, allocated to each of the entities' cash-generating units that are expected to benefit from the combination, irrespective of whether other assets or liabilities of the acquiree are assigned to those units.

A cash generating unit to which goodwill has been allocated is tested for impairment annually, or more frequently when there is an indication that the unit may be impaired. If the recoverable amount of the cash generating unit is less than it's carrying amount, the impairment loss is allocated first to reduce the carrying amount of any goodwill allocated to the unit and then to the other assets of the unit pro rata based on the carrying amount of each asset in the unit. Any impairment loss for goodwill is recognised in statement of profit or loss. An impairment loss recognised for goodwill is not reversed in subsequent periods.

Where goodwill has been allocated to a cash generating unit and part of the operation within that unit is disposed of, the goodwill associated with the disposed operation is included in the carrying amount of the operation when determining the gain or loss on disposal. Goodwill disposed in these circumstances is measured based on the relative values of the disposed operation and the portion of the cash generating unit retained.

3.6 Impairment of Non-Financial Assets

The Company assesses at each reporting date, whether there is an indication that a non-financial asset may be impaired. If any indication exists, or when annual impairment testing for such asset is required, the Company estimates the asset's recoverable amount in order to determine the extent of the impairment loss (if any). When it is not possible to estimate the recoverable amount of an individual asset, the Company estimates the recoverable amount of the cash-generating unit to which the asset belongs. Goodwill and the intangible assets with indefinite life are tested for impairment each year.

Impairment loss is recognised when the carrying amount of an asset (or cash generating unit) exceeds its recoverable amount which is higher of asset's (or cash generating unit's) net selling price or the value in use. The amount of value in use is determined as the present value of estimated future cash flows from the continuing use of an asset (or cash generating unit) and from its disposal at the end of its useful life. For this purpose, the discount rate (pre-tax) is determined based on the weighted average cost of capital of the company suitably adjusted for risks specified to the estimated cash flows of the asset (or cash generating units).

Notes to the Financial Statements

for the year ended March 31, 2025

If recoverable amount of an asset (or cash generating unit) is estimated to be less than its carrying amount, such deficit is recognised immediately in the Statement of Profit and Loss as impairment loss and the carrying amount of the asset (or cash generating unit) is reduced to its recoverable amount.

When an impairment loss subsequently reverses, the carrying amount of the asset (or cash generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss is recognised for the asset (or cash generating unit). A reversal of an impairment loss is recognised immediately in the Statement of Profit and Loss.

3.7 Inventories:

Inventories are valued, after providing for obsolescence as given below:

Raw Materials, Packing Materials and Stores and Spares:

Raw materials, packing materials and stores and spares are valued at lower of Cost or net realizable value. However, materials and other items held for use in the production of inventories are not written down below cost if the finished products in which they will be incorporated are expected to be sold at or above cost. Costs are determined on FIFO method.

Work-in-process:

Work-in-process is valued at the lower of cost and net realizable value. The cost is computed on FIFO method.

Finished Goods, Semi-Finished Goods and Traded Goods:

Finished goods, Semi-finished goods and traded goods are valued at lower of cost and net realisable value. The cost is computed on FIFO method.

Cost is determined on FIFO basis which includes expenditure incurred for acquiring inventories like purchase price, import duties, taxes (net of tax credit), cost of conversion and other costs incurred in acquiring the inventories to their present location and condition.

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

3.8 Cash and Cash Equivalents

Cash and cash equivalents in the balance sheet comprise cash at banks and on hand and highly liquid financial instruments, which are readily convertible into known amounts of cash, that are subject to an insignificant risk of change in value with an original maturity of three months or less.

3.9 Employee Benefits

(a) Short-term employee benefits:

All employee benefits payable wholly within twelve months of rendering the services are classified as short-term employee benefits. Benefits such as salaries, wages short-term compensated absences, expected cost of bonus, etc. are recognised in the period in which the employee renders the related services.

(b) Post-employment benefits:

(i) Defined Contribution Plan:

The Company makes defined contribution to Employee Provident Fund, Employee Pension Fund, Employee Deposit Linked Insurance, and Superannuation Schemes. The contribution paid/payable under these schemes is recognised during the period in which the employee renders the related service which are recognised in the Statement of Profit and Loss on accrual basis during the period in which the employee renders the services.

(ii) Defined Benefit Plan

The gratuity liability of the company is funded through a Group Gratuity Scheme with Life Insurance Corporation of India (LIC) under which the annual contribution is paid to LIC. The Company's liability under Payment of Gratuity Act is determined on the basis of actuarial valuation made at the end of each financial year using the projected unit credit method. The obligation is measured at the present value of the estimated future

Notes to the Financial Statements

for the year ended March 31, 2025

cash flows using a discount rate based on the market yield on government securities where the terms of government securities are consistent with the estimated terms of the defined benefit obligations at the Balance Sheet date. The Company recognizes the net obligation of a defined benefit plan in its Balance Sheet as an asset or liability. Gains and losses through re-measurements of the net defined benefit liability / (asset) are recognized in other comprehensive income and are not reclassified to profit or loss in subsequent periods.

(c) **Long term employee benefits:**

Compensated absences which are not expected to occur within twelve months after the end of the period in which the employee renders the related services are recognised as a liability. The cost of providing benefits is actuarially determined using the projected unit credit method, actuarial valuations being carried out at each Balance Sheet date.

(d) **Employee Stock Option Plan:**

The Company recognizes compensation expense relating to share-based payments in net profit based on estimated fair-values of the awards on the grant date. The estimated fair value of awards is recognized as an expense in the

Statement of Profit and Loss on a straight-line basis over the requisite service period for each separately vesting portion of the award as if the award was in-substance, multiple awards with a corresponding increase to share options outstanding accounts

3.10 Provisions, Contingent Liabilities and Contingent Assets

Provisions

The Company recognizes a provision when it has a present legal or constructive obligation as a result of past events, it is likely that an outflow of resources will be required to settle the obligation; and the amount has been reasonably estimated. Unwinding of the discount is recognised in the Statement of Profit and Loss as a finance cost.

Contingent Liabilities

Contingent liability is a possible obligation arising from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the company or a present obligation that arises from past events but is not recognized because it is not probable that an outflow of resources embodying economic benefits will be required to settle the obligation or the amount of the obligation cannot be measured with sufficient reliability.

Contingent Assets

A contingent asset is not recognised unless it becomes virtually certain that an inflow of economic benefit will arise. When an inflow of economic benefits is probable, contingent assets are disclosed in the financial statements. Provisions, contingent liabilities and contingent assets are reviewed at each balance sheet date.

Onerous Contracts:

A provision for onerous contracts is measured at the present value of the lower expected costs of terminating the contract and the expected cost of continuing with the contract. Before a provision is established, the Company recognizes impairment on the assets with the contract.

3.11 Taxes:

The tax expenses comprise of current tax and deferred income tax charge or credit. Tax is recognised in Statement of Profit and Loss, except to the extent that it relates to items recognised in the Other Comprehensive Income or in Equity. In which case, the tax is also recognised in Other Comprehensive Income or Equity

Current Tax:

Tax on income for the current period is determined on the basis of estimated taxable income and tax credits computed in accordance with the provisions of the relevant tax laws and based on the expected outcome of assessments/ appeals. The current income tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the end of the reporting period

Management periodically evaluates positions taken in the tax returns with respect to situations in which

Notes to the Financial Statements

for the year ended March 31, 2025

applicable tax regulations are subject to interpretation and establishes provisions, where appropriate.

Current tax assets and current tax liabilities are offset when there is a legally enforceable right to set-off the recognised amounts and there is an intention to settle the asset and the liability on a net basis.

Deferred Tax:

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the company's financial statements and the corresponding tax bases used in computation of taxable profit and quantified using the tax rates and laws enacted or substantively enacted as on the Balance Sheet date

Deferred tax liabilities are recognised for all taxable temporary differences at the reporting date between the tax base of assets and liabilities and their carrying amounts for financial reporting purposes. Deferred tax assets are recognised for all taxable temporary differences to the extent that is probable that taxable profits will be available against which those deductible temporary differences can be utilised.

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

Unrecognized deferred tax assets are reassessed at each reporting and are recognized to the extent that it has become probable that future taxable profits will be available against which the deferred tax assets to be recovered.

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

Transaction or event which is recognised outside profit or loss, either in other comprehensive income or in equity, is recorded in other comprehensive income or in equity along with the tax as applicable.

Deferred tax assets and deferred tax liabilities are offset when there is a legally enforceable right to set-off the recognised amounts and there is an intention to settle the asset and the liability on a net basis.

3.12 Revenue Recognition

Revenue from Operations:

Revenue is recognised upon transfer of control of promised products or services to customers in an amount that reflects the consideration the Company expects to receive in exchange for those products or services.

To recognise revenues, the Company applies the following five step approach in accordance with Ind AS 115:

(a) identify the contract with a customer

(b) identify the performance obligations in the contract

(c) determine the transaction price

(d) allocate the transaction price to the performance obligations in the contract and

(e) recognise revenues when a performance obligation is satisfied.

Sale of Goods:

The Company recognises revenue from sale of goods measured upon satisfaction of performance obligation which is at a point in time when control of the goods is transferred to the customer, generally on delivery of the goods. Depending on the terms of the contract, which differs from contract to contract, the goods are sold on a reasonable credit term. Revenue is measured based on the transaction price, which is the consideration, adjusted for volume discounts, rebates, scheme allowances, 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.

Sale of Services:

Revenue from services is recognised when the performance obligation is met and the right to receive income is established.

Notes to the Financial Statements

for the year ended March 31, 2025

Interest Income:

For all debt instruments measured either at amortised cost or at fair value through other comprehensive income, interest income is recorded using the effective interest rate (EIR). EIR is the rate that exactly discounts the estimated future cash payments or receipts over the expected life of the financial instrument or a shorter period, where appropriate, to the gross carrying amount of the financial asset or to the amortised cost of a financial liability. When calculating the effective interest rate, the Company estimates the expected cash flows by considering all the contractual terms of the financial instrument (for example prepayment, extension and similar options) but does not consider the expected credit losses. Interest income is included in other income in the statement of profit and loss.

Dividend Income:

Dividend income is recognized when the Company's right to receive the payment is established, which is generally when shareholders approve the dividend.

Export Incentives:

Eligible export incentives are recognised in the year in which the conditions precedent are met and there is no significant uncertainty about the collectability.

Other Income:

Revenue with respect to Other Operating Income and Other Income including insurance and other claims are recognised when a reasonable certainty as to its realisation exists.

3.13 Leases:

The Company evaluates each contract or arrangement, whether it qualifies as lease as defined under Ind AS 116.

As a Lessee:

The Company assesses, whether the contract is, or contains, a lease, at its inception. A contract is, or contains, a lease if the contract conveys the right to –

(a) control the use of an identified asset,

(b) obtain substantially all the economic benefits from use of the identified asset, and

(c) direct the use of the identified asset

The Company determines the lease term as the non-cancellable period of a lease, together with periods covered by an option to extend the lease, where the Company is reasonably certain to exercise that option.

The Company at the commencement of the lease contract recognizes a Right-of-Use (RoU) asset at cost and corresponding lease liability, except for leases with term of less than twelve months (short term leases) and low-value assets. For these short term and low value leases, the Company recognizes the lease payments as an operating expense on a straight-line basis over the lease term.

The cost of the right-of-use asset comprises the amount of the initial measurement of the lease liability, any lease payments made at or before the inception date of the lease, 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, plant 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

For lease liabilities at the commencement of the lease, the Company measures the lease liability at the present value of the lease payments that are not paid at that date. The lease payments are discounted using the interest rate implicit in the lease, if that rate can be readily determined, if that rate is not readily determined, the lease payments are discounted using the incremental borrowing rate that the Company would have to pay to borrow funds, including the consideration of factors such as the nature of the asset and location, collateral, market terms and conditions, as applicable in a similar economic environment. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made.

Notes to the Financial Statements

for the year ended March 31, 2025

Lease payments included in the measurement of the lease liability comprises fixed payments, including amounts expected to be payable under a residual value guarantee and the exercise price under a purchase option that the Company is reasonably certain to exercise, lease payments in an optional renewal period if the Company is reasonably certain to exercise an extension option. The lease liability is subsequently measured at amortised cost using the effective interest method.

Each lease rental paid is allocated between the liability and the interest cost, so as to obtain a constant periodic rate of interest on the outstanding liability for each period. Finance charges are recognised as finance costs in the statement of profit and loss.

As a lessor:

Leases in which the Company does not transfer substantially all the risks and rewards of ownership of an asset are classified as operating leases. Rental income from operating lease is recognised on a straight-line basis over the term of the relevant lease. Leases are classified as finance leases when substantially all of the risks and rewards of ownership transfer from the Company to the lessee. Amounts due from lessees under finance leases are recorded as receivables at the Company's net investment in the leases. Finance lease income is allocated to accounting periods so as to reflect a constant periodic rate of return on the net investment outstanding in respect of the lease.

3.14 Borrowing Costs:

Borrowing costs that are directly attributable to the acquisition or construction of qualifying assets are capitalised as part of the cost of such assets. A qualifying asset is one that necessarily takes substantial period of time to get ready for its intended use. All other borrowing costs are charged to the Statement of Profit and Loss for the period for which they are incurred. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds. Borrowing cost also includes exchange differences to the extent regarded as an adjustment to the borrowing costs.

In determining the amount of borrowing costs eligible for capitalization, any income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation.

3.15 Foreign Currency Transactions

Foreign currency transactions are recorded on initial recognition in the functional currency, using the exchange rate at the date of the transaction. At each Balance Sheet date, foreign currency monetary items are reported using the closing rate. Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rate as at the date of initial transactions. Exchange differences that arise on settlement of monetary items or on reporting of monetary items at each Balance Sheet date are recognised in profit or loss in the period in which they arise except for exchange differences on foreign currency borrowings relating to assets under construction for future productive use, which are included in the cost of those assets when they are regarded as an adjustment to interest costs on those foreign currency borrowings.

3.16 Earnings Per Share:

Basic earnings per share is calculated by dividing the net profit or loss for the year attributable to equity shareholders by the weighted average number of equity shares outstanding during the year. The weighted average number of equity shares outstanding during the period and for all periods presented is adjusted for events such as bonus issue; bonus element in a rights issue to existing shareholders; share split; and reverse share split (consolidation of shares) that have changed the number of equity shares outstanding, without a corresponding change in resources

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

3.17 Exceptional items

When items of income or expense within the statement of profit & loss from ordinary activities are of such size, nature or incidence that their disclosure is relevant to explain the performance of the Company for the period, the nature and amount of such material items are disclosed separately as exceptional items.

Notes to the Financial Statements

for the year ended March 31, 2025

3.18 Financial Instruments:

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity to another entity. The Company determines the classification of its financial assets and liabilities at initial recognition.

3.18.i Initial Recognition:

Financial assets and/or financial liabilities are recognised when the Company becomes party to a contract embodying the related financial instruments. All financial assets, financial liabilities and financial guarantee contracts are initially measured at transaction values and where such values are different from the transaction values, at fair values. Transaction costs that are attributable to the acquisition or issue of financial assets and financial liabilities that are not at fair value through profit or loss are added to or deducted from as the case may be, from the fair value of on initial recognition.

3.18.ii Classification and Subsequent Measurement of Financial Assets:

The Company classifies financial assets, subsequently at amortised cost, Fair Value through Other Comprehensive Income ("FVTOCI") or Fair Value through Profit or Loss ("FVTPL") on the basis of following:

- the entity's business model for managing the financial assets and

- the contractual cash flow characteristics of the financial asset.

(a) Financial Assets measured at Amortised Cost:

A Financial Asset is measured at amortised Cost if it is held within a business model whose objective is to hold the asset in order to collect contractual cash flows and the contractual terms of the Financial Asset give rise on specified dates to cash flows that represent solely payments of principal and interest on the principal amount outstanding.

(b) Financial Assets measured at Fair Value Through Other Comprehensive Income (FVTOCI):

A Financial Asset is measured at FVTOCI if it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling Financial Assets and the contractual terms of the Financial Asset give rise on specified dates to cash flows that represents solely payments of principal and interest on the principal amount outstanding.

(c) Financial Assets measured at Fair Value Through Profit or Loss (FVTPL):

FVTPL is a residual category for financial assets. Any financial asset, which does not meet the criteria for categorisation as at amortised cost or as FVTOCI, is classified as at FVTPL.

3.18.iii Classification and Subsequent Measurement of Financial Liabilities:

(a) Financial liabilities measured at Fair Value Through Profit or Loss (FVTPL):

Financial liabilities are classified as FVTPL when the financial liability is held for trading or is a derivative (except for effective hedge) or are designated upon initial recognition as FVTPL. Gains or Losses, including any interest expense on liabilities held for trading are recognised in the Statement of Profit and Loss.

(b) Other Financial liabilities:

Other financial liabilities (including loans and borrowings, bank overdraft and trade and other payables) are subsequently measured at amortised cost using the effective interest method.

The effective interest rate is the rate that exactly discounts estimated future cash payments (including all fees and amounts paid or received that form an integral part of the effective interest rate, transaction

Notes to the Financial Statements

for the year ended March 31, 2025

costs and other premiums or discounts) through the expected life of the financial liability, or (where appropriate) a shorter period, to the amortised cost on initial recognition.

Interest expense (based on the effective interest method), foreign exchange gains and losses, and any gain or loss on derecognition is recognised in the Statement of Profit and Loss.

For trade and other payables maturing within one year from the Balance Sheet date, the carrying amounts approximate fair value due to the short maturity of these instruments.

3.18.iv Debt and Equity Instruments:

Debt and equity instruments issued by the Company are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument.

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

3.18.v Equity Investments

All equity investments in the scope of Ind AS 109 are measured at fair value. Equity instruments which are held for trading are classified as at FVTPL. For all other equity instruments, the company may make an irrevocable election to present in other comprehensive income subsequent changes in the fair value. The company makes such election on an instrument-by-instrument basis. The classification is made on initial recognition and is irrevocable. If the company decides to classify an equity instrument as at FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognized in the OCI. There is no recycling of the amounts from OCI to statement of profit and loss, even on sale of investment. However, the company may transfer the cumulative gain or loss within equity. Equity instruments included within the FVTPL category are measured at fair value with all changes recognized in the statement of profit and loss.

3.18.vi Investments in subsidiaries:

Investments in subsidiaries 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 subsidiaries, the difference between net disposal proceeds and the carrying amounts are recognised in the statement of profit and loss.

3.18.vii De-recognition of Financial Instruments:

The Company derecognises a Financial Asset when the contractual rights to the cash flows from the Financial Asset expire or it transfers the Financial Asset and the transfer qualifies for de-recognition under Ind AS 109. In cases where Company has neither transferred nor retained substantially all of the risks and rewards of the financial asset, but retains control of the financial asset, the Company continues to recognize such financial asset to the extent of its continuing involvement in the financial asset. In that case, the Company also recognizes an associated liability. The financial asset and the associated liability are measured on a basis that reflects the rights and obligations that the Company has retained.

A Financial liability (or a part of a financial liability) is derecognised from the Company's Balance Sheet when the obligation specified in the contract 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

Notes to the Financial Statements

for the year ended March 31, 2025

as the derecognition of the original liability and the recognition of a new liability.

The difference between the carrying amount of the financial liability de-recognised and the consideration paid and payable is recognised in the Statement of Profit and Loss.

3.18.viii Impairment of Financial Assets:

In accordance with Ind AS 109, the Company uses 'Expected Credit Loss' (ECL) model, for evaluating impairment of all Financial Assets subsequent to initial recognition other than financial assets measured at fair valued through profit and loss (FVTPL). For Trade Receivables and all lease receivables resulting from transactions within the scope of Ind AS 116 the Company applies 'simplified approach' which requires expected lifetime losses to be recognised from initial recognition of the receivables.

The Company uses historical default rates to determine impairment loss on the portfolio of trade receivables. At every reporting date these historical default rates are reviewed and changes in the forward-looking estimates are analysed. For other financial assets, the Company uses 12 month ECL to provide for impairment loss where there is no significant increase in credit risk since its initial recognition. If there is significant increase in credit risk since its initial recognition full lifetime ECL is used. The impairment losses and reversals are recognised in Statement of Profit and Loss.

Lifetime ECL are the expected credit losses resulting from all possible default events over the expected life of a financial instrument. The 12-month ECL is a portion of the lifetime ECL which results from default events that are possible within 12 months after the reporting date. ECL is the difference between all contractual cash flows that are due to the Company in accordance with the contract and all the cash flows that the entity expects to receive (i.e., all cash shortfalls), discounted at the original EIR.

3.18.ix Offsetting of Financial Instruments:

Financial assets and financial liabilities are offset and presented on net basis in the balance sheet when there is a legally enforceable right to set-off the recognised amounts and it is intended to either settle them on net basis or to realise the asset and settle the liability simultaneously.

3.18.x Fair Value of Financial Instruments

In determining the fair value of its financial instruments, the Company uses a variety of methods and assumptions that are based on market conditions and risks existing at each reporting date. The methods used to determine fair value include discounted cash flow analysis and available quoted market prices, where applicable. All methods of assessing fair value result in general approximation of value, and such value may never actually be realized.

Financial instruments by category are separately disclosed indicating carrying value and fair value of financial assets and liabilities. For financial assets and liabilities maturing within one year from the Balance Sheet date and which are not carried at fair value, the carrying amounts approximate fair value due to the short maturity of these instruments.

3.18.xi Derivative Financial Instruments:

Derivative financial instruments such as forward contracts, option contracts and cross currency swaps, to hedge its foreign currency risks are initially recognised at fair value on the date a derivative contract is entered into and are subsequently re-measured at their fair value with changes in fair value recognised in the Statement of Profit and Loss in the period when they arise.

Notes to the Financial Statements

for the year ended March 31, 2025

Note No: 4 - Property, Plant and Equipment (PPE)

(₹ in Lakhs)

Particulars	Land	Factory Building	Plant & Machinery	Power Plant	Electrical Installation	Laboratory Equipment	Furniture & Fixture	Vehicle	Computer	Office Equipment	Total	Capital Work in Progress (CWIP)
Gross carrying amount as at year ended March 31, 2024												
Opening gross carrying amount as at April 1, 2023	3,963.66	13,429.76	53,956.63	180.01	247.36	69.62	515.51	291.00	183.16	206.84	73,043.55	7,020.48
Addition	1.19	423.97	5,165.52	-	1.71	2.19	18.07	66.03	13.18	26.27	5,718.13	2,464.29
Assets capitalised during the period from CWIP	-		-	-	-	-	-	-	-	-	-	(870.88)
Disposals	(300.00)	-	-	-	-	-	-	(39.20)	-	-	(339.20)	
Closing gross carrying amount	**3,664.85**	**13,853.72**	**59,122.15**	**180.01**	**249.07**	**71.82**	**533.58**	**317.83**	**196.34**	**233.11**	**78,422.48**	**8,613.89**
Accumulated depreciation												
Opening accumulated depreciation	149.32	1,321.65	9,907.15	53.13	84.96	17.95	156.31	162.76	154.27	118.79	12,126.28	-
Depreciation charged during the period	48.24	433.59	2,724.43	9.00	22.29	4.97	48.63	20.13	20.57	28.42	3,360.28	-
Disposals	-	-	-	-	-	-	-	(35.47)	-	-	(35.47)	-
Closing accumulated depreciation	**197.57**	**1,755.24**	**12,631.58**	**62.13**	**107.24**	**22.92**	**204.94**	**147.42**	**174.84**	**147.22**	**15,451.09**	**-**
Net carrying amount Year ended March 31, 2024	**3,467.29**	**12,098.49**	**46,490.57**	**117.87**	**141.83**	**48.89**	**328.63**	**170.41**	**21.50**	**85.89**	**62,971.38**	**8,613.89**
Gross carrying amount as at year ended March 31, 2025												
Opening gross carrying amount as at April 1, 2024	3,664.85	13,853.72	59,122.15	180.01	249.07	71.82	533.58	317.83	196.34	233.11	78,422.48	8,613.89
Addition	-	1,076.77	3,973.28	-	-	3.44	7.84	-	12.83	7.96	5,082.13	3,182.09
Assets capitalised during the period from CWIP			-								-	(5,226.27)
Disposals	-	-	(163.68)	-	-	-	-	(23.72)	-	0	(187.41)	
Closing gross carrying amount	**3,664.85**	**14,930.50**	**62,931.74**	**180.01**	**249.07**	**75.25**	**541.42**	**294.11**	**209.17**	**241.07**	**83,317.20**	**6,569.71**
Accumulated depreciation												
Opening accumulated depreciation	197.57	1,755.24	12,631.58	62.13	107.24	22.92	204.94	147.42	174.84	147.22	15,451.09	-
Depreciation charged during the period	44.92	451.81	2,896.94	9.00	22.47	5.49	49.60	22.17	5.17	26.18	3,533.74	-
Disposals	-	-	(10.78)	-	-	-	-	(30.76)	-	0	(41.54)	
Closing accumulated depreciation	**242.49**	**2,207.04**	**15,517.74**	**71.13**	**129.71**	**28.41**	**254.54**	**138.82**	**180.01**	**173.40**	**18,943.29**	**-**
Net carrying amount as at year ended March 31, 2025	**3,422.37**	**12,723.45**	**47,414.01**	**108.87**	**119.37**	**46.84**	**286.88**	**155.29**	**29.15**	**67.67**	**64,373.91**	**6,569.71**

Footnotes:

1 The Company has not revalued its Property, Plant and Equipment during the year.

2 For PPE pledged as security, refer footnote no. 1 under note no 18

Notes to the Financial Statements

for the year ended March 31, 2025

(a) Title deeds of Immovable Property not held in the name of the Company

Relevant line item in Balance Sheet	Description of item of property	Gross Carrying Value		Title deeds held in the name of	Whether title deed holder is a promoter, director or relative of promoter / director or employee of promoter / director	Property held since which date	Reason for not being held in the name of the Company
		As at 31st March, 2025	As at 31st March, 2024				
Land	Factory land Plot No. 231 VATVA	3.30	3.30	Dispo Dyechem Private Limited	No	October 2018	Property was acquired through amalgamation/merger, the change of name in the name of the Company is pending.
Land	Factory Land Plot No. 232 VATVA	3.30	3.30	Dispo Dyechem Private Limited	No	October 2018	Property was acquired through amalgamation/merger, the change of name in the name of the Company is pending.
Land	Factory Land Plot No. 233 VATVA	3.65	3.65	Dispo Dyechem Private Limited	No	October 2018	Property was acquired through amalgamation/merger, the change of name in the name of the Company is pending.
Land	Factory Land Plot No. 235 VATVA	3.30	3.30	Dispo Dyechem Private Limited	No	October 2018	Property was acquired through amalgamation/merger, the change of name in the name of the Company is pending.
Land	Factory Land Plot No. 236 VATVA	3.30	3.30	Dispo Dyechem Private Limited	No	October 2018	Property was acquired through amalgamation/merger, the change of name in the name of the Company is pending.

Notes to the Financial Statements

for the year ended March 31, 2025

(b) Capital Work-In-Progress (CWIP) Ageing Schedule

As at 31st March 2025

	< 1 Year	1- 2 Years	2- 3 Years	> 3 Years	Total
Projects in progress	1,547.13	1,698.29	1,168.87	2,155.41	6,569.71
Projects temporarily suspended	-	-	-	-	-
Total	**1,547.13**	**1,698.29**	**1,168.87**	**2,155.41**	**6,569.71**

As at 31st March 2024

	< 1 Year	1- 2 Years	2- 3 Years	> 3 Years	Total
Projects in progress	1,183.42	1,249.08	4,830.07	1,351.31	8,613.89
Projects temporarily suspended	-	-	-	-	-
Total	**1,183.42**	**1,249.08**	**4,830.07**	**1,351.31**	**8,613.89**

(c) There are no material projects whose completion is overdue as compared to its original plan as at 31st March 2025.

(d) There were no material projects which have exceeded their cost of original plan as at 31st March, 2025.

5 Right-of-Use Asset

(₹ in Lakhs)

Particulars	**Right-of-Use Asset Building**
Year ended March 31, 2024 Gross carrying amount	
Opening gross carrying amount as at April 1, 2023	135.79
Addition	32.99
Disposals	-
Closing gross carrying amount	**168.78**
Accumulated depreciation	
Opening accumulated depreciation	94.26
Depreciation charged during the period	21.11
Disposals	-
Closing accumulated depreciation	**115.38**
Net carrying amount as on March 31, 2024	**53.40**
Year ended March 31, 2025 Gross carrying amount	
Opening gross carrying amount as at April 1, 2024	168.78
Addition	-
Disposals	(70.61)
Closing gross carrying amount	**98.17**
Accumulated depreciation	
Opening accumulated depreciation	115.38
Depreciation charge during the period	19.03
Disposals	(66.25)
Closing accumulated depreciation	**68.16**
Net carrying amount March 31, 2025	**30.01**

Refer Note No-19A & 19B for information of Leases

Notes to the Financial Statements

for the year ended March 31, 2025

6 Other Intangible Assets

(₹ in Lakhs)

Particulars	Technical Knowhow	Computer Software	Total
Year ended March 31, 2024 Gross carrying amount			
Opening gross carrying amount as at April 1, 2023	150.00	29.66	179.66
Addition	-	12.32	12.32
Disposals	-	-	-
Closing gross carrying amount	**150.00**	**41.98**	**191.98**
Accumulated depreciation			
Opening accumulated depreciation	150.00	8.35	158.35
Depreciation charged during the period	-	9.88	9.88
Disposals	-	-	-
Closing accumulated depreciation	**150.00**	**18.23**	**168.23**
Net carrying amount as on March 31, 2024	**-**	**23.75**	**23.75**
Year ended March 31, 2025 Gross carrying amount			
Opening gross carrying amount as at April 1, 2024	150.00	41.98	191.98
Addition	-	44.98	44.98
Disposals		-	-
Closing gross carrying amount	**150.00**	**86.96**	**236.96**
Accumulated depreciation			
Opening accumulated depreciation	150.00	18.23	168.23
Depreciation charged during the period	-	23.28	23.28
Disposals			-
Closing accumulated depreciation	**150.00**	**41.51**	**191.51**
Net carrying amount as on March 31, 2025	**-**	**45.45**	**45.45**

Note - The Company has not revalued its Intangible Assets during the year.

7 INVESTMENTS

7A Investments (Non- Current)

₹ In Lakh

Particulars	As at 31st March 2025	As at 31st March 2024
Unquoted Investments		
Investment in subsidiaries - measured at cost		
Investment in subsidiary companies	25.00	25.00
Investment in Limited Liability Partnership	4,950.58	4,866.51
Total	**4,975.58**	**4,891.51**

Notes to the Financial Statements

for the year ended March 31, 2025

Particulars	March 31, 2025		March 31, 2024	
	No of Shares	Amount	No of Shares	Amount
Investments carried at cost/deemed cost:				
Equity Shares of Subsidiary Companies (Unquoted)	250,000	25.00	250,000	25.00
Valiant Speciality Chemicals Ltd (Face Value ₹10) (PY Face Value ₹10)				
Investments in Limited Liability Partnership (Unquoted)				
Dhanvallabh Ventures LLP (73.15%, PY 73.15%)	NA	4,950.58	NA	4,866.51
Total Investment in Subsidiaries	**250,000**	**4,975.58**	**250,000**	**4,891.51**

Footnote: Aggregate value of Unquoted Investments is ₹ 4,975.58 lakhs (PY 4,891.51 lakhs).

7B Other Investments (non-current)

(₹ In Lakh)

Particulars	As at 31st March 2025	As at 31st March 2024
Quoted Investments - FVTOCI		
- Investments in Equity Shares	173.42	232.29
- Investments in Preference Shares	41.50	40.16
Unquoted Investments		
- Investments in Equity Share	217.38	253.00
	432.30	**525.45**
Other Investments - Amortised Cost		
Unquoted Investments		
- Share in Co-operative Society	0.05	0.05
Total	**432.35**	**525.50**

Particulars	March 31, 2025		March 31, 2024	
	No of Shares	Amount	No of Shares	Amount
I. Investments carried at fair value through OCI:				
Investments in Equity Shares (Quoted)				
- Aarti Industries Limited (FV ₹5) (PY FV ₹5)	30,000.00	117.23	30,000.00	199.67
- Aarti Pharma labs (FV ₹5) (PY FV ₹5)	7,500.00	56.19	7,500.00	32.62
Investments in Preference Shares (Quoted)				
- Aarti Surfactant - 4% redeemable preference shares	20,240.00	41.50	20,240.00	40.16
		214.92		**272.45**
Investments in Equity Shares (Unquoted)				
- Renew Green (GJ Six) Private Limited (FV ₹ 10) (PY FV ₹ 10)	2,530,000.00	217.38	2,530,000.00	253.00
		217.38		**253.00**
II. Investments carried at amortised cost:				
Unquoted				
- Share in Co-operative Society		0.05		0.05
Total		**432.35**		**525.50**

Footnotes:

1. Aggregate value of quoted investments and its market value is ₹ 214.92 lakhs (PY 272.45 lakhs).
2. Aggregate value of unquoted investments is ₹ 217.43 lakhs (PY 253.05 lakhs).

Notes to the Financial Statements

for the year ended March 31, 2025

8 OTHER FINANCIAL ASSETS

8A Non-current (at amortised cost)

(₹ In Lakh)

Particulars	As at 31st March 2025	As at 31st March 2024
Unsecured Considered Good		
Security Deposits	567.99	540.78
Total	**567.99**	**540.78**

8B Current (at amortised cost)

(₹ In Lakh)

Particulars	As at 31st March 2025	As at 31st March 2024
Unsecured, Considered Good		
Interest Receivable	42.51	12.27
Insurance Receivable	496.38	280.73
Gratuity Account Trust	11.11	0.36
Total	**550.00**	**293.35**

9 Other Assets

9A Non-current

(Unsecured, Considered Good unless otherwise stated)

(₹ In Lakh)

Particulars	As at 31st March 2025	As at 31st March 2024
Capital Advance	504.23	558.02
Prepaid Expense	4.54	6.08
Total	**508.77**	**564.10**

9B Current

(Unsecured, considered good, unless otherwise stated)

(₹ In Lakh)

Particulars	As at 31st March 2025	As at 31st March 2024
Balance with Statutory / Government Authorities	811.72	1,211.20
Prepaid Expenses	46.79	47.74
Advances to Suppliers	565.73	443.11
Accrued Income	139.55	-
Total	**1,563.79**	**1,702.05**

Notes to the Financial Statements

for the year ended March 31, 2025

10 INVENTORIES

(₹ In Lakh)

Particulars	As at 31st March 2025	As at 31st March 2024
Raw Material (incl In-transit stock)	3,736.05	5,661.02
Fuel	92.47	86.07
Stores & Spares	589.76	746.92
Packing Materials	48.75	53.61
Work-in-Progress	1,477.13	1,023.31
Finished goods	2,952.96	3,852.30
Total	**8,897.12**	**11,423.24**

10.1 In-transit Inventories:

(₹ In Lakh)

Particulars	As at 31st March 2025	As at 31st March 2024
Raw Material	114.36	33.72

Notes- For Mode of Valuation - Refer note no 3.7 from Material Accounting Policies

11 TRADE RECEIVABLES

(₹ In Lakh)

Particulars	As at 31st March 2025	As at 31st March 2024
Trade Receivables - Unsecured	17,687.47	21,156.35
Less - Impairment Allowance	(264.66)	(220.13)
Trade Receivables (Net)	17,422.81	20,936.22
Break up of Security Details		
(i) Unsecured, Considered good	17,422.81	20,936.22
(ii) Unsecured, Credit impaired	264.66	220.13
	17,687.47	**21,156.35**
Less - Impairment Allowance	(264.66)	(220.13)
	17,422.81	**20,936.22**
Total	**17,422.81**	**20,936.22**

Due to the short nature of credit period given to customers, there is no financing component in the contract.

The Company applies the expected credit loss (ECL) model for measurement and recognition of impairment losses on trade receivables. The Company follows the simplified approach for recognition of impairment allowance on trade receivables. The application of the simplified approach does not require the Company to track changes in credit risk. Rather, it recognises impairment allowance based on lifetime ECLs at each reporting date. ECL impairment loss allowance (or reversal) recognised during the period is recognised in the Statement of Profit and Loss. This amount is reflected under the head 'other expenses' in the Statement of Profit and Loss.

Notes to the Financial Statements

for the year ended March 31, 2025

TRADE RECEIVABLES

As at 31 March, 2025

(₹ In Lakh)

Particulars	Not Due	Less than 6 Month	6 Month to 1 Year	1-2 Year	2-3 Year	More than 3 Year	Total
(i) Undisputed Trade Receivable - Considered Good	8,020.49	9,116.97	361.65	87.28	74.60	26.47	17,687.47
(ii) Undisputed Trade Receivables – credit impaired	-	-	-	-	-	-	-
(iii) Disputed Trade Receivables– considered good	-	-	-	-	-	-	-
(iv) Disputed Trade Receivables – credit impaired	-	-	-	-	-	-	-
Sub 'Total Trade Receivable	**8,020.49**	**9,116.97**	**361.65**	**87.28**	**74.60**	**26.47**	**17,687.47**
Unbilled Trade Receivables							
Less: Impairment Allowance							(264.66)
Total Trade Receivable		**9,116.97**	**361.65**	**87.28**	**74.60**	**26.47**	**17,422.81**

As at 31 March, 2024

(₹ In Lakh)

Particulars	Not Due	Less than 6 Month	6 Month to 1 Year	1-2 Year	2-3 Year	More than 3 Year	Total
(i) Undisputed Trade Receivable - Considered Good	8,353.74	5,954.01	1,901.27	4,695.94	86.65	48.79	21,040.39
(ii) Undisputed Trade Receivables – credit impaired	-	-	-	-	-	-	-
(iii) Disputed Trade Receivables– considered good	-	-	-	-	-	-	-
(iv) Disputed Trade Receivables – credit impaired	-	-	-	-	-	115.95	115.95
Sub 'Total Trade Receivable	**8,353.74**	**5,954.01**	**1,901.27**	**4,695.94**	**86.65**	**164.74**	**21,156.34**
Unbilled Trade Receivables							151.95
Less: Impairment Allowance							(220.13)
Total Trade Receivable							**20,936.22**

Movement in expected credit loss allowance of trade receivables

(₹ In Lakh)

Particulars	As at 31st March 2025	As at 31st March 2024
Balance at the beginnig of the year	220.13	220.13
Allowances/(write back) during the year	44.53	-
Written off against past provision	-	-
Balance at the end of the year	**264.66**	**220.13**

Notes to the Financial Statements

for the year ended March 31, 2025

12 CASH AND CASH EQIVALENTS

(₹ In Lakh)

Particulars	As at 31st March 2025	As at 31st March 2024
I. Cash and Cash Equivalents		
Cash on hand	3.30	4.58
Balances with Banks	703.19	316.75
Total	**706.48**	**321.34**

13 Bank Balances Other than Cash & Cash Equivalents

(₹ In Lakh)

Particulars	As at 31st March 2025	As at 31st March 2024
Bank Balances Other than Cash & Cash Equivalents		
In Earmarked Accounts		
Unpaid Dividend Accounts	3.92	3.93
Fixed Deposits	32.95	31.95
Total	**36.87**	**35.88**

14 SHORT TERM LOANS

(₹ In Lakh)

Particulars	As at 31st March 2025	As at 31st March 2024
Unsecured, Considered good		
Loan to Employees	56.96	62.32
Total	**56.96**	**62.32**

15 Current Tax Assets (Net)

(₹ In Lakh)

Particulars	As at 31st March 2025	As at 31st March 2024
Advance Tax and Tax Deducted at Source (Net of Provision)	1,193.80	1,269.14
Total	**1,193.80**	**1,269.14**

Notes to the Financial Statements

for the year ended March 31, 2025

16 EQUITY SHARE CAPITAL

A. Authorised Share Capital

(₹ In Lakh)

Particulars	As at 31st March 2025	As at 31st March 2024
Authorised:		
5,21,00,000 Equity Shares of ₹ 10/- each (PY - 3,71,00,000)	5,210	3,710
5,00,000 Redeemable Preference Shares of 10 each.(PY - 5,00,000)	50	50
20,00,000 Optionally Convertible Preference Shares of ₹10 each (PY - 20,00,000)	200	200
40,000 Redeemable Non-Cumulative Preference Shares of ₹100 each (PY - 40,000)	40	40
Total	**5,500.00**	**4,000.00**

B. Issued, Subscribed & Fully Paid Up:

(₹ In Lakh)

Particulars	As at 31st March 2025	As at 31st March 2024
Equity Share Capital	2,757.50	2,715.35
Add: Equity Shares allotted during the period	2.40	1.60
Add: Bonus Shares allotted during the period	40.56	-
Add: Conversion of Optionally Convertible Preference Shares		40.56
	2,800.46	**2,757.50**
Optionally Convertible Preference Shares		40.56
Less : Converted to Equity Shares during the year		(40.56)
	2,800.46	**2,757.50**

Rights, preferences and restrictions attached to equity shares

A. Ordinary Equity Shares

The Company has only one class of Shares referred to as Equity Shares having par value of ₹ 10. Each holder of equity shares is entitled to one vote per share. The company declares and pays dividend in Indian Rupees. The dividend proposed by the Board of Directors is subject to the approval of the Shareholders in the ensuing Annual General Meeting. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

B. Optionally Convertible Preference Shares (OCPS)

Pursuant to the scheme of arrangement with Amarjyot Chemical Limited, OCPS were supposed to be converted into equity shares or Redeemable Preference Shares (RPS) before February 2022. After obtaining consent from OCPS shareholders for conversion into equity shares, the Company filed a Settlement Application with SEBI on December 19, 2022. Following SEBI's settlement order dated September 18, 2023, received by the Company on September 20, 2023, 405,561 OCPS were converted into equity shares on December 6, 2023. The Company has received both listing and trading approval of these equity shares from BSE and NSE. These converted equity shares are eligible to receive bonus equity shares in a 1:1 ratio, as previously declared. On March 25, 2025 Company alloted 405,561 Bonus Equity Shares to all eligibile OCPS holder of the Company. The Company received listing approval on April 8, 2025, and trading approval on April 21, 2025, from both the Exchanges for the aforementioned issue and allotment of the Bonus Shares.

Notes to the Financial Statements

for the year ended March 31, 2025

C. Reconciliation of Equity Shares Outstanding

(a) Reconciliation of number of ordinary equity shares outstanding

Particulars	March 31, 2025		March 31, 2024	
	No of Shares	Amount	No of Shares	Amount
Shares outstanding at the beginning of the year	27,575,049	2,757.50	27,153,488	2,715.35
Add: Equity Shares ESOP alloted	24,000	2.40	16,000	1.60
Add: Bonus Shares allotted during the period	405,561	40.56	-	-
Add: Conversion of Optionally Convertible Preference Shares	-	-	405,561	40.56
Shares outstanding at the end of the year	**28,004,610**	**2,800.45**	**27,575,049**	**2,757.50**

(b) Reconciliation of number of optionally convertible preference shares outstanding (Instruments entirely equity in nature)

Optionally Convertible Preference Shares Outstanding	March 31, 2025		March 31, 2024	
	No of Shares	Amount	No of Shares	Amount
Shares outstanding at the beginning of the year	-	-	405,561	40.56
Add: Optionally Convertible Preference Shares allotted to the investors of Amarjyot Chemical Limited	-	-	-	-
Less: Conversion in to ordinary Equity Shares during the year	-	-	(405,561)	(40.56)
Shares outstanding at the end of the year	**-**	**-**	**-**	**-**

D. Details of Shares held by each shareholder holding more than 5% shares

Ordinary Equity Shares	March 31, 2025		March 31, 2024	
	No of Shares	% of Holding	No of Shares	% of Holding
Jaya Chandrakant Gogri	2,309,644	8.25	2,309,644	8.38
Arti Rajendra Gogri	1,977,814	7.06	1,977,814	7.17
Manisha Rashesh Gogri	1,589,114	5.67	1,589,114	5.76
Nikhil Parimal Desai	2,567,353	9.17	2,511,611	9.11

E. Details of Shares held by each Promoters

Ordinary Equity Shares	March 31, 2025		March 31, 2024		% change during the year
	No of Shares	% of Holding	No of Shares	% of Holding	
Chandrakant Vallabhaji Gogri	82,954	0.30	82,954	0.30	-
Jaya Chandrakant Gogri	2,309,644	8.25	2,309,644	8.38	(0.02)
Arti Rajendra Gogri	1,977,814	7.06	1,977,814	7.17	(0.02)
Manisha Rashesh Gogri	1,589,114	5.67	1,589,114	5.76	(0.02)
Mirik Rajendra Gogri	669,334	2.39	669,334	2.43	(0.02)
Vicky Hemchand Gala	258,106	0.92	259,106	0.94	(0.02)
Arvind Kanji Chheda	434,000	1.55	433,476	1.57	(0.01)
Hiral Arvind Chheda	406,000	1.45	405,100	1.47	(0.01)
Hetal Gogri Gala	250,000	0.89	250,000	0.91	(0.02)

Notes to the Financial Statements

for the year ended March 31, 2025

Ordinary Equity Shares	March 31, 2025		March 31, 2024		% change during the year
	No of Shares	% of Holding	No of Shares	% of Holding	
Hemchand Lalji Gala	117,079	0.42	117,079	0.42	-
Dhanvanti Hemchand Gala	50,858	0.18	50,858	0.18	-
Dilesh Roadlines Private Limited	798,530	2.85	616,126	2.23	0.28
Aarti Corporate Services Limited	104,640	0.37	102,026	0.37	-
Alchemie Financial Services Limited	57,256	0.20	55,826	0.20	-
Alchemie Finserv Private Limited	36,386	0.13	35,477	0.13	-
Aakansha Pharmachem LLP	5,348	0.02	5,214	0.02	-
Drl Cargo Carriers Private Limited	31,688	0.11	16,820	0.06	0.83
Gloire Trusteeship Services Private Limited (Tulip Family Trust)	612,000	2.19	612,000	2.22	(0.01)
Alabhya Trusteeship Private Limited (Ujjwal Business Trust)	600,000	2.14	600,000	2.18	(0.02)
Saswat Trusteeship Private Limited (Paridhi Business Trust)	129,924	0.46	129,924	0.47	(0.02)
Pooja Renil Gogri	57,334	0.20	57,334	0.21	(0.05)
Indira Madan Dedhia	36,000	0.13	36,000	0.13	-
Vijayanka Chhotalal Shah	1,000	-	1,000	-	
Devang Shah	750	-	750	-	
Rashesh Chandrakant Gogri	600	-	600	-	
Neelam Hemang Shah	335	-	335	-	
Forum Devang Shah	250	-	250	-	
Hemang Chhotalal Shah	205	-	205	-	
Kirti L Gangar	20	-	20	-	
Damayanti Laxmichand Shah	4	-	4	-	
Nehal K Gangar	1	-	1	-	
Total	**10,617,174**	**37.88**	**10,414,391**	**37.75**	**0.88**

Footnote:

1. The Dividend Distribution Policy, in terms of Regulation 43A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 is in place and available on the website of the Company (https://www.valiantorganics.com/assets/investors/dividend-distribution-policy.pdf).

17 OTHER EQUITY

(₹ In Lakh)

Particulars		As at 31st March 2025	As at 31st March 2024
a.	Capital Reserve	7,844.14	7,846.30
b.	Capital Redemption Reserve	-	38.40
c.	Security Premium	224.65	100.89
d.	General Reserve	3,910.88	3,910.88
e.	Retained Earning	51,182.46	51,494.01
f.	Other Comprehensive Income	177.93	258.91
g.	Employee Stock Option Plan	20.83	81.00
Total		**63,360.89**	**63,730.40**

Notes to the Financial Statements

for the year ended March 31, 2025

Nature and Purpose of Reserves

Capital Reserve

During amalgamation/merger/acquisition, the excess of net assets taken, over the consideration paid, if any, is treated as capital reserve.

Capital Redemption Reserve

Transferred to Capital Redemption Reserve on redemption of Redeemable Preference Shares during the year and can be used for issuing fully paid up Bonus Shares

General Reserve

General reserve represents amount appropriated out of retained earnings pursuant to the earlier provisions of Companies Act, 1956. Mandatory transfer to general reserve is not required under the Companies Act, 2013.

Retained Earning

Retained earning are the profits that the Company has earned till date, less any transfers to general reserve, any transfers from or to other comprehensive income, dividends or other distributions paid to shareholders.

Equity instruments through Other Comprehensive Income

The Company has elected to recognise changes in the fair value of certain investments in equity securities in other comprehensive income. These changes are accumulated within the FVTOCI equity instruments reserve within equity. The Company transfers amounts from this reserve to retained earnings when the relevant equity securities are de-recognised.

Employee Stock Option Plan

The share options outstanding account is used to record the fair value of equity-settled, share-based payment transactions with employees. The amounts recorded in share options outstanding account are transferred to securities premium, upon exercise of stock options, and transferred to general reserve on account of stock options not exercised by employees.

MOVEMENT IN OTHER EQUITY DURING THE YEAR

a Capital Reserve

(₹ In Lakh)

Particulars	As at 31st March 2025	As at 31st March 2024
Opening Balance	7,846.30	7,846.30
Less: Utilisation for Issue of Bonus shares	(2.16)	-
Closing Balance	**7,844.14**	**7,846.30**

b Capital Redemption Reserve

(₹ In Lakh)

Particulars	As at 31st March 2025	As at 31st March 2024
Opening Balance	38.40	38.40
Less: Utilisation for Issue of Bonus shares	(38.40)	
Closing Balance	**-**	**38.40**

Notes to the Financial Statements

for the year ended March 31, 2025

c Security Premium

(₹ In Lakh)

Particulars	As at 31st March 2025	As at 31st March 2024
Opening Balance	100.89	
Add - Transfer from ESOP reserve	123.76	100.89
Closing Balance	**224.65**	**100.89**

d General Reserve

(₹ In Lakh)

Particulars	As at 31st March 2025	As at 31st March 2024
Opening Balance	3,910.88	3,910.88
Add : Transferred from Retained Earning		-
Closing Balance	**3,910.88**	**3,910.88**

e Retained Earning

(₹ In Lakh)

Particulars	As at 31st March 2025	As at 31st March 2024
Opening Balance (Surplus in Profit & Loss)	**51,494.02**	**51,786.74**
Add: Net Profit for the year	(299.84)	(304.34)
Less: Remeasurement Gain/(Loss) on defined benefit plan (net off tax)	(11.73)	11.63
Amount available for appropriation	**51,182.46**	**51,494.02**
Appropriation:		
Dividend		
Capital Redemption Reserve		
Closing Balance	**51,182.46**	**51,494.02**

f Other Comprehensive Income

(₹ In Lakh)

Particulars	As at 31st March 2025	As at 31st March 2024
Other Comprehensive Income	258.91	199.80
Add: Fair value changes of various Financial intruments (net off tax)	(80.98)	59.11
	177.93	**258.91**

g Employee Stock Option Plan

(₹ In Lakh)

Particulars	As at 31st March 2025	As at 31st March 2024
Opening Balance	81.00	66.06
Add: ESOPs Exercised during the period	63.59	115.83
Less : Transfer to security premium	(123.76)	(100.89)
Closing Balance	**20.83**	**81.00**

Notes to the Financial Statements

for the year ended March 31, 2025

18 BORROWINGS

18A Non-current

(₹ In Lakh)

Particulars		As at 31st March 2025	As at 31st March 2024
I.	**Secured**		
	Term Loans from Banks		
	Foreign currency loan - ECB/FCNR	4,444.44	4,500.01
	Indian currency loan	624.66	2,916.09
	Total	**5,069.10**	**7,416.10**

18B Current

(₹ In Lakh)

Particulars		As at 31st March 2025	As at 31st March 2024
(A)	**Repayable on demand from Banks (secured)**		
	Cash Credit Facility	1,238.78	1,223.40
	Working Capital Demand Loan	12,684.65	9,385.17
		13,923.44	**10,608.58**
(B)	**Current Maturity of Long Term Debt (secured)**		
	Current Maturity of Long Term Debt	2,143.16	3,494.90
		2,143.16	**3,494.90**
	Total	**16,066.59**	**14,103.48**

Footnotes:

1 As at March 31, 2025, ₹ 21,135.69 lakhs (March 31, 2024: ₹ 21,519.58 lakhs) of the total outstanding borrowings were secured by a charge on property, plant and equipment, inventories, receivables and other current assets.

2 The security details of major borrowings as at March 31, 2025 is as below:

(a) Foreign currency term loans as on 31 March 2025, amounting to ₹ 5000.00 lakhs were secured by a charge on immovable & movable properties including movable machinery, spares, tools & accessories, ranking pari passu inter-se. The term loans were drawn in different tranches over the period and were originally payable across 18 equal quarterly instalments starting from Oct 2025 till Jan 2030 as mentioned in the table below:

Particulars	Interest Rate	Quarterly Instalment (Principal)	Repayment Start Date	Repayment End Date
Term loan of USD 6013229	SOFR + 140bps	USD	Oct 2025	Jan 2030

(b) Rupee term loans as on 31 March 2025, amounting to ₹ 6,504.91 lakhs were secured by a charge on immovable & movable properties including movable machinery, spares, tools & accessories, ranking pari passu inter-se. The term loan was originally payable across 16 equal quarterly instalments starting from January 2022 till September 2026 as mentioned in the table below:

Particulars	Interest Rate	Quarterly Instalment (Principal)	Repayment Start Date	Repayment End Date
Term Loan of ₹ 19,99,97,345/-	Repo + 225bps	₹ 1,24,99,834/-	September 2022	June 2026
Term Loan of ₹ 59,97,26,282/-	T-Bill + 185-225bps	₹26,454,403/-	January 2022	September 2026

Notes to the Financial Statements

for the year ended March 31, 2025

3 Working capital facilities from banks as at March 31, 2025 amounting to ₹ 13923.44 lakhs (March 31, 2024 of ₹ 10608.58 lakhs) were secured by a first pari passu charge on the stock of raw materials, finished goods, stock in process, consumable stores and book debts of the Company. These credit facilities carry average interest rates in the range of 7.10% to 9.75% (31 March, 2024: 7.62% to 9.75%).

4 The Company do not have any charges or satisfaction which are yet to be registered with ROC beyond the statutory period.

5 There are no material differences between the quarterly statements of stock filed by the company with banks and the books of accounts.

6 The Company has not been declared as a wilful defaulter by any bank or financial institution or other lender in accordance with the guidelines on wilful defaulters issued by the Reserve Bank of India.

7 Currency and interest exposure of borrowings including current maturities is as below:

		As at 31st March 2025			As at 31st March 2024		
		Fixed Rate	Floating Rate	Total	Fixed Rate	Floating Rate	Total
(a)	Indian National Rupee (INR) - Total	-	16,691.25	16,691.25	-	17,019.57	17,019.57
(b)	United States Dollar (USD) - Total	-	4,444.44	4,444.44	-	4,500.01	4,500.01
		-	21,135.69	21,135.69	-	21,519.58	21,519.58
(a)	Indian National Rupee (INR) - Hedged (interest rate swaps)	-	-	-	-	-	-
(b)	United States Dollar (USD) - Hedged (interest rate swaps)		(4,444.44)	(4,444.44)		(4,500.01)	(4,500.01)
		-	(4,444.44)	(4,444.44)	-	(4,500.01)	(4,500.01)
(a)	Indian National Rupee (INR) - Unhedged	-	16,691.25	16,691.25	-	17,019.57	17,019.57
(b)	United States Dollar (USD) - Unhedged	-	-	-	-	-	-
		-	16,691.25	16,691.25	-	17,019.57	17,019.57
% of Total Borrowings		0.00%	100.00%	100.00%	0.00%	100.00%	100.00%

8 All the floating rate borrowings are bank borrowings bearing interest rates based on Marginal Cost of Lending Rate (MCLR), Repo rate, T-Bill and LIBOR. Of the total floating rate borrowings as at March 31, 2025, ₹ 4444.44 lakhs (March 31, 2024 : ₹ 4500.01 lakhs) has been hedged using interest rate swaps with contracts covering period of more than one year.LIBOR (London Interbank Offered Rate) was a benchmark interest rate that has been discontinued, while SOFR (Secured Overnight Financing Rate) is its replacement.

Notes to the Financial Statements

for the year ended March 31, 2025

9 Maturity profile of borrowings including current maturities is as below:

(₹ In Lakh)

Particulars		As at 31st March 2025	As at 31st March 2024
(a)	Not later than one year or on demand	13,923.44	14,103.48
(b)	Later than one year but not two years	2,143.16	2,334.29
(c)	Later than two years but not three years	1,735.77	1,735.77
(d)	Later than three years but not four years	1,111.11	1,111.11
(e)	Later than four years but not five years	1,111.11	1,111.11
(f)	Later than five years but not six years	1,111.11	1,111.11
		21,135.70	**21,506.88**

19 Lease Liabilities

19A Non Current

(₹ In Lakh)

Particulars	As at 31st March 2025	As at 31st March 2024
Lease Liabilities -Non Current		
Long term maturities of lease obligations	13.05	32.40
Total	**13.05**	**32.40**

19B Current

(₹ In Lakh)

Particulars	As at 31st March 2025	As at 31st March 2024
Lease Liabilities - Current		
Current maturities of finance lease obligations	19.35	22.65
Total	**19.35**	**22.65**

Footnotes:

(i) The Company has lease contracts for its office premises and godowns with lease term between 1 year to 3 years. The Company's obligations under its leases are secured by the lessor's title to the leased assets. Generally, the Company is restricted from assigning and subleasing the leased assets. The Company also has certain leases of office premises and godowns with lease terms of 12 months or less. The Company applies the 'short-term lease' recognition exemptions for these leases.

(a) The movement in lease liabilities during the year ended 31 March, 2025 and 31 March, 2024 is as follows:

(₹ In Lakh)

Particulars	As at 31st March 2025	As at 31st March 2024
Balance at the beginning	55.05	43.56
Additions	-	38.55
Accretion of interest	4.03	2.79
Payment of lease liabilities	(26.67)	(29.85)
Balance at the end	**32.40**	**55.05**
Non-current	13.05	32.40
Current	19.35	22.65

Notes to the Financial Statements

for the year ended March 31, 2025

(b) The following are the amounts recognised in profit or loss:

(₹ In Lakh)

Particulars	As at 31st March 2025	As at 31st March 2024
Depreciation on right-of-use assets	19.03	21.11
Interest expense on lease liabilities	4.03	2.79
Expense relating to short-term leases	-	97.45
Total amount recognised in statement of profit and loss	**23.05**	**121.35**

(c) Details of carrying amount of right-of-use assets and movement during the period is disclosed under Note 5.

(ii) The maturity analysis of lease liabilities are disclosed in Note 40C (ii) 'Liquidity Risk Management'.

(iii) The effective interest rate for lease liabilities is 9%, with maturity between 2024-2025.

(iv) Expense relating to short-term leases are disclosed under the head Miscellaneous Expenses in other expenses (Refer Note no 33)

19C Other financial liabilities

(₹ In Lakh)

Particulars	As at 31st March 2025	As at 31st March 2024
Creditors for Capital Goods	140.89	157.70
Total	**140.89**	**157.70**

20 Provisions

20A Non Current Provisions

(₹ In Lakh)

Particulars	As at 31st March 2025	As at 31st March 2024
Provision for employee benefits		
Provision for Gratuity	4.31	-
Provision for Leave Salaries	215.66	185.99
TOTAL	**219.97**	**185.99**

20B Current Provisions

(₹ In Lakh)

Particulars	As at 31st March 2025	As at 31st March 2024
Provision For Employees Benefits		
Provision for Gratuity	193.14	115.73
Provision for Leave Salary	30.45	30.40
Provision for Sick leave Salary	3.16	2.67
Provision for Bonus	243.46	219.00
Total	**470.22**	**367.82**

Footnotes:

(i) The Company presents provision for gratuity and leave salaries as current and non-current based on actuarial valuation considering estimates of availment of leave, separation of employees, etc.

(ii) Detailed disclosure in respect of post-retirement defined benefit scheme is provided in note 30.

Notes to the Financial Statements

for the year ended March 31, 2025

21 DEFERRED TAX LIABILITIES

(₹ In Lakh)

Particulars	As at 31st March 2025	As at 31st March 2024
Deferred Tax		
Deferred Tax Liabilities (net)	3,439.32	2,915.94
Total	**3,439.32**	**2,915.94**

The major components of deferred tax liabilities / assets on account of temporary differences are as follows:

(₹ in lakhs)

Particulars	As on dated 1st April 2024	Charge / (Credit) to Statement of Profit and Loss	Charge /(Credit) to Other Comprehensive Income	As on dated March 31, 2025
Deferred tax liabilities, on account of				
On Depreciation and amortisation	3,402.40	1,609.23	-	5,011.63
Deferred tax assets, on account of	-	-	-	-
Provision for expense allowed for tax purpose on payment basis (Net)	(161.86)	(45.51)	-	(207.37)
Remeasurement of the defined benefit plans through OCI	(35.49)	-	3.94	(31.55)
Difference in carrying value and tax base of investments in equity instruments measured at FVTOCI	33.73	-	(48.44)	(14.71)
Difference in Right-of-use asset and lease liabilities	(30.01)	29.41	-	(0.60)
MSME dues oustanding at the end of accounting period	(117.06)	76.12	-	(40.94)
Business loss for the year	(175.78)	(1,101.36)	-	(1,277.14)
Deferred tax expense/(benefit) for the year	-	567.89	(44.50)	-
Total	**2,915.94**			**3,439.32**

The major components of deferred tax liabilities / assets on account of temporary differences are as follows:

(₹ in lakhs)

Particulars	As on dated 1st April 2023	Charge / (Credit) to Statement of Profit and Loss"	" Charge /(Credit) to Other Comprehensive Income "	As on dated March 31, 2024
Deferred tax liabilities, on account of				
On Depreciation and amortisation	3,400.18	2.23	-	3,402.40
Deferred tax assets, on account of	-	-	-	-
Provision for expense allowed for tax purpose on payment basis (Net)	(151.26)	(10.60)	-	(161.86)
Remeasurement of the defined benefit plans through OCI	(15.97)	-	(19.52)	(35.49)

Notes to the Financial Statements

for the year ended March 31, 2025

(₹ in lakhs)

Particulars	**As on dated 1st April 2023**	**Charge / (Credit) to Statement of Profit and Loss"**	**" Charge /(Credit) to Other Comprehensive Income "**	**As on dated March 31, 2024**
Difference in carrying value and tax base of investments in equity instruments measured at FVTOCI	26.05	-	3.93	33.73
Difference in Right-of-use asset and lease liabilities	(1.12)	(28.89)	-	(30.01)
MSME dues oustanding at the end of accounting period	-	(117.06)	-	(117.06)
Business loss for the year	-	(175.78)	-	(175.78)
Deferred tax expense/(benefit) for the year	-	(330.11)	(15.58)	-
Total	**3,257.88**			**2,915.94**

Reconciliation of tax expense and accounting profit for the year:

(₹ In Lakh)

Particulars	**As at 31st March 2025**	**As at 31st March 2024**
Profit before tax	240.99	(513.93)
Income tax expense calculated at 25.168%	60.65	(129.35)
Tax effect on non-deductible expenses	970.72	1,076.23
Effect of concessions (depreciation under income tax act)	(1,580.79)	(839.23)
Effect of Income which is taxed at special rates	-	(120.52)
Effect of Income which is exempted from tax	21.16	(0.36)
Others	528.26	133.75
Total	**-**	**120.52**
Adjustment of tax relating to earlier periods	-	-
Tax expense as per Statement of Profit and Loss	-	120.52

Deferred tax assets/ liabilities are the amounts of income taxes recoverable/ payable in future periods in respect of taxable temporary differences, respectively.

22 Trade payables

(₹ In Lakh)

Particulars	**As at 31st March 2025**	**As at 31st March 2024**
Trade Payables		
(A) Total Outstanding dues of micro enterprises and Small enterprises	783.97	465.12
(B) Total Outstanding dues of creditor other than micro enterprises and Small enterprises	13,817.93	20,279.39
Total	**14,601.90**	**20,744.51**

Notes to the Financial Statements

for the year ended March 31, 2025

Footnotes:

Trade payables ageing:

As at 31st March, 2025

(₹ in lakhs)

Particulars		Outstanding for the following periods from due date of payment						
		Unbilled	Not Due	< 1 year	1 Year - 2 Years	2-3 Years	> 3 Years	TOTAL
(i)	MSME	-	-	783.97	-	-	-	783.97
(ii)	Others	-	4,181.29	9,606.20	16.86	11.16	2.42	13,817.93
(iii)	Disputed Dues - MSME	-	-	-	-	-	-	-
(iv)	Disputed Dues - Others	-	-	-	-	-	-	-
		-	**4,181.29**	**10,390.16**	**16.86**	**11.16**	**2.42**	**14,601.90**

As at 31st March, 2024

(₹ in lakhs)

Particulars		Outstanding for the following periods from due date of payment						
		Unbilled	Not Due	< 1 year	1 Year - 2 Years	2-3 Years	> 3 Years	TOTAL
(i)	MSME	-	-	465.12	-	-	-	465.12
(ii)	Others	-	1,424.18	17,867.00	240.83	725.83	21.55	20,279.39
(iii)	Disputed Dues - MSME	-	-	-	-	-	-	-
(iv)	Disputed Dues - Others	-	-	-	-	-	-	-
		-	**1,424.18**	**18,332.12**	**240.83**	**725.83**	**21.55**	**20,744.51**

Disclosures under Section 22 of the Micro, Small and Medium Enterprises Development Act, 2006 (as amended)

(₹ In Lakh)

Particulars		As at 31st March 2025	As at 31st March 2024
(i)	(a) Principal amount remaining unpaid to any supplier	783.97	465.12
	(b) Interest on (i)(a) above	-	-
(ii)	The amount of interest paid along with the principal payment made to the supplier	-	-
(iii)	Amount of interest due and payable on delayed payments	-	-
(iv)	Amount of further interest remaining due and payable for the earlier years	-	-
(v)	Total outstanding dues of Micro and Small Enterprises	-	-
	- Principal	783.97	465.12
	- Interest	-	-

Notes to the Financial Statements

for the year ended March 31, 2025

23 Other Current Financial Liabilities

(₹ In Lakh)

Particulars	As at 31st March 2025	As at 31st March 2024
Creditors for Capital Goods	106.90	915.96
Unclaimed Dividends	3.92	3.92
Salaries and Wages payable	6.47	266.36
Other Liabilities	1,444.09	387.29
TOTAL	**1,561.37**	**1,573.54**

a. There is no amount due and outstanding to be credited to Investor Education and Protection Fund as at March 31, 2025

24 Other Current Liabilities

(₹ In Lakh)

Particulars	As at 31st March 2025	As at 31st March 2024
Statutory Dues	152.45	118.55
Revenue Received in Advance	16.01	101.28
Total	**168.46**	**219.83**

25 REVENUE FROM OPERATIONS

(₹ In Lakh)

Particulars	For the Year Ended March 31, 2025	For the Year Ended March 31, 2024
Sale of Products	66,479.16	61,686.62
Sale of Traded Goods		634.14
Sale of Services	5,397.02	5,398.45
Total Income From Operation (I) + (II)	**71,876.18**	**67,719.21**

Footnotes:

(a) Disaggregate revenue information

Refer Note 37 for disaggregated revenue information. The management determines that the segment information reported is sufficient to meet the disclosure objective with respect to disaggregation of revenue under Ind AS 115 “Revenue from contracts with customers”.

(b) In case of Domestic Sales, payment terms ranges from 60 days to 100 days based on geography and customers. In case of Export Sales, these are either against documents at sight, documents against acceptance or letters of credit - 60 days to 90 days. There is no significant financing component in any transaction with the customers.

(c) The Company does not provide performance warranty for products, therefore there is no liability towards performance warranty.

(d) The Company does not have any remaining performance obligation as contracts entered for sale of goods are for a shorter duration.

Notes to the Financial Statements

for the year ended March 31, 2025

26 OTHER INCOME

(₹ In Lakh)

Particulars		For the Year Ended March 31, 2025	For the Year Ended March 31, 2024
(a)	**Interest Income**		
	Investments in debt instruments measured at fair value through OCI	-	1.32
	Other financial assets carried at amortised cost	177.37	181.85
	Other interest	39.48	14.80
		216.86	**197.97**
(b)	**Dividend Income**		
	Dividends from quoted equity investments measured at fair value through OCI	0.54	0.56
		0.54	**0.56**
(c)	**Other Non-operating Income**		
	Export Benefits	12.63	11.83
	Sale of Scrap	32.07	46.92
	Miscellaneous Income	449.04	35.25
		493.74	**94.01**
	Profit on Sales of Assets	16.06	-
	Share of Profit/(Loss) on Investment in Subsidiary	84.07	-
	Total	**811.28**	**292.54**

27 Cost of Materials Consumed

(₹ In Lakh)

Particulars		For the Year Ended March 31, 2025	For the Year Ended March 31, 2024
(a)	**Raw Materials Consumed**		
	Opening Stock (including goods-in-transit)	5,747.10	5,837.73
	Add : Purchases	42,083.57	39,167.59
		47,830.67	**45,005.32**
	Less: Closing Stock (including goods-in-transit)	3,828.52	5,747.10
		44,002.15	**39,258.22**
(b)	**Packing Materials Consumed**		
	Opening Stock	53.60	48.12
	Add: Purchases		5,578.56
		53.60	**5,627.04**
	Less: Closing Stock	48.75	53.60
		4.86	**5,573.07**
	Total RM/PM Consumption	**44,007.01**	**44,831.29**

Notes to the Financial Statements

for the year ended March 31, 2025

28 Purchase of Stock in Trade

(₹ In Lakh)

Particulars	For the Year Ended March 31, 2025	For the Year Ended March 31, 2024
Purchases of stock-in-trade	1,261.56	623.05
	1,261.56	**623.05**

29 CHANGES IN INVENTORIES OF FINISHED GOODS, STOCK IN TRADE AND WORK IN PROGRESS

(₹ In Lakh)

Particulars		For the Year Ended March 31, 2025	For the Year Ended March 31, 2024
I)	**Finished goods**		
	Opening Stock	3,852.30	3,967.02
	Less :Closing Stock FG	2,952.96	3,852.30
	Total A	**899.34**	**114.72**
II)	**Work in Progress**		
	Opening Stock	1,023.31	1,047.03
	Less: Closing Stock WIP	1,477.13	1,023.31
	Total B	**(453.82)**	**23.72**
	Grand Total (A+B)	**445.52**	**138.44**

30 EMPLOYEES BENEFIT EXPENSES

(₹ In Lakh)

Particulars	For the Year Ended March 31, 2025	For the Year Ended March 31, 2024
Salaries & Wages	3,741.92	3,843.97
Contribution to Provident & other Funds	317.17	395.31
Staff Welfare Expense	376.21	395.11
Employee Stock Option Plan	63.58	115.83
Total	**4,498.89**	**4,750.22**

A. Post-employment benefits

(i) Provident Fund (defined contribution plan)

The company has certain defined contribution plans. Contributions are made to provident fund for employees at the rate of 12% of basic salary as per regulations. The contributions are made to registered provident fund administered by the government. The obligation of the company is limited to the amount contributed and it has no further contractual nor any constructive obligation. The expense recognized during the period towards defined contribution plan are ₹ 235.64 lakhs (PY ₹ 174.36 lakhs).

(ii) Retirement Gratuity (defined benefit plans)

The company provides for gratuity for employees as per the Payment of Gratuity Act, 1972. Employees who are in continuous service for a period of 5 years are eligible for gratuity. The amount of gratuity payable on retirement/

Notes to the Financial Statements

for the year ended March 31, 2025

termination is the employees' last drawn basic salary per month computed proportionately for 15 days salary multiplied by number of years of service. The gratuity plan is a funded plan and the company makes contributions to recognised funds in India. The company maintains a target level of funding to be maintained over a period of time based on estimations of expected gratuity payments.

Aforesaid post-employment benefit plans typically expose the Company to actuarial risks such as: investment risk, interest rate risk, salary risk and longevity risk.

(i) **Investment risk:** The present value of the defined benefit plan liability is calculated using a discount rate determined by reference to government bond yields. If the return on plan asset is below this rate, it will create a plan deficit.

(ii) **Interest risk:** A decrease in the bond interest rate will increase the plan liability. However, this will be partially offset by an increase in the value of plan's debt investments.

(iii) **Salary risk:** The present value of the defined benefit plan liability is calculated by reference to the future salaries of plan participants. As such, an increase in salary of the plan participants will increase the plan's liability.

(iv) **Longevity risk:** The present value of the defined benefit plan liability is calculated by reference to the best estimate of the mortality of plan participants both during and after their employment. An increase in the life expectancy of the plan participants will increase the plan's liability.

Details of defined benefit obligations and plan assets (Gratuity)

The amounts recognised in the balance sheet and the movements in the net defined benefit obligation over the year are as follows :

(₹ In Lakh)

Particulars	For the Year Ended March 31, 2025	For the Year Ended March 31, 2024
Change in defined benefit obligations:		
Obligation at the beginning of the year	490.04	414.40
Current service cost	67.46	54.61
Past Service Cost	-	-
Interest costs	35.33	31.04
Remeasurement (gain)/loss	40.01	13.18
Benefits paid	(107.93)	(23.19)
Obligation at the end of the year	**524.91**	**490.04**

Reconciliation of opening and closing balances of fair value of Plan Assets

(₹ In Lakh)

Particulars	For the Year Ended March 31, 2025	For the Year Ended March 31, 2024
Change in plan assets:		
Fair value of plan assets at the beginning of the year	374.30	342.91
Interest income	26.99	25.68
Return on Plan Assets, Excluding Interest Income	24.34	5.28
Assets Transferred In/(Out) Acquisitions/Dinvestments	(0.53)	-
Employers' contribution	10.28	25.17
Benefits paid	(107.93)	(24.75)
Fair value of plan assets at the end of the year	**327.45**	**374.30**

Notes to the Financial Statements

for the year ended March 31, 2025

Amounts recognised in the balance sheet consist of:

(₹ In Lakh)

Particulars	For the Year Ended March 31, 2025	For the Year Ended March 31, 2024
Present Value of Obligation	524.91	490.04
Fair Value of Plan Assets	(327.45)	(374.30)
	197.45	**115.73**
Recognised as:		
Provision for Gratuity (non-current)	4.31	
Provision for Gratuity (current)	193.14	115.73

Expense/(gain) recognised in the statement of profit and loss consists of:

(₹ In Lakh)

Particulars	For the Year Ended March 31, 2025	For the Year Ended March 31, 2024
Employee benefits expenses:		
Current service cost	67.46	54.61
Past Service Cost		-
Net interest expense	8.34	5.35
	75.80	**59.97**
Other comprehensive income		
Return on Plan Assets, Excluding Interest Income	(24.34)	(5.28)
Actuarial (Gains)/Losses on Obligation For the Period	40.01	13.18
	15.67	**7.90**
Expense/(gain) recognised in the statement of profit and loss	**91.47**	**67.86**

The major categories of plans assets are as follows:

(₹ In Lakh)

Particulars	For the Year Ended March 31, 2025	For the Year Ended March 31, 2024
Asset category		
Insurance fund	327.45	374.30
Total	**327.45**	**374.30**

Key assumptions used in the measurement of retiring gratuity is as below:

(₹ In Lakh)

Particulars	For the Year Ended March 31, 2025	For the Year Ended March 31, 2024
Financial Assumptions:		
Discount Rate	6.89%	7.49%
Rate of escalation in Salary	6.89%	5.50%
Demographic Assumptions:		
Rate of Employee Turnover	3.00%	3.00%
Mortality Rate	Indian Assured Lives Mortality 2012-14 (Urban)	Indian Assured Lives Mortality (2012-14) Ultimate

Notes to the Financial Statements

for the year ended March 31, 2025

Maturity profile of defined benefit obligation

(₹ In Lakh)

Particulars	For the Year Ended March 31, 2025	For the Year Ended March 31, 2024
1st following year	39.20	88.28
2nd following year	35.82	19.07
3rd following year	38.33	33.37
4th following year	26.79	36.65
5th following year	46.18	24.62
Sum of year 6 To 10	170.97	147.81
Sum of years 11 and above	993.73	871.09

Sensitivity analysis for significant assumptions:

(₹ In Lakh)

Particulars	For the Year Ended March 31, 2025	For the Year Ended March 31, 2024
Projected Benefit Obligation on Current Assumptions	524.91	490.03
Delta Effect of +1% Change in Rate of Discounting	(49.83)	(40.96)
Delta Effect of -1% Change in Rate of Discounting	59.82	49.00
Delta Effect of +1% Change in Rate of Salary Increase	60.06	49.36
Delta Effect of -1% Change in Rate of Salary Increase	(50.87)	(41.93)
Delta Effect of +1% Change in Rate of Employee Turnover	5.64	5.74
Delta Effect of -1% Change in Rate of Employee Turnover	(6.84)	(6.95)

Footnotes:

i) The sensitivity analysis have been determined based on reasonably possible changes of the respective assumptions occurring at the end of the reporting period, while holding all other assumptions constant.

ii) The sensitivity analysis presented above may not be representative of the actual change in the projected benefit obligation as it is unlikely that the change in assumptions would occur in isolation of one another as some of the assumptions may be correlated.

iii) Furthermore, in presenting the above sensitivity analysis, the present value of the projected benefit obligation has been calculated using the projected unit credit method at the end of the reporting period, which is the same method as applied in calculating the projected benefit obligation as recognised in the balance sheet.

iv) There was no change in the method and assumptions used in preparing the sensitivity analysis from prior years.

v) The Company is expected to contribute ₹ 193.14 lakhs to defined benefit plan obligations funds for the year ended March 31, 2025

vi) Expected return on assets is determined by multiplying the opening fair value of the plan assets by the expected rate of return determined at the start of the annual reporting period, taking account of expected contributions & expected settlements during the reporting period.

vii) The Weighted Average Duration of the Plan works out to 12 years.

Notes to the Financial Statements

for the year ended March 31, 2025

A. Asset Liability matching strategy:

The money contributed by the Company to the Gratuity fund to finance the liabilities of the plan has to be invested. The trustees of the plan have outsourced the investment management of the fund to an insurance Company. The insurance Company in turn manages these funds as per the mandate provided to them by the trustees and the asset allocation which is within the permissible limits prescribed in the insurance regulations. Due to the restrictions in the type of investments that can be held by the fund, it is not possible to explicitly follow an asset liability matching strategy. There is no compulsion on the part of the Company to fully prefund the liability of the Plan.

B. Other long-term employee benefits

Annual Leave and Sick Leave

The liability towards compensated absences (annual leave and sick leave) for the year ended 31st March, 2025 based on actuarial valuation carried out by using Projected Accrued Benefit Method resulted in increase in liability by ₹ 30.21 lakhs. (FY 2023-24: increased by ₹ 41.41 lakhs).

(a) Financial Assumptions

(₹ In Lakh)

Particulars	For the Year Ended March 31, 2025	For the Year Ended March 31, 2024
Discount Rate	6.89%	7.49%
Salary increases allowing for Price inflation	6.89%	5.50%

(b) Demographic Assumptions

(₹ In Lakh)

Particulars	For the Year Ended March 31, 2025	For the Year Ended March 31, 2024
Mortality	Indian Assured Lives Mortality (2012-14) Ultimate	Indian Assured Lives Mortality (2012-14) Ultimate
Employee Turnover	3.00%	3.00%
Leave Availment Ratio	2.00%	2.00%

31 FINANCE COSTS

(₹ In Lakh)

Particulars	For the Year Ended March 31, 2025	For the Year Ended March 31, 2024
Interest expense:		
(a) on borrowings from banks and others	2,335.84	1,911.37
(b) on lease obligations	4.03	2.79
(c) other financial charges	24.01	23.83
Total	**2,363.88**	**1,937.99**

Notes to the Financial Statements

for the year ended March 31, 2025

Footnotes:

(a) Finance costs incurred on various projects being qualifying assets is capitalised in accordance with Ind AS 23.

(b) On adoption of Ind AS 116 Leases, the Company has recognised Right-of-use assets and created lease obligation representing present value of future minimum lease payments. Unwinding of such obligation is recognised as interest expense.

32 DEPRECIATION & AMORTISATION EXPENSES

(₹ In Lakh)

Particulars	For the Year Ended March 31, 2025	For the Year Ended March 31, 2024
Depreciation on Property, Plant and Equipment	3,557.02	3,376.21
Depreciation on Right-of-use assets	19.03	21.11
Total	**3,576.04**	**3,397.32**

33 Other Expenses

(₹ In Lakh)

Particulars	For the Year Ended March 31, 2025	For the Year Ended March 31, 2024
Consumption of stores and spare parts	307.76	669.53
Consumption of Power & Steam	6,900.54	3,606.59
Freight Octroi & Cartage	679.32	968.76
Repairs & Maintenance- Building	75.69	26.04
Repairs & Maintenance- Plant & Machinery	1,669.77	1,830.78
Insurance Charges	287.10	359.09
Water Charges	191.90	208.00
Effluent Treatment Expenses	1,092.89	1,211.66
Boiler Operating Charges	285.76	440.98
Labour Charges	1,579.88	1,592.31
Loading & Unloading Charges	512.31	677.01
Laboratory charges	33.60	57.98
Loss on sale of asset	15.00	-
Consultancy Charges	334.22	327.92
Auditor's Remuneration	13.87	13.80
Foreign Exchange Loss / (Gain)	(14.09)	(41.60)
Freight & Forwarding Charges	616.80	276.00
Export Expenses	67.87	152.99
Security Charges	137.98	120.08
Provision for Bad and Doubtful Debts	151.11	44.53
Rates and Taxes	274.29	176.15
Corporate Social Responsibility Expenses	85.00	284.78
Director Sitting Fees	8.22	2.61
Miscellaneous Expenses	986.75	416.36
Total	**16,293.55**	**13,422.37**

Notes to the Financial Statements

for the year ended March 31, 2025

Footnotes:

(a) Details of payments to Auditors (excluding GST)

(₹ In Lakh)

Particulars	For the Year Ended March 31, 2025	For the Year Ended March 31, 2024
Payment to Auditors		
- For Statutory Audit	12.50	12.50
- For Other Services - Certification	0.58	0.55
- For Out of Pocket Exps	0.79	0.75
Total payment to auditors	**13.87**	**13.80**

(b) Corporate Social Responsibility

(₹ In Lakh)

Particulars	For the Year Ended March 31, 2025	For the Year Ended March 31, 2024
Gross amount required to be spent by the Company during the year	**147.20**	**255.83**
Amount approved by the Board to be spent during the year		
Construction / acquisition of any asset	-	-
On purposes other than above	84.12	196.01
Total	**84.12**	**196.01**
Amount spent during the year		
Construction / acquisition of any asset	-	-
On purposes other than above	85.00	259.10
Total	**85.00**	**259.10**
Details of ongoing project and other than ongoing project		
In case of Section 135(6) (ongoing project)		
Opening Balance - With Company	-	-
- In Separate CSR Unspent A/c	-	-
Amount required to be spent during the year	-	-
Amount spent during the year - From Company’s bank A/c'	-	-
- From Separate CSR Unspent A/c	-	-
Closing Balance - With Company	-	-
- In Separate CSR Unspent A/c	-	-
In case of Section 135(5) (other than ongoing project)		
Opening Balance	(63.09)	(59.82)
Amount deposited in Specified Fund of Sch. VII within 6 months	-	-
Amount required to be spent during the year	147.20	255.83
Amount spent during the year	85.00	259.10
Closing balance (Excess spent)	(0.88)	(63.09)
Details related to spent / unspent obligations :		
Education and skill Development	21.35	182.78
Medical Grants, Healthca re Facilities	4.00	37.00
Water Manage ment- Conservation	18.04	-
Women Empower ment And Livelihood	41.62	30.00
General Welfare Activities	-	35.00
- Other than ongoing projects	-	-

Notes to the Financial Statements

for the year ended March 31, 2025

34. EARNING PER SHARE (EPS):

(₹ In Lakh)

Particulars	For the Year Ended March 31, 2025	For the Year Ended March 31, 2024
Net Profit available for Equity Shareholders	(299.84)	(304.34)
No. of Equity Shares as per financial statement	28,004,610	27,575,049
Weighted average number of Equity Shares for Basic Earnings Per Share (nos.) (Previous year numbers include Bonus Shares issued during current year)	27,596,208	27,292,680
Weighted average number of Equity Shares for Diluted Earnings Per Share (nos.) (Previous year numbers include Bonus Shares issued during current year)	27,601,920	27,989,158
Basic Earnings Per Share (in ₹)	(1.09)	(1.12)
Diluted Earnings Per Share (in ₹)	(1.09)	(1.09)

Footnotes:

(a) Basic EPS is calculated by dividing profit for the year attributable to equity shareholders of the Company by the weighted average number of Equity shares outstanding during the year.

(b) Diluted EPS amounts are calculated by dividing the profit attributable to equity shareholders of the Company by the weighted average number of Equity shares outstanding during the year plus the weighted average number of Equity shares that would be issued on conversion of all the dilutive potential Equity shares into Equity shares.

(c) Number of Shares for Computation of EPS

(₹ In Lakh)

Particulars	For the Year Ended March 31, 2025	For the Year Ended March 31, 2024
Basic EPS (in Nos)		
Existing number of equity shares	27,575,049	27,153,488
OCPS Conversion		128,891
Bonus Shares	7,778	
ESOPs	13,381	10,301
Weighted average number of Equity Shares	**27,596,208**	**27,292,680**
Diluted Earnings Per Share (in Nos)		
Existing number of equity shares	27,596,208	27,153,488
OCPS (Pending for Conversion to equity)		811,122
ESOP (with effect from 4th August 2022)	5,712	24,548
Weighted average number of Equity Shares	**27,601,920**	**27,989,158**

35 Stock option schemes

i) Terms:

The grant of options to the employees under the stock option schemes is on the basis of their performance and other eligibility criteria. The options are vested over a period of 1 years, subject to the discretion of the management and fulfillment of certain conditions.

Options can be exercised anytime within a period of 2.5 years from the date of vesting and would be settled by way of issue of equity shares.

Notes to the Financial Statements

for the year ended March 31, 2025

(ii) The details of the grants under the aforesaid schemes under various series are summarised below:

(₹ In Lakh)

Particulars	FY 24-25
Grant price - (R)	₹ 10 Per option
Grant dates	13-11-24
Vesting commences on	13-11-25
Options granted and outstanding at the beginning of the year	-
Options lapsed	-
Options granted	15,000.00
Options exercised	-
Options granted and outstanding at the end of the year, of which	15,000.00
Options vested	-
Options yet to vest	15,000.00
Weighted average remaining contractual life of options (in years)	3.00

Expense on Employee Stock Option Schemes debited to the Statement of Profit and Loss during 2024-25 is ₹ 63.59 Lakh (previous year: ₹ 115.83 lakhs), pursuant to the employee stock option schemes . The entire amount pertains to equity-settled employee share-based payment plans.

The fair value of the options granted during the year has been calculated as per the Black-Scholes Option Pricing Model using the following significant assumptions and inputs:

Particulars	FY 24-25
Risk-free interest rate	6.83%
Expected life of options	2.5 years
Expected volatility	0.4035
Expected dividends over the life of the option	-
Share price as on grant date	375.65
Exercise price	10.00
Method used to determine expected volatility	Expected volatility is based on the historical volatility of the Company's share price applicable to the total expected life of each option.

Notes to the Financial Statements

for the year ended March 31, 2025

36 Contingent Liabilities and Commitments (To the extent not provided for)

(a) Contingent Liabilities

(₹ In Lakh)

Particulars	March 31, 2025	March 31, 2024
Claims against the Company not acknowledged as debts		
GST matters	139.98	111.98
Income tax matters	2,963.30	2,875.37
Stamp Duty	199.87	199.87
Bank Guarantees issued against the notices received from Statutory Authorities.	18.78	25.13
Total	**3,321.92**	**3,212.35**

Commitments

(₹ In Lakh)

Particulars	March 31, 2025	March 31, 2024
Estimated amount of contracts remaining to be executed on capital account and not provided for (net of advances)	384.84	524.15
Total	**384.84**	**524.15**

37 Segment Information

The operating segments have been reported in a manner consistent with the internal reporting provided to the Board of Directors, who are the Chief Operating Decision Makers. The board responsible for allocating resources and assessing the performance of operating segments. Accordingly, the reportable segment is only one segment i.e. Chemicals.

(a) Revenue from Type of Product and Services

There is only one operating segment of the Company which is based on nature of product. Hence the revenue from external customers shown under geographical information is representative of revenue based on product and services.

(b) Geographical Information

(₹ In Lakh)

Particulars	March 31, 2025	March 31, 2024
Segment Revenue - External Turnover		
Within India	68,227.09	63,807.17
Outside India	3,649.08	3,912.04
Total	**71,876.18**	**67,719.21**
Non-Current Assets*		
Within India	71,527.84	72,226.52
Outside India	-	-
Total	**71,527.84**	**72,226.52**

* includes property plant and equipment, intangible assets, capital work-in-progress and other non-financial non-current assets.

Notes to the Financial Statements

for the year ended March 31, 2025

(c) Information about major customers

Ind As 108 Segment Reporting Requires Disclosure of its major customers if revenue from transactions with single external customer amounts to 10 per cent or more of company's total revenue. Company's total Revenue of ₹ 71876.18 Lakhs (FY 2023-24: ₹ 67719.21 Lakhs) include sales of ₹ 9315 Lakhs (FY 2023-24: ₹ 10712.09 Lakhs) to two large customers with whom the company is having long standing Relationship.

38 Related Party Transactions

Disclosure on Related Party Transactions as required by Ind AS 24 - Related Party Disclosures is given below:

(a) Subsidiaries (where control exists):

Name of the entity		Country of Incorporation	% of Holding as at 31.03.2025	% of Holding as at 31.03.2024
(i)	Valiant Speciality Chemical Limited	India	100.00%	100.00%
(ii)	Dhanvallabh Ventures LLP	India	73.15%	73.15%
(iii)	Valiant Laboratories limited (Through Dhanvallabh Ventures LLP as a partner. However the Company ceases to be a Subsidiary Company w.e.f October 06,2023)	India	46.84%	46.84%
(iv)	Valiant Advanced Sceinces Private Limited (Through Valiant laboratories limited, Through Dhanvallabh Ventures LLP as a partner.However the Company ceases to be a Subsidiary Company w.e.f October 06,2023)	India	46.84%	46.84%

(b) Key Managerial Personnel:

Name	Designation
Mr. Arvind K. Chheda	Managing Director (Retired w.e.f April 19,2024)
Mr. Sathiababu K. Kallada	Managing Director (w.e.f. May 24, 2024)
Mr. Parimal H. Desai	Managing Director (w.e.f. January 01, 2025)*
Mr. Vishnu J. Sawant	Whole Time Director (Resigned w.e.f., May 31, 2024)
Mr. Mahek M. Chheda	Whole Time Director & Chief Financial Officer
Mr. Nemin M. Savadia	Whole Time Director
Mr. Siddharth D. Shah	Whole Time Director
Mr. Kiritkumar H. Desai	Non-Executive Director
Mr Santosh S. Vora	Non- Executive Director
Mr. Sudhirprakash B. Sawant	Independent Director
Mr Navin C. Shah	Independent Director
Mr. Mulesh M. Savla	Independent Director (Retired w.e.f., April 19, 2025)
Mrs. Sonal A. Vira	Independent Director
Mr. Paras S. Savla	Independent Director (w.e.f. November 13, 2024)
Ms. Avani D. Lakhani	Company Secretary (upto April 15,2024)
Mr. Kaustubh B. Kulkarni	Company Secretary (w.e.f May 24, 2024)*

* Mr. Parimal H. Desai was initially appointed as Non Executive Non Independent Director on May 24, 2024 and subsequently re-designated as Executive Managing Director on Jaunary 01, 2025

Notes to the Financial Statements

for the year ended March 31, 2025

(c) Close family members of Key Managerial Personnel who are under the employment of the Company:

(i) Mr. Mahesh M. Savadia
(ii) Mr. Dinesh S. Shah

(d) Other entities/persons where significant influence exist:

(i) Post employment-benefit plan entity:
- Abhilasha Tex Chem P. Ltd. Gratuity Trust
- Valiant Organics Limited Gratuity Trust
- Amarjyot Chemicals P. Limited Gratuity Trust

(ii) Entities Controlled/Significantly influenced by Directors/ Close Family Members of Directors/ Promotors/ Group of Promotoers

- Aarti Industries Limited
- Aarti Pharmalabs Limited
- Aarti Surfactants Limited
- Aarti Drugs Limited
- Alchemie Speciality Chemicals Pvt. Ltd
- Ganesh Polychem Limited
- Dilesh Logistics India Private Limited
- Shanti Intermediates Pvt. Ltd.
- Dinesh Dyestuff Industries
- Ganesh Polychem Limited

Compensation of key management personnel of the Company:

(₹ In Lakh)

Particulars		March 31, 2025	March 31, 2024
(i)	Short-term employee benefits	156.59	190.33
(ii)	Post-employment benefits	-	
(ii)	Director Sitting fees	8.50	5.93
Total compensation paid to key management personnel		**165.09**	**196.26**

Note:

Provision towards gratuity and leave encashment expenses are determined actuarially for the Company as a whole on an annual basis and accordingly have not been considered in the above information.

Details of transactions with and balances outstanding of subsidiaries:

(₹ In Lakh)

Name of related party	Nature of transaction	March 31, 2025		March 31, 2024	
		Transaction value	Outstanding amount	Transaction value	Outstanding amount
Valiant Speciality Chemical Limited	Equity Investment	-	25.00		25.00
Dhanvallabh Ventures LLP	Investment (Partner's Fix Capital)	-	0.37		0.37
	Investment (Partner's Current Capital)	-	4,950.21		4,866.14
	Share in Gain/(Loss) of Subsidiary	(0.58)	N.A.	(1.43)	N.A.

Notes to the Financial Statements

for the year ended March 31, 2025

(₹ In Lakh)

Name of related party	Nature of transaction	March 31, 2025		March 31, 2024	
		Transaction value	Outstanding amount	Transaction value	Outstanding amount
Valiant Laboratories Limited	Revenue from Sale of Products	5,015.40	(1.00)	11,610.75	2,218.52
	Purchase of Asset	0.59		25.49	-
	Sales of Asset	4.13			
Valiant Advanced Sciences Private Limited	Revenue from Sale of Products	20.61	20.61	-	-

Details of transactions with and balances outstanding of Key Managerial Personnel (KMP) / Close Family Members of Key Managerial Personnel:

(₹ In Lakh)

Name of related party	Nature of transaction	March 31, 2025		March 31, 2024	
		Transaction value	Outstanding amount	Transaction value	Outstanding amount
Mr. Arvind K. Chheda	Remuneration	1.90	-	36.00	-
Mr. PARIMAL DESAI	Remuneration	30.00			-
	Director Sitting fees	0.56			
	Commission	7.42	(7.42)		
Mr.Vishnu Sawant	Remuneration	4.00	-	24.00	
Mr. Mahek M. Chheda	Remuneration	25.44	-	24.00	-
Mr. Paras Savla	Director Sitting fees	0.20	-	-	-
Mr. Sathiababu Krishnan Kallada	Remuneration	34.98	-	33.00	-
	ESOP	46.03	-	50.45	
Mr. Sudhirprakash Baburao Sawant	Director Sitting fees	1.29	-	0.75	
Mr. Velji K. Gogri	Director Sitting fees			0.38	-
Mr. Mulesh M. Savla	Director Sitting fees	2.15	-	1.50	-
Mrs. Sonal Vira	Director Sitting fees	1.27	-	0.60	-
Mr. Kirit H. Desai	Director Sitting fees	0.60	-	0.60	-
	ESOP	47.91	-	50.45	
Mr Santosh Shantilal Vora	Director Sitting fees	0.76	-	0.75	-
Mr Navin Chapshi Shah	Director Sitting fees	1.87	-	1.35	-
Mr. Kaustubh Kulkarni(CS)	Remuneration	12.06	(0.91)	11.92	-
Mr. Siddharth D. Shah	Remuneration	25.22	-	23.78	1.39
Mr. Nemin M. Savadia	Remuneration	22.79	-	21.43	1.15
Mr. Mahesh M. Savadia	Professional Fees	14.74	(1.10)	14.73	1.10
Mr. Dinesh S. Shah	Professional Fees	15.00	(1.13)	15.00	1.13
Mr. Pankaj S. Shah	Remuneration	-	-	16.20	1.35

Notes to the Financial Statements

for the year ended March 31, 2025

Details of transactions with and balances outstanding of Entities Controlled/Significantly influenced by Directors/ Close Family Members of Directors/ Promotors/ Group of Promotoers:

(₹ In Lakh)

Name of related party	Nature of transaction	March 31, 2025		March 31, 2024	
		Transaction value	Outstanding amount	Transaction value	Outstanding amount
Valiant Organics Limited Gratuity Trust	Contribution to the Gratuity Funds	10.28	327.45	30.30	374.30
Shanti Intermediates Pvt. Ltd.	Revenue from Sale of Products	319.35	31.62	338.52	36.93
Dinesh Dyestuff Industries	Rent Paid	8.48	-	8.48	-
	Purchase of Goods	162.40	(95.77)	13.28	(3.30)
Alchemie Speciality Chemicals Pvt. Ltd.	Purchase of Goods	14.89	-	17.38	(264.32)
Alchemie Speciality Chemicals Pvt. Ltd.	Rent Received	14.16	-	14.16	-
Alchemie Speciality Chemicals Pvt. Ltd.	Interest Receivables	209.74	-	170.27	170.27
Alchemie Speciality Chemicals Pvt. Ltd.	Revenue from Sale of Products	2,907.54	2,099.21	1,602.82	2,095.27
Aarti Industries Limited	Revenue from Sale of Products	11,501.86	-	7,917.49	6,469.94
Aarti Industries Limited	Sale of Asset	57.58	-	875.00	-
Aarti Industries Limited	Interest Payable	820.00	-	390.00	(390.00)
Aarti Industries Limited	Purchase of Goods	29,524.94	(11,661.51)	24,773.03	(19,122.03)
Aarti Drugs Limited	Revenue from Sale of Products	1,893.41	243.84	1,883.41	320.76
Aarti Pharmalabs Limited	Revenue from Sale of Products	6,519.01	-	3,299.55	3,523.59
Aarti Pharmalabs Limited	Purchase of Goods	2,002.67	(289.44)	1,938.78	(3,210.69)
Aarti Pharmalabs Limited	Sale of fixed assets	56.05	-		
Aarti Pharmalabs Limited	Purchase of fixed assets	3.05	-		
Ganesh Polychem Limited	Purchase of Goods	1,038.97	(139.66)	943.83	(91.27)
Dilesh Logistics India Private Limited	Purchase of Goods	105.74	-	64.11	(22.08)
Aarti Surfactants Limited	Purchase of fixed assets	3.00	-		
Alchemie Finchem Private Limited (Alchemie Laboratories)	Revenue from Sale of Products	43.99	8.98		

Notes to the Financial Statements

for the year ended March 31, 2025

39 Financial Instruments - Accounting Classification and Fair values

Disclosure pursuant to Ind AS 107 “Financial Instruments: Disclosures”

Category-wise classification for applicable financial assets:

(₹ in Lakhs)

Particulars	Current/ Non-Current	As at 31st March'2025				As at 31st March'2024			
		Carrying Amount	Fair Value			Carrying Amount	Fair Value		
			Level 1	Level 2	Level 3		Level 1	Level 2	Level 3
Financial Assets									
Financial assets measured at cost									
Investment in Subsidiaries	Non-Current	4,975.58	N.A	N.A	N.A	4,891.51	N.A	N.A	N.A
Financial assets measured at amortised cost									
Security Deposits	Non-Current	567.99	N.A	N.A	N.A	540.78	N.A	N.A	N.A
Trade Receivables	Current	17,422.81	N.A	N.A	N.A	20,936.22	N.A	N.A	N.A
Cash on hand	Current	3.30	N.A	N.A	N.A	4.58	N.A	N.A	N.A
Balance with Banks	Current	703.19	N.A	N.A	N.A	316.75	N.A	N.A	N.A
Other Fixed Deposits	Current	36.87	N.A	N.A	N.A	35.88	N.A	N.A	N.A
Security Deposits	Current	-	N.A	N.A	N.A	-	N.A	N.A	N.A
Loans to employees	Current	56.96	N.A	N.A	N.A	62.32	N.A	N.A	N.A
Interest Receivable	Current	42.51	N.A	N.A	N.A	12.27	N.A	N.A	N.A
Other Receivables	Current	507.49	N.A	N.A	N.A	281.08	N.A	N.A	N.A
		24,316.69				**27,081.40**	**-**	**-**	**-**
Financial assets measured at fair value through other comprehensive income (FVTOCI)									
Investments in Equity Shares and Preference Shares	Non-Current	432.30	173.42	217.38	41.50	525.45	232.29	253.00	40.16
Investments in Equity Shares	Current	-	-	-	-			-	-
		432.30	**173.42**	**217.38**	**41.50**	**525.45**	**232.29**	**253.00**	**40.16**
Total Financial Assets		**24,748.99**	**173.42**	**217.38**	**41.50**	**27,606.85**	**232.29**	**253.00**	**40.16**
Financial Liabilities									
Financial liabilities measured at amortised cost									
Long term borrowings - Term Loans from Banks	Non-Current	5,069.10	N.A	N.A	N.A	7,416.10	N.A	N.A	N.A
Long-term maturities of lease obligations	Non-Current	13.05	N.A	N.A	N.A	32.40	N.A	N.A	N.A
Creditors for Capital Goods	Non-Current	140.89	N.A	N.A	N.A	157.70	N.A	N.A	N.A
Short term borrowings - Working capital loans from Banks	Current	16,066.59	N.A	N.A	N.A	14,103.48	N.A	N.A	N.A
Trade Payables									
- Due to Micro, Small and Medium Enterprises	Current	783.97	N.A	N.A	N.A	465.12	N.A	N.A	N.A
- Due to Others	Current	13,817.93	N.A	N.A	N.A	20,279.39	N.A	N.A	N.A
Creditors for Capital Goods	Current	106.90	N.A	N.A	N.A	915.96	N.A	N.A	N.A
Unclaimed Dividends	Current	3.92	N.A	N.A	N.A	3.92	N.A	N.A	N.A
Current maturities of finance lease obligations	Current	19.35	N.A	N.A	N.A	22.65	N.A	N.A	N.A
Other Current Liabilities	Current	1,450.56	N.A	N.A	N.A	653.65	N.A	N.A	N.A
Total Financial Liabilities		37,472.26	-	-	-	44,050.38	-	-	-

Fair value hierarchy

Level 1 : Hierarchy includes financial instruments measured using quoted prices. This includes listed equity instruments and mutual funds that have quoted price. The mutual funds are valued using the closing NAV.

Level 2 : The fair value of financial instruments that are not traded in an active market is determined using valuation techniques which maximise the use of observable market data and rely as little as possible on entity-specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2.

Level 3 : If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3. This is the case for unlisted equity securities, listed redeemable preference shares for which sufficient observable market data was not available during the year, etc. included in level 3.

This section explains the judgements and estimates made in determining the fair values of the financial instruments that are (a) recognised and measured at fair value and (b) measured at amortised cost and for which fair values are disclosed in the financial statements. To provide an indication about the reliability of the inputs used in determining fair value, the group has classified its financial instruments into the three levels prescribed under the accounting standard. An explanation of each level followed is given in the table above.

40 Financial risk management objectives and policies

The Company's Board of Directors has overall responsibility for the establishment and oversight of the Company's Risk Management framework. The Board 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 financial assets comprise mainly of investments, cash and cash equivalents, other balances with banks, trade receivables and other receivables and financial liabilities comprise mainly of borrowings, trade payables and other payables.

The Company's activities expose it to market risk, liquidity risk and credit risk. The Company's overall risk management focuses on the unpredictability of financial markets and seeks to minimise potential adverse effects on the financial performance of the Company. The Company uses derivative financial instruments, such as cross currency swaps and interest rate swaps to hedge foreign currency risk and interest rate risk exposure . Derivatives are used exclusively for hedging purposes and not as trading or speculative instruments.

A. Market Risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risks: interest rate risk, currency risk and other price risk. Financial instruments affected by market risk include borrowings, investments, trade payables, trade receivables and derivative financial instruments.

(i) Interest rate risk

Interest rate risk is the risk that the fair value of future cash flows of the financial instruments will fluctuate due to changes in market interest rates. Company's interest rate risk arises from borrowings.

The following table demonstrates the sensitivity on the Company's profit before tax, to a reasonably possible change in interest rates of variable rate borrowings on that portion of loans and borrowings affected, with all other variables held constant:

Notes to the Financial Statements

for the year ended March 31, 2025

Interest Rate Sensitivity

A change of 50 bps in interest rates would have following impact on Profit before Tax

(₹ In Lakh)

Particulars	March 31, 2025	March 31, 2024
50 BPS increase would (decrease) the Profit before Tax by	83.46	85.10
50 BPS decrease would increase the Profit before Tax by	(83.46)	(85.10)

(ii) Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. The Company transacts in several currencies and consequently the Company is exposed to foreign exchange risk through its sales outside India, and purchases from overseas suppliers in various foreign currencies. The company also has borrowings in foregin currency. The exchange rate between the Indian rupee and foreign currencies has changed substantially in recent years and may fluctuate substantially in the future. Consequently, the results of the Company's operations are affected as the rupee appreciates / depreciates against these currencies. Foreign currency exchange rate exposure is partly balanced by purchase of raw materials and services in the respective currencies.

As at the end of the reporting period, the carrying amounts of the material foreign currency denominated monetary assets and liabilities are as follows:

(₹ In Lakh)

Particulars	As at March 2025		As at March 2024	
	Amount in foreign currency - USD	Amount in Rupees- INR	Amount in foreign currency - USD	Amount in Rupees- INR
Liabilities				
United States Dollar (USD)	(50.14)	(4,291.08)	(82.34)	(6,865.05)
	(50.14)	**(4,291.08)**	**(82.34)**	**(6,865.05)**
Assets				
United States Dollar (USD)	15.65	1,339.12	8.42	702.27
CNY	-	-		
	15.65	**1,339.12**	**8.42**	**702.27**
Net foreign currency denominated monetory liability/(asset) (total)				
United States Dollar (USD)	(34.49)	(2,951.96)	(73.92)	(6,162.79)
CNY	-	-		
Foreign exchange derivatives				
USD (Hedged) - Currency swaps against foreign currency borrowings	(51.93)	(4,444.44)	(73.66)	(6,141.26)
Net foreign currency denominated monetory liability/(asset) (unhedged)				
United States Dollar (USD)	17.44	1,492.49	(0.26)	(21.53)

Notes to the Financial Statements

for the year ended March 31, 2025

Foreign Currency Risk Sensitivity

The following tables demonstrate foreign currency sensitivity on unhedged exposure (1% increase / decrease in foreign exchange rates will have the following impact on profit before tax).

(₹ In Lakh)

Particulars	As at March 2025		As at March 2024	
	+ 100 BPS	- 100 BPS	+ 100 BPS	- 100 BPS
United States Dollar (USD)	14.92	(14.92)	(0.22)	0.22

(iii) Equity Price Risk

The Company's investments in listed equity securities are susceptible to market price risk arising from uncertainties about future values of the investment securities. The Company's Board of Directors reviews and approves all equity investment decisions.

The following table summarises the sensitivity to change in the price of equity securities held by the Company on the Company's Equity and OCI. These changes would not have an effect on profit or loss.

(₹ In Lakh)

Particulars	Impact on other components of equity (OCI)	
	As at 31st March 2025	As at 31st March 2024
5% increase	8.67	11.61
5% decrease	(8.67)	(11.61)

B. Credit risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk from its operating activities, primarily for trade receivables and deposits with banks and other financial assets. The Company ensures that sales of products are made to customers with appropriate creditworthiness. Outstanding customer receivables are regularly monitored by the management. An impairment analysis is performed at each reporting date on an individual basis for major customers. Credit risk on cash and cash equivalents is limited as the Company generally invest in deposits with banks.

Refer footnotes (c) and (d) below note no. 11 for ageing of trade receivables and movement in credit loss allowance.

C. Liquidity Risk

Liquidity risk is the risk that the Company may not be able to meet its financial obligations without incurring unacceptable losses. The objective of liquidity risk management is to maintain sufficient liquidity and ensure that funds are available for use as per requirements. The Company has obtained fund and non-fund based working capital lines from various banks. Furthermore, the Company have access to undrawn lines of committed borrowing/facilities. The Company invests its surplus funds in bank fixed deposits and in mutual funds, which carry no or low market risk. The company consistently generates sufficient cash flows from operations or from cash and cash equivalents to meet its financial obligations including lease liabilities as and when they fall due.

Notes to the Financial Statements

for the year ended March 31, 2025

(i) Financing arrangements

(₹ In Lakh)

Particulars	March 31, 2025	March 31, 2024
Secured borrowing facilities		
- Amount used	21,136.00	27,391.19
- Amount unused	14,699.00	12,283.81
Total	**35,835.00**	**39,675.00**

(ii) Maturity profile of financial liabilities

(₹ In Lakh)

Particulars	Less than 1 year	Between 1 to 5 years	Over 5 years
As on 31st March, 2025			
Borrowings	16,066.59	3,957.99	1,111.11
Lease Liabilities	19.35	13.05	-
Trade Payables	14,601.90	-	-
Other Financial Liabilities	1,561.37	-	-
	32,249.22	**3,971.04**	**1,111.11**
As on 31st March, 2024			
Borrowings	14,103.48	6,292.28	1,111.11
Lease Liabilities	22.65	32.40	-
Trade Payables	20,744.51	-	-
Other Financial Liabilities	1,573.54	-	-
	36,444.18	**6,324.69**	**1,111.11**

D. Capital Management

For the purpose of the Company's capital management, capital includes issued equity capital, and all other equity reserves attributable to the equity shareholders. The primary objective of the Company's capital management is to maximise the shareholder value, safeguard business continuity and support the growth of the Company. The Company manages its capital structure and makes suitable adjustments in light of changes in economic conditions.

(₹ In Lakh)

Particulars	March 31, 2025	March 31, 2024
Borrowings - Current and Non-Current	21,135.69	21,519.58
Long-term maturities of Lease obligations	13.05	32.40
Current maturities of Lease obligations	19.35	22.65
Less: cash and cash equivalent	(706.48)	(321.34)
Less: other balances with banks	(36.87)	(35.88)
Less: current investments	-	-
Net Debts	**20,424.74**	**21,217.41**
Total Equity	66,161.36	66,487.90
% Net debt to equity ratio	**30.87%**	**31.91%**

Notes to the Financial Statements

for the year ended March 31, 2025

41 Additional regulatory information required by schedule III to the Companies Act, 2013

(a) The Company does not have any benami property held in its name. No proceedings have been initiated on or are pending against the Company for holding benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and Rules made thereunder.

(b) The Company does not have any transactions or relationships with any companies struck off under Section 248 of the Companies Act, 2013 or Section 560 of the Companies Act, 1956.

(c) The Company has complied with the requirement with respect to number of layers as prescribed under section 2(87) of the Companies Act, 2013 read with the Companies (Restriction on number of layers) Rules, 2017.

(d) **Utilisation of borrowed funds and share premium:**

(i) The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:

- 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.

(ii) The Company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:

- directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or
- provide any guarantee, security or the like on behalf of the ultimate beneficiaries.

(e) There is no income surrendered or disclosed as income during the year in tax assessments under the Income Tax Act, 1961 (such as search or survey), that has not been recorded in the books of account.

(f) The Company has not traded or invested in crypto currency or virtual currency during the year.

(g) The Company has not given any Loan or Advance in the nature of the loan to the Promoter or Directors.

42 Ratio Analysis

Sr. No.	Ratio	Numerator	Denominator	As at 31st March 2025	As at 31st March 2024	% Change
1	Current ratio	Current Assets	Current Liabilities = Total current liabilities - Current maturities of non-current borrowings and lease obligations	0.99	1.07	-7.45%
2	Net Debt-Equity ratio	Net debt = Non-current borrowings + Current borrowings + Non-current and current lease liabilities - Current investments - Cash and cash equivalents - Other balances with banks (including non-current earmarked balances)	Equity [Equity = Equity share capital + Other equity]	0.31	0.32	-3.34%

Notes to the Financial Statements

for the year ended March 31, 2025

Sr. No.	Ratio	Numerator	Denominator	As at 31st March 2025	As at 31st March 2024	% Change
3	Debt Service Coverage ratio	Earnings before interest, tax, Depreciation & Amortisation	Total debt service [Total debt service = Finance Cost + Long Term Borrowings + Current Portion of Long Term Borrowings + Lease Liabilities]	0.64	0.33	94.93%
4	Return on Equity ratio	Profit after tax	Average total equity [Equity = Equity share capital + Other equity]	-0.45%	-0.46%	-1.72%
5	Inventory Turnover ratio	Cost of goods sold	Average Inventory	4.50	4.00	12.48%
6	Trade Receivable Turnover ratio	Revenue from Sale of Products and Services	Average Trade Receivable	3.75	3.22	16.38%
7	Trade Payable Turnover ratio	Adjusted Expenses [Adjusted Expenses = Total Expenses - Finance Cost - Depreciation and Amortisation Expense – Employee Benefit Expenses – Other expenses with respect to Rates & Taxes, Provision for Doubtful Debts, Sundry Balances Written-off, CSR and Foreign Exchange Gain/Loss]	Average Trade Payables	3.48	3.16	10.14%
8	Net Capital Turnover ratio	Revenue from Operations	Average Working capital = Current assets – Current liabilities	(41.69)	248.48	-116.78%
9	Net Profit ratio	Profit after tax	Revenue from operations	-0.42%	-0.45%	-7.30%
10	Return on Capital Employed	Earnings before interest and tax	Average Capital Employed [Capital Employed = Total Assets - Current Liabilities]	3.42%	1.11%	208.29%
11	Return on Investment	Income generated from Investments	Average Investments	-0.18%	1.25%	-114.59%

Independent Auditor's Report

To the Members of
Valiant Organics Limited

Report on the Audit of the Consolidated Financial Statements

Opinion

We have audited the accompanying Consolidated financial statements of Valiant Organics Limited (the "Holding Company") and its subsidiaries (Holding Company and its subsidiaries together referred to as "the Group"), which comprise Consolidated Balance Sheet as at 31 March 2025, the Consolidated Statement of Profit and Loss (including the statement on Other Comprehensive Income), the Consolidated Statement of Changes in Equity and the Consolidated Cash Flow Statement for the year ended on that date and notes to the consolidated financial statements (including summary of the material accounting policies and other explanatory information (hereinafter referred to as the "consolidated financial statements").

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

Basis for Opinion

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

Key Audit Matters

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

Sr. No.	Key Audit Matter	Auditor's Response
1	**Direct and Indirect Tax receivables and contingent liabilities pertaining to tax matters under dispute.** The Group has reflected ₹ 139.98 lakhs as GST matters as on 31 March 2025 (₹ 111.98 lakhs as on 31 March 2024). Further, the Company is reflecting demand from Income Tax Department disputed in appeal to the tune of ₹ 2,963.30 lakhs on 31 March 2025 (₹ 2,875.37 lakhs as on 31 March 2024).	**Principle audit procedures, performed by us -** We have carried out the validation of the information provided by the management by performing the following procedures: a) Evaluating the reasonableness of the underlying assumptions. b) Examining the relevant orders and supporting documents on record.

Sr. No.	Key Audit Matter	Auditor's Response
	Contingent liabilities as defined in Ind AS 37 require assessment of probable outcomes and cash flows. The identification and quantification of contingent liabilities require estimation and judgement by the management. The ultimate recoverability of receivables is based on outcome of those proceedings and require inputs from subject specialists, management judgement and therefore required significant audit attention. Refer note no. 37: contingent liabilities not provided for to the consolidated financial statements.	c) Relying on relevant external evidence available including applicable judicial pronouncements and industry practices. d) Getting representations from the management wherever necessary. e) We have relied upon the auditors' report of subsidiary companies for contingent liabilities.
2	**Additional Working Capital Demand Loans** The Group has obtained additional working capital demand loans from a bank to support its operating cycle and liquidity requirements. These loans form a significant portion of the Company's short-term borrowings as at 31st March 2025 – ₹ 12,684.65 Lakhs (₹ 9,385.17 Lakhs as on 31st March 2024) The accounting for such borrowings involves assessment of terms of the loan agreements, compliance with covenants, correct classification between current and non-current liabilities, and appropriate presentation and disclosures in accordance with the requirements of Ind AS 1 (Presentation of Financial Statements), Ind AS 107 (Financial Instruments: Disclosures), and Schedule III of the Companies Act, 2013.	**Principle audit procedures, performed by us -** We have carried out the validation of the information provided by the management by performing the following procedures: a) Understanding the internal controls relating to obtaining and accounting for working capital demand loans. b) Obtaining the sanction letter to verify the limits and conditions thereon. c) Verifying the classification of borrowings between current and non- current based on repayment terms and management's intent, in accordance with Ind AS 1. d) Verified the accounting of interest payment /provision.
3	Accuracy, Completeness, and disclosure with reference to Ind AS-16 of Property, Plant and Equipment. The carrying value of property, plant and equipment (including capital work in progress) as on 31 March 2025 of ₹ 64,373.91 Lakhs (as on 31 March 2024 of ₹ 62,971.38 Lakhs) Cost Recognition of Property, Plant and Equipment as specified in IndAS 16 is based on completion of asset construction activities and management assessment and judgement that the asset is capable of operating in the manner intended The asset capitalisation is the outcome of various procurements, approvals from operations experts in the Company and judgements by the management and therefore, required significant audit attention. Refer Note 4: Property, Plant and Equipment in Notes to the consolidated financial statements.	Our audit procedures, amongst others, include the following – f) Obtaining an understanding of operating effectiveness of management's internal control over capital expenditure. g) We assessed Company's process regarding maintenance of records, valuation and accounting of transactions pertaining to Property, Plant and Equipment with reference to Indian Accounting Standard 16: Property, Plant and Equipment. h) We have reviewed management judgment pertaining to estimation of useful life and depreciation of the Property, Plant and Equipment. i) We have relied upon the observations of internal auditors of physical verification of Property, Plant and Equipment. j) We have verified obtained certificates for capitalisation from the Project heads. k) Ensuring adequacy of disclosures in the consolidated financial statements. l) We have relied upon management assessment about capex project being ready for its intended use and hence capitalisation of the same

Information Other than the Consolidated Financial Statements and Auditor's Report thereon

The Holding Company's Board of directors is responsible for the preparation of the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Business Responsibility and Sustainability Report, Corporate Governance and Shareholder's Information, but does not include the consolidated financial statements and our auditor's report thereon.

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

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information to the extent made available for our verification as on date of this report and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements, or our knowledge obtained during our audit or otherwise appears to be materially misstated.

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

Responsibilities of the Management and Those Charged with Governance for the Consolidated Financial Statements

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

In preparing the consolidated financial statements, the respective Board of Directors of the companies included in the Group are responsible for assessing the ability of the Group to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

The Board of directors of the companies included in the Group are also responsible for overseeing the Company's financial reporting process.

Auditors' 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 scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the Consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal financial control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls with reference to consolidated 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.

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Group to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

We communicate with those charged with governance 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 Matters

I. <u>Financial Results of entities not audited by us.</u>

We did not audit the financial statements / financial information of one of the subsidiaries, whose financial statements / financial information reflect total assets of ₹ 7,448.02 lakhs as at 31 March 2025, and total revenues of ₹ 135.74 Lakhs and total net profit after tax of ₹ 114.93 Lakhs and cash outflow (net) of ₹ 0.27 Lakhs for the year ended 31 March 2025 as considered in the consolidated financial statements. These financial statements / financial information have been audited by other auditors 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 this subsidiary and our report in terms of Sub-Sections (3) and (11) of Section 143 of the Act, in so far as it relates to the aforesaid subsidiary, is based solely on the reports of the other auditors.

The audited consolidated financial results also include the Group's share of loss of ₹ ₹ 75.42 lakhs for year ended 31 March 2025, as considered in the consolidated financial results, in respect of one indirect associate (including its wholly owned subsidiary), based on their annual financial statements which have been audited by their respective auditors whose audit 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 this entity is based solely on the report of such auditors.

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 matters with respect to our reliance on the work done and the reports of the other auditors and the financial statements/financial information certified by the Management.

Our opinion is not modified in respect of the above matters.

Report on Other Legal and Regulatory Requirements

1. As required by Section 143(3) of the Act, based on our audit we report that:

   a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid Consolidated Financial Statements.

   b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid Consolidated Financial statements have been kept so far as it appears from our examination of those books and the reports of the other auditors.

   c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss including Other Comprehensive Income, Statement of Changes in Equity and the Consolidated Statement of Cash Flows dealt with by this Report are in agreement with respective underlying books of accounts of holding company and its subsidiaries maintained for the purpose of preparation of the consolidated financial statements 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 read with Rule 7 of the Companies (Accounts) Rules, 2014.

   e) On the basis of the written representations received from the directors of the Holding Company as on 31 March 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 is disqualified as on 31 March 2025 from being appointed as a director in terms of Section 164(2) of the Act.

   f) With respect to the adequacy of the internal financial controls with reference to Consolidated Financial Statements of the Group and the operating effectiveness of such controls, refer to our separate Report in “Annexure A”.

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

      i. The Consolidated Financial Statements disclose the impact of pending litigations on its consolidated financial position of the Group – Refer note 37 to the consolidated financial statements.

      ii. The Group did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.

      iii. There has been no delay in transferring amounts, required to be transferred, to the Investor, Education and Protection Fund by the Holding Company and its subsidiary companies.

      iv. (a) The Management of the Holding Company and its subsidiaries which are companies incorporated in India, whose Financial Statements have been audited under the Act, have represented that, to the best of its knowledge and belief, other than disclosed in note no 42(d)(i) 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 to or in any other person or entity, including foreign entity (“Intermediaries”), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Holding Company (“Ultimate Beneficiaries”) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

      (b) The respective Management of the Holding Company and its subsidiaries which are companies incorporated in India, whose Financial Statements have been audited under the Act, have represented, that, to the best of its knowledge and belief, other than disclosed in note no 42(d)(ii) to the consolidated financial statements, no funds have been received by the Holding Company from any person or entity, including foreign entity ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Holding Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(c) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances performed by us on the Holding Company and its subsidiaries which are companies incorporated in India, whose Financial Statements have been audited under the Act, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.

v. As stated in note no 16 to the consolidated financial statements, the holding company and its subsidiary company has not proposed any interim or final dividend; hence Section 123 of the Act, is not applicable in this regard.

vi. Reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014, and proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 is applicable from 1st April 2023.

Based on our examination, which included test checks, the Company and its subsidiary have used accounting software for maintaining its books of account, which includes a feature for recording an audit trail (edit log). The Company and its subsidiary have maintained audit trails at the transaction and application levels; however, the audit trail at the database level has not been enabled. The audit trail feature was operational throughout the year at the aforementioned levels and, prima facie, does not appear to have been tampered with during the year.

Further, the Company has preserved the audit trail (edit logs) for the previous year at transaction and application level, except for the database level.

In case of indirect associate of the Company, based on the audit report of respective auditors, it has used accounting software for maintaining its books of account which has the features of edit log facility and the same has operated throughout the year. The auditors have not come across any instances of tampering and the audit trail has been preserved as per statutory requirements.

2. With respect to the matters specified in paragraphs 3(xxi) and 4 of the Companies (Auditor's Report) Order, 2020 (the "Order"/"CARO") issued by the Central Government in terms of Section 143(11) of the Act, to be included in the Auditor's report, according to the information and explanations given to us, and based on the CARO reports issued by us for the Holding Company and its subsidiaries included in the consolidated financial statements, to which reporting under CARO is applicable, we report that there are no qualifications or adverse remarks in these CARO reports.

For **Gokhale & Sathe,**
Chartered Accountants,
Firm Registration No.: - 103264W

Ravindra More
Partner
ICAI Membership No. 153666
UDIN: - 25153666BMLYIP1597

Date: - 22 May 2025
Place: - Mumbai

ANNEXURE ‘A’ TO THE INDEPENDENT AUDITOR’S REPORT

(Referred to in paragraph 1(f) under ‘Report on Other Legal and Regulatory Requirements’ section of our report to the Members of Valiant Organics Limited of even date)

Report on the Internal Financial Controls under Clause (i) of subsection 3 of Section 143 of the Companies Act, 2013 (the “Act”)

Opinion

We have audited internal financial controls with reference to consolidated financial statements of Valiant Organics Limited (hereinafter referred to as “the Holding Company”) and its subsidiaries (together referred to as “the Group”) as of 31 March 2025 in conjunction with our audit of the consolidated financial statements of the Group for the year ended on that date.

In our opinion, to the best of our information and according to the explanations given to us and based on the consideration of reports of other auditors, as referred to in the Other Matters paragraph, the Holding Company and its subsidiaries, which are incorporated in India, have, in all material respects, an adequate internal financial and such internal financial controls with reference to consolidated financial statements were operating effectively as at 31 March 2025, based on the internal control over financial reporting criteria established by the Holding 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.

Managements’ Responsibility for Internal Financial Controls

The respective Board of Directors of the Holding Company and its subsidiaries are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Holding 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 “ICAI”). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to Holding Company’s policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditors’ Responsibility

Our responsibility is to express an opinion on the Holding Company’s internal financial controls with reference to consolidated financial statements based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the “Guidance Note”) issued by the ICAI and the Standards on Auditing prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to consolidated financial statements was established and maintained and if such controls operated effectively in all material respects.

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

We believe that the audit evidence obtained by us and other auditors in terms of their reports referred to in the Other Matters paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the Company’s internal financial controls with reference to consolidated financial statements.

Meaning of Internal Financial Controls with reference to Consolidated Financial Statements

A company’s internal financial control with reference to consolidated financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of consolidated financial statements for external purposes in accordance with generally accepted accounting principles. A company’s internal financial control with reference to consolidated financial statements includes those policies and procedures that

1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company;
2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of consolidated financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with 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 Group's assets that could have a material effect on the consolidated financial statements.

Inherent Limitations of Internal Financial Controls with reference to Consolidated Financial Statements

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

Other Matters

Our aforesaid reports under Section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls with reference to financial statements in so far as it relates to the subsidiary entities incorporated in India, to the extent applicable and an associate company, is based on the corresponding report of the auditor of such companies. Our opinion is not modified in respect of this matter.

Our opinion is not modified in respect of this matter.

For **Gokhale & Sathe,**
Chartered Accountants,
Firm Registration No.: - 103264W

Ravindra More
Partner
ICAI Membership No. 153666
UDIN: - 25153666BMLYIP1597

Date: - 22 May 2025
Place: - Mumbai

Consolidated Balance Sheet

as at March 31, 2025

(₹ in Lakhs)

Particulars	Note No	As at 31st March 2025	As at 31st March 2024
ASSETS			
(1) NON-CURRENT ASSETS			
(a) Property, Plant and Equipments	4	64,373.91	62,971.38
(b) Capital Work In Progress	4	6,569.71	8,613.89
(c) Right of Use Assets	5	30.01	53.40
(d) Other Intangible assets	6	45.45	23.75
(e) Goodwill on consolidation		1,232.76	1,232.76
(f) Financial Assets			
(i) Investments	7	9,358.32	9,529.66
(ii) Other Financial Assets	8A	567.99	540.78
(g) Other non-current assets	9A	508.77	564.10
Total Non-Current Assets		**82,686.89**	**83,529.73**
(2) CURRENT ASSETS			
(a) Inventories	10	8,897.12	11,423.24
(b) Financial Assets			
(i) Investments	7B	-	330.00
(ii) Trade receivables	11	17,688.63	20,936.22
(iii) Cash and Cash equivalents	12	709.68	343.94
(iv) Bank Balances Other than (iii) above	13	54.87	35.88
(v) Loans	14	4,918.57	4,923.93
(vi) Other Financial Assets	8B	550.71	293.35
(c) Current Tax Assets (Net)	15	1,213.30	1,269.14
(d) Other current assets	9B	1,573.10	1,711.05
Total Current Assets		**35,605.98**	**41,266.75**
TOTAL ASSETS		**118,292.88**	**124,796.48**
EQUITY AND LIABILITIES			
EQUITY			
(a) Equity Share Capital	16B	2,800.46	2,757.50
(b) Other Equity	17	69,725.80	70,171.76
(c) Non Controlling Interest(NCI)	18	0.13	0.13
Total Equity		**72,526.39**	**72,929.40**
LIABILITIES			
(1) NON-CURRENT LIABILITIES			
(a) Financial Liabilities			
(i) Borrowing	19A	5,069.10	7,416.10
(ii) Lease Liabilities	20A	13.05	32.40
(iii) Other Financial Liabilities	20C	140.89	157.70
(b) Provisions	21A	220.88	185.99
(c) Deferred Tax Liabilities	22	3,439.32	2,915.94
Total non-current liabilities		**8,883.24**	**10,708.13**
(2) CURRENT LIABILITIES			
(a) Financial Liabilities			
(i) Borrowings	19B	19,776.75	18,230.24
(ii) Lease Liabilities	20B	19.35	22.65
(iii) Trade Payables	23		
(A) Total Outstanding dues of micro enterprises and Small enterprises		783.97	465.12
(B) Total Outstanding dues of creditor other than micro enterprises and Small enterprises		14,084.07	20,279.39
(iv) Other financial Liabilities	24	1,581.33	1,573.88
(b) Other current liabilities	25	168.46	219.83
(c) Provisions	21B	469.31	367.82
(d) Current Tax Liabilities (Net)			
Total Current Liabilities		**36,883.24**	**41,158.93**
TOTAL EQUITY AND LIABILITIES		**118,292.88**	**124,796.46**

Notes forming part of the financial statements [Note No. 1 - 44]

The accompanying notes are an integral part of the Ind AS financial statements. Previous year figures have been recasted/restated wherever necessary.

For Gokhale & Sathe
Chartered Accountants
(Firm Regn No.103264W)

For and on behalf of the Board of Directors

Shri Ravindra More
Partner
M. No. 153666

Shri Sathiababu K. Kallada
(Managing Director)
DIN: 02107652

Shri Mahek Chheda
(Executive Director & CFO)
DIN: 06763870

Place : Mumbai
Date : 22-05-2025

Shri Kaustubh Kulkarni
(Company Secretary)
ICSI M. No. A52980

Consolidated Statement of Profit and Loss

for the year ended March 31, 2025

(₹ in Lakhs)

Particulars	Note No	For the Year Ended March 31, 2025	For the Year Ended March 31, 2024
I. Revenue from operations	26	71,876.18	72,305.94
II. Other Income	27	863.65	930.07
III. Total Income (I + II)		**72,739.83**	**73,236.01**
IV. Expenses:			
i) Cost of materials consumed	28	44,007.01	48,340.20
ii) Purchases of Stock in trade	29	1,261.56	623.05
iii) Changes in inventories of Finished goods, Stock in Trade and Work in Progress	30	445.52	(104.39)
iv) Employee Benefits Expenses	31	4,498.89	4,934.73
v) Finance costs	32	2,363.90	1,634.34
vi) Depreciation and amortization expense	33	3,576.04	3,492.49
vii) Other expenses	34	16,295.50	14,687.35
IV. Total Expenses		**72,448.42**	**73,607.77**
V. Profit/(Loss) before Exceptional items and Tax (III - IV)		**291.40**	**(371.75)**
VI. Share of Profit/(Loss) of Associates		(76.23)	(156.46)
VII. Exceptional Items		-	(341.09)
VIII. Profit/(Loss) before Tax (V-VI-VII)	(V-VI-VII)	**215.17**	**(869.32)**
IX. Tax expense:			
Current Tax		19.80	313.75
Deferred Tax		538.13	(343.42)
Total Tax Expense		**557.93**	**(29.67)**
X. Profit / (Loss) for the period	(VIII-IX)	**(342.76)**	**(839.65)**
XI. Other Comprehensive Income			
(i) Items that will not be reclassified to profit or loss in subsequent year			
Re-measurement of the net defined benefit plan		(15.67)	(7.89)
Fair value changes of various Financial intruments		(94.49)	66.80
(ii) Income tax relating to items that will not be reclassified to profit & loss			
Re-measurement of the net defined benefit plan		3.94	19.52
Fair value changes of various Financial intruments		10.81	(7.68)
XII Total other comprehensive income for the period, net of tax		**(95.41)**	**70.74**
XIII. Total comprehensive income for the period (X + XII) (Total of profit and other comprehensive income for the period)		**(438.16)**	**(768.91)**
Profit For The Year attributable to:			
Owners of the Company		(373.62)	(839.13)
Non controlling Interest		30.86	(0.53)
Total Comprehensive income attributable to:			
Owners of the Company		(469.02)	(768.38)
Non controlling Interest		30.86	(0.53)
XIV. Earning Per Share for discontinued & continuing operations			
Basic		(1.24)	(3.07)
Diluted		(1.24)	(3.00)

Notes forming part of the financial statements [Note No. 1 - 44]

The accompanying notes are an integral part of the Ind AS financial statements. Previous year figures have been recasted/restated wherever necessary.

For Gokhale & Sathe
Chartered Accountants
(Firm Regn No.103264W)

For and on behalf of the Board of Directors

Shri Ravindra More
Partner
M. No. 153666

Shri Sathiababu K. Kallada
(Managing Director)
DIN: 02107652

Shri Mahek Chheda
(Executive Director & CFO)
DIN: 06763870

Place : Mumbai
Date : 22-05-2025

Shri Kaustubh Kulkarni
(Company Secretary)
ICSI M. No. A52980

Consolidated Statement of Changes in Equity

for the year ended March 31, 2025

A. Equity Share Capital

Current Reporting Period

(₹ in Lakhs)

Particulars	Balance as on April 1, 2024	Changes in equity share capital during the period	Balance as on March 31, 2025
Ordinary Equity Shares	2,755.90	-	2,755.90
Bonus Shares Alloted During the year	-	40.56	40.56
Employee Stock Option Plan	1.60	2.40	4.00
Total	**2,755.90**	**40.56**	**2,800.46**

Previous Reporting Period

(₹ in Lakhs)

Particulars	Balance as on April 1, 2023	Changes in equity share capital during the period	Balance as on 31-03-2024
Ordinary Equity Shares	2,715.35	40.56	2,755.90
Optionally Convertible Equity Shares (Instruments entirely equity in nature)	40.56	(40.56)	-
Employee Stock Option Plan	-	1.60	1.60
Total	**2,755.90**	**1.60**	**2,757.50**

Footnote: Pursuant to the scheme of arrangement with Amarjyot Chemical Limited, OCPS were supposed to be converted into equity shares or Redeemable Preference Shares (RPS) before February 2022. After obtaining consent from OCPS shareholders for conversion into equity shares, the Company filed a Settlement Application with SEBI on December 19, 2022. Following SEBI's settlement order dated September 18, 2023, received by the Company on September 20, 2023, 405,561 OCPS were converted into equity shares on December 6, 2023. The Company has received both listing and trading approval of these equity shares from BSE and NSE. These converted equity shares are eligible to receive bonus equity shares in a 1:1 ratio, as previously declared. On March 25, 2025 Company alloted 405,561 Bonus Equity Shares to all eligibile OCPS holder of the Company. The Company received listing approval on April 8, 2025, and trading approval on April 21, 2025, from both the Exchanges for the aforementioned issue and allotment of the Bonus Shares.

During the quarter ended September 30, 2024, 24,000 equity shares of face value ₹ 10/- each were allotted to eligible employees on September 25, 2024, pursuant to the Valiant Employees Stock Option Plan, 2022.

B. Other Equity

(₹ in Lakhs)

Particulars	Reserve and surplus					Equity instruments through Other Comprehensive Income	Employee Stock Option Plan	Total other equity
	Capital Reserve	Capital Redemption Reserve	Securities Premium	General Reserve	Retained earnings			
Opening Balance as at 01st April 2023	7,846.30	38.40	-	3,910.88	54,041.23	258.93	66.06	66,161.80
Net profit for the year	-	-	-	-	(839.65)	-	-	(839.65)
Fair value changes of various Financial intruments (net off tax)	-	-	-	-	-	59.11	-	59.11
Remeasurement Gain / (Loss) on defined benefit plan (net off tax)	-	-	-	-	11.63	-	-	11.63
Fair value adjustment on account of dilution of control (refer note 7)	4,663.07	-	-	-	-	-	-	4,663.07
Transfers from ESOP reserves to Securities Premium	-	-	100.89	-	-	-	(100.89)	-
ESOPs Recognised during the period	-	-	-	-	-	-	115.83	115.83

Consolidated Statement of Changes in Equity

for the year ended March 31, 2025

(₹ in Lakhs)

Particulars	Reserve and surplus					Equity instruments through Other Comprehensive Income	Employee Stock Option Plan	Total other equity
	Capital Reserve	Capital Redemption Reserve	Securities Premium	General Reserve	Retained earnings			
Balance as at 31st March 2024	**12,509.37**	**38.40**	**100.89**	**3,910.88**	**53,213.21**	**318.04**	**81.00**	**70,171.76**
Net profit for the year	-	-	-	-	(342.76)	-	-	(342.76)
Fair value changes of various Financial intruments (net off tax)	-	-	-	-	-	(95.41)	-	(95.41)
Remeasurement Gain/(Loss) on defined benefit plan (net off tax)	-	-	-	-	(30.86)	-	-	(30.86)
ESOPs Exercised during the period	-	-	-	-	-	-	63.59	63.59
Transfers from ESOP Reserve to Securities Premium	-	-	123.76	-	-	-	(123.76)	-
Amount utilised for Dividend	-	-	-	-	-	-	-	-
Transfer to retained earnings on disposal of FVOCI equity instruments	-	-	-	-	-	-	-	-
Bonus Issue during the year	(2.16)	(38.40)	-	-	-	-	-	(40.56)
Balance as at March 31, 2025	**12,507.21**	**-**	**224.65**	**3,910.88**	**52,839.59**	**222.63**	**20.83**	**69,725.80**

1. The accompanying notes are an integral part of the Ind AS financial statements.
2. Previous year figures have been recasted/restated wherever necessary.
3. Retained Earnings include Remeasurement Loss (net of tax) on Defined Benefit Plans to the extent of ₹ 11.73 Lakhs (PY ₹ 62.66 Lakhs).

Notes forming part of the financial statements [Note No. 1 - 44]

For Gokhale & Sathe
Chartered Accountants
(Firm Regn No.103264W)

For and on behalf of the Board of Directors

Shri Ravindra More
Partner
M. No. 153666

Shri Sathiababu K. Kallada
(Managing Director)
DIN: 02107652

Shri Mahek Chheda
(Executive Director & CFO)
DIN: 06763870

Place : Mumbai
Date : 22-05-2025

Shri Kaustubh Kulkarni
(Company Secretary)
ICSI M. No. A52980

Consolidated Statement of Cash Flows

for the year ended March 31, 2025

(₹ In lakh)

Particulars	For the Year Ended March 31, 2025	For the Year Ended March 31, 2024
Cash flow from operating activities		
Profit before tax	215.17	(869.31)
Depreciation & amortisation	3,576.04	3,492.49
Interest & finance charges	2,363.90	1,941.82
Interest income	(216.86)	(183.17)
Dividend income	(0.54)	(0.56)
Unrealised foreign exchange gain	(14.09)	(41.60)
(Profit) / Loss on sale of asset	(1.06)	1.75
(Profit) / Loss on sale of Investment	(135.74)	(13.08)
Provision For ESOP Expenses	63.59	
Fair Value Changes on Financial Instruments		(56.59)
Loss of controlling interest in step down subsidi;iry	-	(916.09)
	5,635.23	**4,224.97**
Operating profit before working capital changes	**5,850.40**	**3,355.66**
(Increase) / Decrease in inventories	2,526.12	1,198.95
(Increase)/Decrease in receivables	3,247.59	4,493.65
(Increase) / Decrease in short term loans & advances	5.36	(4,640.29)
(Increase) / Decrease in other current assets	(63.57)	508.85
Increase / (Decrease) in trade payables	(5,876.47)	4,184.82
Increase / (Decrease) in other current liabilities	(51.37)	2.74
Increase / (Decrease) in Provisions	136.39	102.81
(Increase) / Decrease in long term loans & advances	0	
(Increase)/ Decrease in other non current assets	(91.38)	(227.02)
(Increase) / Decrease in other financial assets	(27.20)	
Increase / (Decrease) in other long term liabilities	4.16	
Increase/(Decrease) in long term financial liabilities	(16.81)	
Increase/ (Decrease) in other financial Liabilities		(266.76)
Increase / (Decrease) due to Foreign Exchange Reserve		
	(207.18)	**5,357.75**
Net cash flow from operations (A)	**5,643.22**	**8,713.41**
Taxes paid for current financial year	-	(313.75)
Net cash flow from operations (A)	**5,643.22**	**8,399.66**
Cash flow from investing activities		
Purchase of fixed assets including capital CWIP	(3,082.93)	(7,362.40)
Sale of fixed assets	151.29	876.99
Interest income	216.86	183.17
Dividend income	0.54	0.56
(Increase)/ Decrease in Non current Investment	171.35	(101.20)
Sale of Investment	465.74	34.74
Capital Advances		(130.61)
Bank Balances not considered as Cash & Cash Equivalents	(18.99)	(3.93)
Net cash used in investing activity (B)	**(2,096.14)**	**(6,502.68)**
Cash flow from financing activities		
Securities Premium received		
Proceeds from issue of share capital	2.4	1.60
Interest & finance charges	(2,363.90)	(1,937.99)
Fresh Short Term Borrowing		
Increase /(Decrease)in short term borrowing	1,546.51	(1,916.90)
Loan repaid during the year (Long Term)	(2,346.99)	
Loan taken during the year (Long Term)		1,529.89
Payment of Lease Liability	(19.35)	11.48
Interim dividend paid		
Cash flow from financing activities (C)	**(3,181.33)**	**(2,311.92)**
Increase/Decrease in cash & cash equivalents	**365.75**	**(414.94)**
Cash & cash equivalent at the beginning of the year	343.94	775.08
Cash & cash equivalent at the end of the year	709.68	343.94
Loss of ronlrollinit interest in step down subsidiary		(16.20)
Increase/Decrease in cash & cash equivalents	**365.75**	**(414.94)**

Consolidated Statement of Cash Flows

for the year ended March 31, 2025

Notes:

1. The above statement of Cash Flows should be read in conjunction with the accompanying notes.
2. Previous Year's figures are regrouped / rearranged wherever required.
3. Figures in brackets indicate cash outgo.
4. The above Cash Flow Statement has been prepared under "Indirect Method" set out in Ind AS 7 Statement of Cash Flow.
5. Cash flows from operating activities include ₹ 85 lakhs (March 31, 2023: ₹ 213.49 lakhs) being expenses towards Corporate Social Responsibility initiatives.
6. **Cash and Cash Equivalents comprises of:**

(₹ in Lakhs)

Particulars	March 31, 2025	March 31, 2024
a. Cash on Hand	3.54	4.83
b. Balances with Banks	706.15	339.11
Total	**709.68**	**343.94**

Particulars	As at 1st April 2024	Net Cash Flow	Non-Cash Flow Changes			As at March 31, 2025
			Net Addition / Accrued Interest	Forex Loss /(Gain)	Other Changes	
Non-current Financial Liabilities						
- Borrowings	7,416.09	-	(2,340.70)	(6.29)	-	5,069.10
- Lease Liabilities	32.40	-	-	-	(19.35)	13.05
Current Financial Liabilities	-					
- Borrowings	18,230.24	4,538.26	(2,991.75)	-	-	19,776.75
- Lease Liabilities	22.65	(22.65)	-	-	19.35	19.35

Particulars	As at 1st April 2023	Net Cash Flow	Non-Cash Flow Changes			As at March 31, 2024
			Net Addition / Accrued Interest	Forex Loss /(Gain)	Other Changes	
Non-current Financial Liabilities						
- Borrowings	7,060.72	1,520.20	(1,174.52)	9.69	-	7,416.09
- Lease Liabilities	107.81	-	(53.94)	-	(21.47)	32.40
Current Financial Liabilities						-
- Borrowings	20,179.21	28,450.03	(30,399.00)	-	-	18,230.24
- Lease Liabilities	17.51	-	(16.33)	-	21.47	22.65

For Gokhale & Sathe
Chartered Accountants
(Firm Regn No.103264W)

Shri Ravindra More
Partner
M. No. 153666

Place : Mumbai
Date : 22-05-2025

For and on behalf of the Board of Directors

Shri Sathiababu K. Kallada
(Managing Director)
DIN: 02107652

Shri Mahek Chheda
(Executive Director & CFO)
DIN: 06763870

Shri Kaustubh Kulkarni
(Company Secretary)
ICSI M. No. A52980

Notes to the Consolidated Financial Statements

for the year ended March 31, 2025

STATEMENT OF MATERIAL ACCOUNTING POLICIES

1 Corporate Information

Valiant Organics Limited ("VOL" or "The Company") is a public company domiciled in India and is incorporated under the provisions of the Companies Act applicable in India. Its shares are listed on National Stock Exchange (NSE) and Bombay Stock Exchange (BSE) in India . The registered office of the Company is located at 109, UDYOG KSHETRA, 1ST FLOOR, MULUND GOREGAON LINK ROAD MULUND (W) MUMBAI MH 400080 INDIA. The Company is engaged in manufacturing and dealing in Speciality Chemicals and Pharmaceuticals Intermediaries in India and abroad.The Company & its Subsidiaries are referred to as Group here under.

These consolidated financial statements were approved for issue in accordance with the resolution of the Board of Directors passed on 22nd May, 2025.

Name of the entity	Country of Incorporation	% of Holding as at 31.03.2025
Valiant Speciality Chemical Limited	India	100.00%
Dhanvallabh Ventures LLP	India	73.15%
Valiant Laboratories limited (Through Dhanvallabh Ventures LLP as a partner. However the Company ceases to be a Subsidiary Company w.e.f October 06,2023)	India	46.84%
Valiant Advanced Sceinces Private Limited (Through Valiant laboratories limited, Through Dhanvallabh Ventures LLP as a partner. However the Company ceases to be a Subsidiary Company w.e.f October 06,2023)	India	46.84%

2.1 Basis of Compliance

The company's consolidated financial statements have been prepared in accordance with the provisions of the Companies Act, 2013 and the Indian Accounting Standards ("Ind AS") notified under the Companies (Indian Accounting Standards) Rules, 2015 issued by Ministry of Corporate Affairs in respect of Section 133 read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and relevant amendment rules issued thereafter. In addition, the guidance notes/pronouncements issued by the Institute of Chartered Accountants of India (ICAI) are also applied except if compliance with other statutory promulgations require a different treatment. These financial statements have been approved by the Board of Directors at their meeting held on 22nd May 2025.

2.2 Basis of Preparation of Financial Statements

The Consolidated Balance Sheet and the Statement of Profit and Loss are prepared and presented in the format prescribed in the Schedule III to the Companies Act, 2013 ("the Act"). The statement of cash flows has been prepared and presented as per the requirements of Ind AS 7 "Statement of Cash flows".

The disclosure requirements with respect to items in the Balance Sheet and the Statement of Profit and Loss, as prescribed in Schedule III to the Act, are presented by way of notes forming part of the financial statements along with the other notes required to be disclosed under the notified Ind AS and in accordance with guidelines issued by the Securities and Exchange Board of India ("SEBI").

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

(i) Certain financial instruments measured at fair value (refer accounting policy regarding financial instruments); and

(ii) 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.

Basis of Consolidation

The Consolidated Financial Statements comprise the Financial Statements of the Company and its subsidiaries as at the reporting date.

Notes to the Consolidated Financial Statements

for the year ended March 31, 2025

Subsidiaries

Subsidiaries include all the entities over which the Group has control. The Group controls an entity when the Group is exposed to, or has rights to, variable returns through its involvement in the entity and has the ability to affect those returns through its power to direct the relevant activities of the entity. Subsidiaries are consolidated from the date control commences until the date control ceases.

The Consolidated Financial Statements have been prepared on the following basis:

The financial statements of the Company and its Subsidiaries have been consolidated on a line-by-line basis by adding together like items of assets, liabilities, income and expenses, after fully eliminating intra-group balances and intra group transactions and resulting unrealised profit or losses, unless cost cannot be recovered, as per the applicable Indian Accounting Standards. Accounting Policies of the respective subsidiaries are aligned wherever necessary, so as to ensure consistency with the accounting policies that are adopted by the Group under Ind AS.

In case of subsidiaries which are non-corporate entities, whose primary financial statements have been prepared under Indian GAAP, the management of Holding Company has passes necessary adjustment entries to align the same with accounting policies of Holding Company.

The results of subsidiaries acquired or disposed during the year are included in the Consolidated Financial Statements from the effective date of acquisition and up to the effective of disposal, as appropriate.

The Consolidated Financial Statements are presented, to the extent applicable, in accordance with the requirements of Schedule III of the Companies Act, 2013 as applicable to the Company's Standalone Financial Statements.

Non-Controlling Interest ('NCI') in the net assets of the subsidiaries that are consolidated consists of the amount of equity attributable to non-controlling investors at the reporting date.

Goodwill on Consolidation is measured as the excess of the sum of the consideration transferred, the amount of NCI in the subsidiary and any previous interest held by the holding company over the net of acquisition date fair value of identifiable assets acquired and liabilities assumed.

Profit and Loss and each component of OCI are attributed to the equity holders of the holding company and to the NCI, even if this results in the NCI having a deficit balance.

Changes in Ownership Interest

The Group treats transactions with non-controlling interests that do not result in a loss of control as transactions with equity owners of the Group. A change in ownership interest results in an adjustment between the carrying amounts of the controlling and non-controlling interests to reflect their relative interest in the subsidiaries. Any difference between the amount of the adjustment to non-controlling interests and any consideration paid or received is recognised within equity.

When the Group ceases to consolidate because of loss of control, any retained interest in the entity is remeasured to its fair value with the change of subsequent accounting for the retained interest as an associate, joint venture, or financial asset, as appropriate.

During the year share of profit from step down associate has beeb accounted using equity method of accounting as per INDAS-28

Functional & Presentation Currency:

The consolidated 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 in the financial statements are rounded off to the nearest rupees in lakhs except otherwise indicated.

2.3 Critical Accounting Estimates, Assumptions and Judgments:

The preparation of these financial statements in conformity with the recognition and measurement principles of Ind AS requires the management of the Company to make estimates, assumptions and judgments that affect the reported balances of assets and liabilities, disclosures of contingent liabilities as at

Notes to the Consolidated Financial Statements

for the year ended March 31, 2025

the date of the financial statements and the reported amounts of income and expense for the periods presented along with the accompanying disclosures

The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates considering different assumptions and conditions. Estimates and underlying assumptions are reviewed on an ongoing basis. Impact on account of revisions to accounting estimates are recognised in the period in which the estimates are revised, and future periods are affected.

The following are the critical estimates, assumptions and judgments that the management has made in the process of applying the Company's accounting policies and that have a significant effect on the amounts recognized in the financial statements:

2.3.i. Provision for Income Tax and Deferred Tax Assets:

The Company uses estimates and judgements based on the relevant rulings in the areas of revenue, costs, allowances and disallowances which is exercised while determining the provision for income tax. A deferred tax asset is recognised to the extent that it is probable that future taxable profit will be available against which the deductible temporary differences and tax losses can be utilised. Accordingly, the Company exercises its judgement to reassess the carrying amount of deferred tax at the end of each reporting period.

Deferred tax assets and liabilities are measured using the tax rates and tax law that have been enacted or substantively enacted by the Balance Sheet date. The company offsets current tax assets and current tax liabilities, where it has a legally enforceable right to set off the recognised amounts and where it intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

2.3.ii. Useful life of Property, Plant and Equipment ("PPE"):

Property, plant and equipment represents a significant proportion of the asset base of the Company. The charge in respect of periodic depreciation is derived after determining an estimate of an asset's expected useful life and the expected residual value at the end of its life. The useful lives and residual values of Company's assets are determined by the Management at the time the asset is acquired and reviewed periodically at the end of each reporting period. This reassessment may result in change in depreciation expense in future periods.

2.3.iii Defined Benefit Plans (Gratuity):

A liability in respect of defined benefit plans is recognised in the balance sheet and is measured as the present value of the defined benefit obligation at the reporting date less the fair value of the plan's assets and is determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases and mortality rates. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

2.3.iv Provisions and Contingent Liabilities and Contingent Assets:

The Company estimates the provisions that have present obligations as a result of past events, and it is probable that outflow of resources will be required to settle the obligations. These provisions are reviewed at the end of each reporting period and are adjusted to reflect the current best estimates. The Company uses significant judgements to disclose contingent liabilities. Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount cannot be made. Contingent assets are neither recognised nor disclosed in the financial statements.

2.3.v Provision against Obsolete and Slow-Moving Inventories:

The Company reviews the condition of its inventories and makes provision against obsolete and slow-moving inventory items which are identified as no longer suitable for sale or use at each balance sheet date. Company estimates the net realisable value for such inventories based primarily on the latest invoice prices and current market conditions.

Notes to the Consolidated Financial Statements

for the year ended March 31, 2025

2.3.vi Fair Value Measurement of Financial Instruments

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

2.3.vii Allowance for Credit Losses on Receivables

The Company determines the allowance for credit losses based on historical loss experience adjusted to reflect current and estimated future economic conditions. The Company considered current and anticipated future economic conditions relating to industries the Company deals with and the countries where it operates.

2.3.viii Impairment of Non-Financial Assets

The Company assesses at each reporting date whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's fair value less costs of disposal and its value in use. It is determined for an individual asset or Cash Generating Units (CGU). Where the carrying amount of an asset exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessment of the time value of money and the risk specific to the asset. In determining fair value less cost of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used. These calculations are corroborated by other available fair value indicators.

2.3.ix Leases:

The Company evaluates if an arrangement qualifies to be a lease as per the requirements of Ind AS 116. The Company uses significant judgment in assessing the lease term and the applicable discount rate.

Ind AS 116 requires lessees to determine the lease term as the non-cancellable period of a lease adjusted with any option to extend or terminate the lease, if the use of such option is reasonably certain. The Company makes an assessment on the expected lease term on a lease-by-lease basis and thereby assesses whether it is reasonably certain that any option to extend or terminate the contract will be exercised. In evaluating the lease term, the Company considers factors such as any significant improvements undertaken over the lease term, costs relating to the termination of the lease and the importance of the underlying asset to the Company's operations taking into account the location of the underlying asset and the availability of suitable alternatives. The lease term in future periods is reassessed to ensure that the lease term reflects the current economic circumstances. After considering current and future economic conditions, the Company has concluded that no changes are required to lease period relating to the existing lease contracts.

3 SUMMARY OF MATERIAL ACCOUNTING POLICIES

3.1 Classification of Current versus Non-Current:

All assets and liabilities in the financial statements have been classified as current or non-current as per the Company's normal operating cycle of up to twelve months.

For the purpose of Balance Sheet, an asset is classified as current if:

(i) It is expected to be realised, or is intended to be sold or consumed, in the normal operating cycle; or

(ii) It is held primarily for the purpose of trading; or

(iii) It is expected to realise the asset within twelve months after the reporting period; or

(iv) The asset is a cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

Similarly, a liability is classified as current if:

(i) It is expected to be settled in the normal operating cycle; or

(ii) It is held primarily for the purpose of trading; or

Notes to the Consolidated Financial Statements

for the year ended March 31, 2025

(iii) It is due to be settled within twelve months after the reporting period; or

(iv) The Company does not have an unconditional right to defer the settlement of the liability for at least twelve months after the reporting period. Terms of a liability that could result in its settlement by the issue of equity instruments at the option of the counterparty does not affect this classification. "

All other liabilities are classified as non-current.

3.2 Property, Plant and Equipment (PPE)

PPE is recognised when it is probable that future economic benefits associated with the item will flow to the company and the cost of the item can be measured reliably. The initial cost of PPE comprises its purchase price, including import duties and non-refundable purchase taxes, and any directly attributable costs of bringing an asset to working condition and location for its intended use less accumulated depreciation and accumulated impairment losses, if any Cost includes professional fees related to the acquisition of PPE and for qualifying assets, borrowing costs is capitalised in accordance with the company's accounting policy.

Subsequent costs are included in the asset's carrying amount or recognized as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. All other repairs and maintenance cost are charged to the Statement of Profit and Loss during the period in which they were incurred.

Long term lease arrangements of land are treated as PPE, in case such arrangements result in transfer of control and the present value of the lease payments is likely to represent substantially all of the fair value of the land.

An item of PPE and any significant part initially recognised is derecognised upon disposal or when no future economic benefits are expected with the carrying amount of any component accounted for as a separate asset is derecognised when replaced. Gains or losses arising from de-recognition of a PPE 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 and Loss when the asset is derecognised.

Depreciation methods, estimated useful lives and residual value:

Depreciation is the systematic allocation of the depreciable amount of PPE over its useful life and is provided using straight line method, so as to write off the cost of the assets (other than freehold land and capital work-in-progress) less their residual values over their useful lives specified in Schedule II to the Companies Act, 2013, or in the case of assets where the useful life was determined by technical evaluation, over the useful life so determined. Depreciation method is reviewed at each financial year end to reflect the expected pattern of consumption of the future economic benefits embodied in the asset. The estimated useful life and residual values are also reviewed at each financial year end and the effect of any change in the estimates of useful life/residual value is accounted on prospective basis. 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.

The Company uses different useful lives than those prescribed in Schedule II to the Act for some of the assets. The useful lives have been assessed based on technical advice, taking into account the nature of the PPE and the estimated usage of the asset on the basis of management's best estimation of obtaining economic benefits from those classes of assets. The estimated useful life is reviewed periodically, with the effect of any changes in estimate being accounted for on a prospective basis.

The company has used the following useful lives to provide depreciation on the following assets:

PARTICULARS	DEPRECIATION
Factory Building	Over a period of 30 years
Plant & Machinery	Over a period of 19 years
Vehicle	Over a period of 10 years
Computers	Over a period of 3 years
Furniture and Fixtures	Over a period of 10 years
Office Equipment	Over a period of 5 years
Leasehold Land	Over the tenure of lease

Notes to the Consolidated Financial Statements

for the year ended March 31, 2025

3.3 Capital Work-in-Progress

Capital Work-in-Progress represents expenditure incurred on capital assets that are under construction or are pending capitalisation and includes project expenses pending allocation. The same is carried at cost, comprising of direct costs, related incidental expenses and attributable borrowing costs. Project expenses pending allocation are apportioned to the PPE of the project proportionately on capitalisation.

3.4 Intangible assets

Intangible assets are recognized when it is probable that the future economic benefits that are attributable to the assets will flow to the company and cost of the assets can be measured reliably.

Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets with finite life are carried at cost less any accumulated amortisation and cumulative impairment losses. Administrative and other general overhead expenses that are specifically attributable to acquisition of intangible assets are allocated and capitalised as a part of the cost of the intangible assets.

Internally generated intangibles, excluding capitalised development cost, are not capitalised and the related expenditure is charged to the statement of profit or loss in the period in which the expenditure is incurred.

Research costs are expensed as incurred. Development expenditures on an individual project are recognised as an intangible asset when the Company can demonstrate technical and commercial feasibility of making the asset available for use or sale.

An intangible asset is derecognised on disposal, or when no future economic benefits are expected from its use or disposal. Gains or losses arising from derecognition of an item of intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of such item of intangible asset and are recognised in the Statement of Profit and Loss when the asset is derecognised.

Amortisation:

Intangible assets with finite lives are amortised over the useful economic life and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortisation period and the amortisation method for an intangible asset with a finite useful life are reviewed at least at the end of each reporting period. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the assets are considered to modify the amortisation period or method, as appropriate, and are treated as change in accounting estimates. Amortisation expense on intangible assets with finite lives is recognised in the statement of profit and loss unless such expenditure forms part of carrying value of another assets.

Intangible Assets without finite life are tested for impairment at each Balance sheet date and impairment provision, if any are debited to profit and loss.

The estimated useful lives of the amortisable intangible assets are as follows:

PARTICULARS	AMORTISATION
computer software	3year

3.5 Business Combinations and Goodwill:

Business combinations are accounted for using the acquisition method. The cost of an acquisition is measured as the aggregate of the consideration transferred measured on acquisition date at fair value and the amount of any non-controlling interests in the acquiree. For each business combination, the Company elects whether to measure the noncontrolling interests in the acquiree at fair value or at the proportionate share of the acquiree's identifiable net assets. Acquisition-related costs are expensed as incurred.

At the acquisition date, the identifiable assets acquired, and the liabilities assumed are recognised at their acquisition date fair values. The consideration transferred does not include amount related to the settlement of pre-existing relationships with the acquiree.

Any contingent consideration to be transferred by the acquirer is recognised at fair value at the acquisition date. Contingent consideration classified as an asset or liability that is a financial instrument and within the scope of Ind AS 109 Financial Instruments, is measured at fair value with changes in fair value recognised in statement of

Notes to the Consolidated Financial Statements

for the year ended March 31, 2025

profit or loss. If the contingent consideration is not within the scope of Ind AS 109, it is measured in accordance with the relevant Ind AS. Contingent consideration that is classified as equity is not re-measured at subsequent reporting dates and any difference subsequent its settlement is accounted for within equity.

Goodwill is initially measured at cost, being the excess of the aggregate of the consideration transferred and the amount recognised for non-controlling interests, and any previous interest held, over the fair value of identifiable assets acquired net of fair value of liabilities assumed. Any gain on a bargain purchase is recognised in OCI and accumulated in equity as capital reserve if there exists clear evidence, of the underlying reasons for classifying the business combination as resulting in a bargain purchase; otherwise, the gain is recognised directly in equity as capital reserve.

After initial recognition, goodwill is measured at cost less any accumulated impairment losses. For the purpose of impairment testing, goodwill acquired in a business combination is, from the acquisition date, allocated to each of the entities' cash-generating units that are expected to benefit from the combination, irrespective of whether other assets or liabilities of the acquiree are assigned to those units.

A cash generating unit to which goodwill has been allocated is tested for impairment annually, or more frequently when there is an indication that the unit may be impaired. If the recoverable amount of the cash generating unit is less than it's carrying amount, the impairment loss is allocated first to reduce the carrying amount of any goodwill allocated to the unit and then to the other assets of the unit pro rata based on the carrying amount of each asset in the unit. Any impairment loss for goodwill is recognised in statement of profit or loss. An impairment loss recognised for goodwill is not reversed in subsequent periods.

Where goodwill has been allocated to a cash generating unit and part of the operation within that unit is disposed of, the goodwill associated with the disposed operation is included in the carrying amount of the operation when determining the gain or loss on disposal. Goodwill disposed in these circumstances is measured based on the relative values of the disposed operation and the portion of the cash generating unit retained.

3.6 Impairment of Non-Financial Assets

The Company assesses at each reporting date, whether there is an indication that a non-financial asset may be impaired. If any indication exists, or when annual impairment testing for such asset is required, the Company estimates the asset's recoverable amount in order to determine the extent of the impairment loss (if any). When it is not possible to estimate the recoverable amount of an individual asset, the Company estimates the recoverable amount of the cash-generating unit to which the asset belongs. Goodwill and the intangible assets with indefinite life are tested for impairment each year.

Impairment loss is recognised when the carrying amount of an asset (or cash generating unit) exceeds its recoverable amount which is higher of asset's (or cash generating unit's) net selling price or the value in use. The amount of value in use is determined as the present value of estimated future cash flows from the continuing use of an asset (or cash generating unit) and from its disposal at the end of its useful life. For this purpose, the discount rate (pre-tax) is determined based on the weighted average cost of capital of the company suitably adjusted for risks specified to the estimated cash flows of the asset (or cash generating units).

If recoverable amount of an asset (or cash generating unit) is estimated to be less than its carrying amount, such deficit is recognised immediately in the Statement of Profit and Loss as impairment loss and the carrying amount of the asset (or cash generating unit) is reduced to its recoverable amount.

When an impairment loss subsequently reverses, the carrying amount of the asset (or cash generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss is recognised for the asset (or cash generating unit). A reversal of an impairment loss is recognised immediately in the Statement of Profit and Loss.

Notes to the Consolidated Financial Statements

for the year ended March 31, 2025

3.7 Inventories:

Inventories are valued, after providing for obsolescence as given below:

Raw Materials, Packing Materials and Stores and Spares:

Raw materials, packing materials and stores and spares are valued at lower of Cost or net realizable value. However, materials and other items held for use in the production of inventories are not written down below cost if the finished products in which they will be incorporated are expected to be sold at or above cost. Costs are determined on FIFO method.

Work-in-process:

Work-in-process is valued at the lower of cost and net realizable value. The cost is computed on FIFO method.

Finished Goods, Semi-Finished Goods and Traded Goods:

Finished goods, Semi-finished goods and traded goods are valued at lower of cost and net realisable value. The cost is computed on FIFO method.

Cost is determined on FIFO basis which includes expenditure incurred for acquiring inventories like purchase price, import duties, taxes (net of tax credit), cost of conversion and other costs incurred in acquiring the inventories to their present location and condition.

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

3.8 Cash and Cash Equivalents

Cash and cash equivalents in the balance sheet comprise cash at banks and on hand and highly liquid financial instruments, which are readily convertible into known amounts of cash, that are subject to an insignificant risk of change in value with an original maturity of three months or less.

3.9 Employee Benefits

(a) Short-term employee benefits:

All employee benefits payable wholly within twelve months of rendering the services are classified as short-term employee benefits. Benefits such as salaries, wages short-term compensated absences, expected cost of bonus, etc. are recognised in the period in which the employee renders the related services.

(b) Post-employment benefits:

(i) Defined Contribution Plan:

The Company makes defined contribution to Employee Provident Fund, Employee Pension Fund, Employee Deposit Linked Insurance, and Superannuation Schemes. The contribution paid/payable under these schemes is recognised during the period in which the employee renders the related service which are recognised in the Statement of Profit and Loss on accrual basis during the period in which the employee renders the services.

(ii) Defined Benefit Plan

The gratuity liability of the company is funded through a Group Gratuity Scheme with Life Insurance Corporation of India (LIC) under which the annual contribution is paid to LIC. The Company's liability under Payment of Gratuity Act is determined on the basis of actuarial valuation made at the end of each financial year using the projected unit credit method. The obligation is measured at the present value of the estimated future cash flows using a discount rate based on the market yield on government securities where the terms of government securities are consistent with the estimated terms of the defined benefit obligations at the Balance Sheet date. The Company recognizes the net obligation of a defined benefit plan in its Balance Sheet as an asset or liability. Gains and losses through re-measurements of the net defined benefit liability / (asset) are recognized in other comprehensive income and are not reclassified to profit or loss in subsequent periods.

(c) Long term employee benefits:

Compensated absences which are not expected to occur within twelve months after the end of the

Notes to the Consolidated Financial Statements

for the year ended March 31, 2025

period in which the employee renders the related services are recognised as a liability. The cost of providing benefits is actuarially determined using the projected unit credit method, actuarial valuations being carried out at each Balance Sheet date.

(d) Employee Stock Option Plan:

The Company recognizes compensation expense relating to share-based payments in net profit based on estimated fair-values of the awards on the grant date. The estimated fair value of awards is recognized as an expense in the Statement of Profit and Loss on a straight-line basis over the requisite service period for each separately vesting portion of the award as if the award was in-substance, multiple awards with a corresponding increase to share options outstanding accounts.

3.10 Provisions, Contingent Liabilities and Contingent Assets

Provisions

The Company recognizes a provision when it has a present legal or constructive obligation as a result of past events, it is likely that an outflow of resources will be required to settle the obligation; and the amount has been reasonably estimated. Unwinding of the discount is recognised in the Statement of Profit and Loss as a finance cost.

Contingent Liabilities

Contingent liability is a possible obligation arising from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the company or a present obligation that arises from past events but is not recognized because it is not probable that an outflow of resources embodying economic benefits will be required to settle the obligation or the amount of the obligation cannot be measured with sufficient reliability.

Contingent Assets

A contingent asset is not recognised unless it becomes virtually certain that an inflow of economic benefit will arise. When an inflow of economic benefits is probable, contingent assets are disclosed in the financial statements. Provisions, contingent liabilities and contingent assets are reviewed at each balance sheet date.

Onerous Contracts:

A provision for onerous contracts is measured at the present value of the lower expected costs of terminating the contract and the expected cost of continuing with the contract. Before a provision is established, the Company recognizes impairment on the assets with the contract.

3.11 Taxes:

The tax expenses comprise of current tax and deferred income tax charge or credit. Tax is recognised in Statement of Profit and Loss, except to the extent that it relates to items recognised in the Other Comprehensive Income or in Equity. In which case, the tax is also recognised in Other Comprehensive Income or Equity

Current Tax:

Tax on income for the current period is determined on the basis of estimated taxable income and tax credits computed in accordance with the provisions of the relevant tax laws and based on the expected outcome of assessments/ appeals. The current income tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the end of the reporting period

Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions, where appropriate.

Current tax assets and current tax liabilities are offset when there is a legally enforceable right to set-off the recognised amounts and there is an intention to settle the asset and the liability on a net basis.

Deferred Tax:

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the company's financial statements and the corresponding tax bases used in computation of taxable profit and quantified using the tax rates and laws enacted or substantively enacted as on the Balance Sheet date

Deferred tax liabilities are recognised for all taxable temporary differences at the reporting date between

Notes to the Consolidated Financial Statements

for the year ended March 31, 2025

the tax base of assets and liabilities and their carrying amounts for financial reporting purposes. Deferred tax assets are recognised for all taxable temporary differences to the extent that is probable that taxable profits will be available against which those deductible temporary differences can be utilised.

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

Unrecognized deferred tax assets are reassessed at each reporting and are recognized to the extent that it has become probable that future taxable profits will be available against which the deferred tax assets to be recovered.

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

Transaction or event which is recognised outside profit or loss, either in other comprehensive income or in equity, is recorded in other comprehensive income or in equity along with the tax as applicable.

Deferred tax assets and deferred tax liabilities are offset when there is a legally enforceable right to set-off the recognised amounts and there is an intention to settle the asset and the liability on a net basis.

3.12 Revenue Recognition

Revenue from Operations:

Revenue is recognised upon transfer of control of promised products or services to customers in an amount that reflects the consideration the Company expects to receive in exchange for those products or services.

To recognise revenues, the Company applies the following five step approach in accordance with Ind AS 115:

(a) identify the contract with a customer

(b) identify the performance obligations in the contract

(c) determine the transaction price

(d) allocate the transaction price to the performance obligations in the contract and

(e) recognise revenues when a performance obligation is satisfied.

Sale of Goods:

The Company recognises revenue from sale of goods measured upon satisfaction of performance obligation which is at a point in time when control of the goods is transferred to the customer, generally on delivery of the goods. Depending on the terms of the contract, which differs from contract to contract, the goods are sold on a reasonable credit term. Revenue is measured based on the transaction price, which is the consideration, adjusted for volume discounts, rebates, scheme allowances, 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.

Sale of Services:

Revenue from services is recognised when the performance obligation is met and the right to receive income is established.

Interest Income:

For all debt instruments measured either at amortised cost or at fair value through other comprehensive income, interest income is recorded using the effective interest rate (EIR). EIR is the rate that exactly discounts the estimated future cash payments or receipts over the expected life of the financial instrument or a shorter period, where appropriate, to the gross carrying amount of the financial asset or to the amortised cost of a financial liability. When calculating the effective interest rate, the Company estimates the expected cash flows by considering all the contractual terms of the financial instrument (for example prepayment, extension and similar options) but does not consider the expected credit losses. Interest income is included in other income in the statement of profit and loss.

Dividend Income:

Dividend income is recognized when the Company's right to receive the payment is established, which is generally when shareholders approve the dividend.

Notes to the Consolidated Financial Statements

for the year ended March 31, 2025

Export Incentives:

Eligible export incentives are recognised in the year in which the conditions precedent are met and there is no significant uncertainty about the collectability.

Other Income:

Revenue with respect to Other Operating Income and Other Income including insurance and other claims are recognised when a reasonable certainty as to its realisation exists.

3.13 Leases:

The Company evaluates each contract or arrangement, whether it qualifies as lease as defined under Ind AS 116.

As a Lessee:

The Company assesses, whether the contract is, or contains, a lease, at its inception. A contract is, or contains, a lease if the contract conveys the right to –

(a) control the use of an identified asset,

(b) obtain substantially all the economic benefits from use of the identified asset, and

(c) direct the use of the identified asset

The Company determines the lease term as the non-cancellable period of a lease, together with periods covered by an option to extend the lease, where the Company is reasonably certain to exercise that option.

The Company at the commencement of the lease contract recognizes a Right-of-Use (RoU) asset at cost and corresponding lease liability, except for leases with term of less than twelve months (short term leases) and low-value assets. For these short term and low value leases, the Company recognizes the lease payments as an operating expense on a straight-line basis over the lease term.

The cost of the right-of-use asset comprises the amount of the initial measurement of the lease liability, any lease payments made at or before the inception date of the lease, 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, plant 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

For lease liabilities at the commencement of the lease, the Company measures the lease liability at the present value of the lease payments that are not paid at that date. The lease payments are discounted using the interest rate implicit in the lease, if that rate can be readily determined, if that rate is not readily determined, the lease payments are discounted using the incremental borrowing rate that the Company would have to pay to borrow funds, including the consideration of factors such as the nature of the asset and location, collateral, market terms and conditions, as applicable in a similar economic environment. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made.

Lease payments included in the measurement of the lease liability comprises fixed payments, including amounts expected to be payable under a residual value guarantee and the exercise price under a purchase option that the Company is reasonably certain to exercise, lease payments in an optional renewal period if the Company is reasonably certain to exercise an extension option. The lease liability is subsequently measured at amortised cost using the effective interest method.

Each lease rental paid is allocated between the liability and the interest cost, so as to obtain a constant periodic rate of interest on the outstanding liability for each period. Finance charges are recognised as finance costs in the statement of profit and loss.

As a lessor:

Leases in which the Company does not transfer substantially all the risks and rewards of ownership of an asset are classified as operating leases. Rental income from operating lease is recognised on a straight-line basis over the term of the relevant lease. Leases are classified as finance leases when substantially all

Notes to the Consolidated Financial Statements

for the year ended March 31, 2025

of the risks and rewards of ownership transfer from the Company to the lessee. Amounts due from lessees under finance leases are recorded as receivables at the Company's net investment in the leases. Finance lease income is allocated to accounting periods so as to reflect a constant periodic rate of return on the net investment outstanding in respect of the lease.

3.14 Borrowing Costs:

Borrowing costs that are directly attributable to the acquisition or construction of qualifying assets are capitalised as part of the cost of such assets. A qualifying asset is one that necessarily takes substantial period of time to get ready for its intended use. All other borrowing costs are charged to the Statement of Profit and Loss for the period for which they are incurred. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds. Borrowing cost also includes exchange differences to the extent regarded as an adjustment to the borrowing costs.

In determining the amount of borrowing costs eligible for capitalization, any income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation.

3.15 Foreign Currency Transactions

Foreign currency transactions are recorded on initial recognition in the functional currency, using the exchange rate at the date of the transaction. At each Balance Sheet date, foreign currency monetary items are reported using the closing rate. Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rate as at the date of initial transactions. Exchange differences that arise on settlement of monetary items or on reporting of monetary items at each Balance Sheet date are recognised in profit or loss in the period in which they arise except for exchange differences on foreign currency borrowings relating to assets under construction for future productive use, which are included in the cost of those assets when they are regarded as an adjustment to interest costs on those foreign currency borrowings."

3.16 Earnings Per Share:

Basic earnings per share is calculated by dividing the net profit or loss for the year attributable to equity shareholders by the weighted average number of equity shares outstanding during the year. The weighted average number of equity shares outstanding during the period and for all periods presented is adjusted for events such as bonus issue; bonus element in a rights issue to existing shareholders; share split; and reverse share split (consolidation of shares) that have changed the number of equity shares outstanding, without a corresponding change in resources

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

3.17 Exceptional items

When items of income or expense within the statement of profit & loss from ordinary activities are of such size, nature or incidence that their disclosure is relevant to explain the performance of the Company for the period, the nature and amount of such material items are disclosed separately as exceptional items.

3.18 Financial Instruments:

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity to another entity. The Company determines the classification of its financial assets and liabilities at initial recognition.

3.19.i Initial Recognition:

Financial assets and/or financial liabilities are recognised when the Company becomes party to a contract embodying the related financial instruments. All financial assets, financial liabilities and financial guarantee contracts are initially measured at transaction values and where such values are different from the transaction values, at fair values. Transaction costs that are attributable to the acquisition or issue of financial assets and financial liabilities that are not at fair value through profit or loss are added to or deducted from as the case may be, from the fair value of on initial recognition.

3.19.ii Classification and Subsequent Measurement of Financial Assets:

The Company classifies financial assets, subsequently at amortised cost, Fair Value through Other Comprehensive

Income ("FVTOCI") or Fair Value through Profit or Loss ("FVTPL") on the basis of following:

- the entity's business model for managing the financial assets and
- the contractual cash flow characteristics of the financial asset.

(a) Financial Assets measured at Amortised Cost:

A Financial Asset is measured at amortised Cost if it is held within a business model whose objective is to hold the asset in order to collect contractual cash flows and the contractual terms of the Financial Asset give rise on specified dates to cash flows that represent solely payments of principal and interest on the principal amount outstanding.

(b) Financial Assets measured at Fair Value Through Other Comprehensive Income (FVTOCI):

A Financial Asset is measured at FVTOCI if it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling Financial Assets and the contractual terms of the Financial Asset give rise on specified dates to cash flows that represents solely payments of principal and interest on the principal amount outstanding.

(c) Financial Assets measured at Fair Value Through Profit or Loss (FVTPL):

FVTPL is a residual category for financial assets. Any financial asset, which does not meet the criteria for categorisation as at amortised cost or as FVTOCI, is classified as at FVTPL.

3.19. iii Classification and Subsequent Measurement of Financial Liabilities:

(a) Financial liabilities measured at Fair Value Through Profit or Loss (FVTPL):

Financial liabilities are classified as FVTPL when the financial liability is held for trading or is a derivative (except for effective hedge) or are designated upon initial recognition as FVTPL. Gains or Losses, including any interest expense on liabilities held for trading are recognised in the Statement of Profit and Loss.

(b) Other Financial liabilities:

Other financial liabilities (including loans and borrowings, bank overdraft and trade and other payables) are subsequently measured at amortised cost using the effective interest method.

The effective interest rate is the rate that exactly discounts estimated future cash payments (including all fees and amounts paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the financial liability, or (where appropriate) a shorter period, to the amortised cost on initial recognition.

Interest expense (based on the effective interest method), foreign exchange gains and losses, and any gain or loss on derecognition is recognised in the Statement of Profit and Loss.

For trade and other payables maturing within one year from the Balance Sheet date, the carrying amounts approximate fair value due to the short maturity of these instruments.

3.19. iv Debt and Equity Instruments:

Debt and equity instruments issued by the Company are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument.

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

3.19. v Equity Investments

All equity investments in the scope of Ind AS 109 are measured at fair value. Equity instruments which are held for trading are classified as at FVTPL. For all other equity instruments, the company may make an irrevocable election to present in other comprehensive income subsequent changes in the fair value. The company makes such election on an instrument-by-instrument

Notes to the Consolidated Financial Statements

for the year ended March 31, 2025

basis. The classification is made on initial recognition and is irrevocable. If the company decides to classify an equity instrument as at FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognized in the OCI. There is no recycling of the amounts from OCI to statement of profit and loss, even on sale of investment. However, the company may transfer the cumulative gain or loss within equity. Equity instruments included within the FVTPL category are measured at fair value with all changes recognized in the statement of profit and loss.

3.19. vi Investments in subsidiaries:

Investments in subsidiaries 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 subsidiaries, the difference between net disposal proceeds and the carrying amounts are recognised in the statement of profit and loss.

3.19.vii De-recognition of Financial Instruments:

The Company derecognises a Financial Asset when the contractual rights to the cash flows from the Financial Asset expire or it transfers the Financial Asset and the transfer qualifies for de-recognition under Ind AS 109. In cases where Company has neither transferred nor retained substantially all of the risks and rewards of the financial asset, but retains control of the financial asset, the Company continues to recognize such financial asset to the extent of its continuing involvement in the financial asset. In that case, the Company also recognizes an associated liability. The financial asset and the associated liability are measured on a basis that reflects the rights and obligations that the Company has retained.

A Financial liability (or a part of a financial liability) is derecognised from the Company's Balance Sheet when the obligation specified in the contract 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 between the carrying amount of the financial liability de-recognised and the consideration paid and payable is recognised in the Statement of Profit and Loss.

3.19. viii Impairment of Financial Assets:

In accordance with Ind AS 109, the Company uses 'Expected Credit Loss' (ECL) model, for evaluating impairment of all Financial Assets subsequent to initial recognition other than financial assets measured at fair valued through profit and loss (FVTPL). For Trade Receivables and all lease receivables resulting from transactions within the scope of Ind AS 116 the Company applies 'simplified approach' which requires expected lifetime losses to be recognised from initial recognition of the receivables.

The Company uses historical default rates to determine impairment loss on the portfolio of trade receivables. At every reporting date these historical default rates are reviewed and changes in the forward-looking estimates are analysed. For other financial assets, the Company uses 12 month ECL to provide for impairment loss where there is no significant increase in credit risk since its initial recognition. If there is significant increase in credit risk since its initial recognition full lifetime ECL is used. The impairment losses and reversals are recognised in Statement of Profit and Loss.

Lifetime ECL are the expected credit losses resulting from all possible default events over the expected life of a financial instrument. The 12-month ECL is a portion of the lifetime ECL which results from default events that are possible within 12 months after the reporting date. ECL is the difference between all contractual cash flows that are due to the Company in accordance with the contract and all the cash flows that the entity expects to receive (i.e., all cash shortfalls), discounted at the original EIR.

3.19. ix Offsetting of Financial Instruments:

Financial assets and financial liabilities are offset and presented on net basis in the balance sheet when there is a legally enforceable right to set-off the recognised amounts and it is intended to either settle them on net basis or to realise the asset and settle the liability simultaneously.

3.19. x Fair Value of Financial Instruments

In determining the fair value of its financial instruments, the Company uses a variety of methods and assumptions that are based on market conditions and risks existing at each reporting date. The methods used to determine fair value include discounted cash flow analysis and available quoted market prices, where applicable. All methods of assessing fair value result in general approximation of value, and such value may never actually be realized.

Financial instruments by category are separately disclosed indicating carrying value and fair value of financial assets and liabilities. For financial assets and liabilities maturing within one year from the Balance Sheet date and which are not carried at fair value, the carrying amounts approximate fair value due to the short maturity of these instruments.

3.19. xi Derivative Financial Instruments:

Derivative financial instruments such as forward contracts, option contracts and cross currency swaps, to hedge its foreign currency risks are initially recognised at fair value on the date a derivative contract is entered into and are subsequently re-measured at their fair value with changes in fair value recognised in the Statement of Profit and Loss in the period when they arise.

Notes to the Consolidated Financial Statements

for the year ended March 31, 2025

4 Property, Plant and Equipment (PPE)

(₹ in Lakhs)

Particulars	Land	Factory Building	Plant & Machinery	Power Plant	Electrical Installation	Laboratory Equiptment	Furniture & Fixture	Vehicle	Computer	Office Equipment	Total	Capital Work in Progress (CWIP)
Gross carrying amount as on year ended March 31, 2024												
Opening gross carrying amount as at April 1, 2023	3,963.66	13,429.76	53,956.63	180.01	247.36	69.62	515.51	291.00	183.16	206.84	73,043.55	7,020.48
Addition	1.19	423.97	5,165.52	-	1.71	2.19	18.07	66.03	13.18	26.27	5,718.13	2,464.29
Assets capitalised during the period from CWIP	-		-	-	-	-	-	-	-	-	-	(870.88)
Disposals	(300.00)	-	-	-	-	-	-	(39.20)	-	-	(339.20)	
Closing gross carrying amount	**3,664.85**	**13,853.72**	**59,122.15**	**180.01**	**249.07**	**71.82**	**533.58**	**317.83**	**196.34**	**233.11**	**78,422.48**	**8,613.89**
Accumulated depreciation												
Opening accumulated depreciation	149.32	1,321.65	9,907.15	53.13	84.96	17.95	156.31	162.76	154.27	118.79	12,126.28	-
Depreciation charged during the period	48.24	433.59	2,724.43	9.00	22.29	4.97	48.63	20.13	20.57	28.42	3,360.28	-
Disposals	-	-	-	-	-	-	-	(35.47)	-	-	(35.47)	-
Closing accumulated depreciation	**197.57**	**1,755.24**	**12,631.58**	**62.13**	**107.24**	**22.92**	**204.94**	**147.42**	**174.84**	**147.22**	**15,451.09**	**-**
Net carrying amount Year ended March 31, 2024	**3,467.29**	**12,098.49**	**46,490.57**	**117.87**	**141.83**	**48.89**	**328.63**	**170.41**	**21.50**	**85.89**	**62,971.38**	**8,613.89**
Gross carrying amount as on year ended March 31, 2025												
Opening gross carrying amount as at April 1, 2024	3,664.85	13,853.72	59,122.15	180.01	249.07	71.82	533.58	317.83	196.34	233.11	78,422.48	8,613.89
Addition	-	1,076.77	3,973.28	-	-	3.44	7.84	-	12.83	7.96	5,082.13	3,182.09
Assets capitalised during the period from CWIP			-								-	(5,226.27)
Disposals	-	-	(163.68)	-	-	-	-	(23.72)	-	0	(187.41)	
Closing gross carrying amount	**3,664.85**	**14,930.50**	**62,931.74**	**180.01**	**249.07**	**75.25**	**541.42**	**294.11**	**209.17**	**241.07**	**83,317.20**	**6,569.71**
Accumulated depreciation												
Opening accumulated depreciation	197.57	1,755.24	12,631.58	62.13	107.24	22.92	204.94	147.42	174.84	147.22	15,451.09	-
Depreciation charged during the period	44.92	451.81	2,896.94	9.00	22.47	5.49	49.60	22.17	5.17	26.18	3,533.74	-
Disposals	-	-	(10.78)	-	-	-	-	(30.76)	-	0	(41.54)	
Closing accumulated depreciation	**242.49**	**2,207.04**	**15,517.74**	**71.13**	**129.71**	**28.41**	**254.54**	**138.82**	**180.01**	**173.40**	**18,943.29**	**-**
Net carrying amount as on year ended March 31, 2025	**3,422.37**	**12,723.45**	**47,414.01**	**108.87**	**119.37**	**46.84**	**286.88**	**155.29**	**29.15**	**67.67**	**64,373.91**	**6,569.71**

Footnotes:

1 The Company has not revalued its Property, Plant and Equipment during the year.

2 For PPE pledged as security, refer footnote no. 1 under note no 19

Notes to the Consolidated Financial Statements

for the year ended March 31, 2025

(a) Title deeds of Immovable Property not held in the name of the Company

Relevant line item in Balance Sheet	Description of item of property	Gross Carrying Value		Title deeds held in the name of	Whether title deed holder is a promoter, director or relative of promoter / director or employee of promoter / director	Property held since which date	Reason for not being held in the name of the Company
		As at 31st March, 2025	As at 31st March, 2024				
Land	Factory land Plot No. 231 VATVA	3.30	3.30	Dispo Dyechem Private Limited	No	October 2018	Property was acquired through amalgamation/merger, the change of name in the name of the Company is pending.
Land	Factory Land Plot No. 232 VATVA	3.30	3.30	Dispo Dyechem Private Limited	No	October 2018	Property was acquired through amalgamation/merger, the change of name in the name of the Company is pending.
Land	Factory Land Plot No. 233 VATVA	3.65	3.65	Dispo Dyechem Private Limited	No	October 2018	Property was acquired through amalgamation/merger, the change of name in the name of the Company is pending.
Land	Factory Land Plot No. 235 VATVA	3.30	3.30	Dispo Dyechem Private Limited	No	October 2018	Property was acquired through amalgamation/merger, the change of name in the name of the Company is pending.
Land	Factory Land Plot No. 236 VATVA	3.30	3.30	Dispo Dyechem Private Limited	No	October 2018	Property was acquired through amalgamation/merger, the change of name in the name of the Company is pending.

Notes to the Consolidated Financial Statements

for the year ended March 31, 2025

(b) Capital Work-In-Progress (CWIP) Ageing Schedule

As at 31st March 2025

	< 1 Year	1- 2 Years	2- 3 Years	> 3 Years	Total
Projects in progress	1,547.13	1,698.29	1,168.87	2,155.41	6,569.71
Projects temporarily suspended	-	-	-	-	-
Total	**1,547.13**	**1,698.29**	**1,168.87**	**2,155.41**	**6,569.71**

As at 31st March 2024

	< 1 Year	1- 2 Years	2- 3 Years	> 3 Years	Total
Projects in progress	1,183.42	1,249.08	4,830.07	1,351.31	8,613.89
Projects temporarily suspended	-	-	-	-	-
Total	**1,183.42**	**1,249.08**	**4,830.07**	**1,351.31**	**8,613.89**

(c) There are no material projects whose completion is overdue as compared to its original plan as at 31st March 2025.

(d) There were no material projects which have exceeded their cost of original plan as at 31st March, 2025.

5 Right-of-Use Asset

(₹ in Lakhs)

Particulars	**Right-of-Use Asset Building**
Year ended March 31, 2024 Gross carrying amount	
Opening gross carrying amount as at April 1, 2023	100.66
Addition	43.60
Disposals	-
Closing gross carrying amount	**144.26**
Accumulated depreciation	
Opening accumulated depreciation	60.21
Depreciation charged during the period	30.64
Disposals	-
Closing accumulated depreciation	**90.86**
Net carrying amount as on March 31, 2024	**53.40**
Year ended March 31, 2025 Gross carrying amount	**-**
Opening gross carrying amount as at April 1, 2024	144.26
Addition	-
Disposals	(70.61)
Closing gross carrying amount	**73.65**
Accumulated depreciation	
Opening accumulated depreciation	90.86
Depreciation charged during the period	19.03
Disposals	(66.25)
Closing accumulated depreciation	**43.64**
Net carrying amount March 31, 2025	**30.01**

Refer Note No-20A and 20B for information of Leases

Notes to the Consolidated Financial Statements

for the year ended March 31, 2025

6 Other Intangible Assets

(₹ in Lakhs)

Particulars	Technical Knowhow	Computer Software	Total
Year ended March 31, 2024 Gross carrying amount			
Opening gross carrying amount as at April 1, 2023	150.00	29.66	179.66
Addition	-	12.32	12.32
Disposals	-	-	-
Closing gross carrying amount	**150.00**	**41.98**	**191.98**
Accumulated depreciation			
Opening accumulated depreciation	150.00	8.35	158.35
Depreciation charged during the period	-	9.88	9.88
Disposals	-	-	-
Closing accumulated depreciation	**150.00**	**18.23**	**168.23**
Net carrying amount as on March 31, 2024	**-**	**23.75**	**23.75**
Year ended March 31, 2025 Gross carrying amount			
Opening gross carrying amount as at April 1, 2024	150.00	41.98	191.98
Addition	-	44.98	44.98
Disposals		-	-
Closing gross carrying amount	**150.00**	**86.96**	**236.96**
Accumulated depreciation			
Opening accumulated depreciation	150.00	18.23	168.23
Depreciation charged during the period	-	23.28	23.28
Disposals			-
Closing accumulated depreciation	**150.00**	**41.51**	**191.51**
Net carrying amount as on March 31, 2025	**-**	**45.45**	**45.45**

Note - The Company has not revalued its Intangible Assets during the year.

7 INVESTMENTS

7A Investments (Non- Current)

₹ In Lakh

Particulars	As at 31st March 2025	As at 31st March 2024
Quoted Investments - FVTOCI		
- Investments in Equity Shares	173.42	232.09
- Investments in Preference Shares	41.50	40.16
Unquoted Investments		
- Investments in Equity Share	217.38	253.20
	432.30	**525.45**
Other Investments - Amortised Cost		
Investment in subsidiary companies	-	
Investment in Associate through LLP	8,925.97	9,004.17
Unquoted Investments		
- Share in Co-operative Society	0.05	0.05
Total	**9,358.32**	**9,529.66**

Notes to the Consolidated Financial Statements

for the year ended March 31, 2025

7B (Current)

(₹ In Lakh)

Particulars	As at 31st March 2025	As at 31st March 2024
Quoted Investments		
- Investments in Mutual Funds	-	330.00
Total	**-**	**330.00**

Particulars	March 31, 2025		March 31, 2024	
	No of Shares	Amount	No of Shares	Amount
I. Investments carried at fair value through OCI:				
Investments in Equity Shares (Quoted)				
- Aarti Industries Limited (FV ₹5) (PY FV ₹5)	30000	117.23	30000	199.66
Investments in Equity Shares (Quoted)				
- Aarti Pharmalabs Limited (FV ₹5) (PY FV ₹5)	7500	56.19	7500	32.62
Investments in Preference Shares (Quoted)				
- Aarti Surfactants Limited - 4% redeemable preference shares	20240	41.50	20240	40.16
		214.92		**272.44**
Investments in Equity Shares (Unquoted)				
- Renew Green (GJ Six) Private Limited (FV ₹ 10) (PY FV ₹ 10)	2530000	217.38	2530000	253.00
		217.38		**253.00**
I. Investments carried at amortised cost:				
Investment in Associate through LLP*	20350000	8,925.97	20350000	9,004.17
Unquoted				
- Share in Co-operative Society	50	0.05	50	0.05
		8,926.02		**9,004.22**
Total		**9,358.32**		**9,529.66**

Footnotes:

1. Aggregate value of quoted investments and its market value is ₹ 9140.89 lakhs (PY 9276.61 lakhs)
2. Aggregate value of unquoted investments is ₹ 217.43 lakhs ((PY 253.05 lakhs).

(₹ In Lakh)

Particulars	As at 31st March 2025		As at 31st March 2024	
Investments - in Mutual fund (Quoted)				
Mutual Fund - measured at FVTPL				
- Axis Mutual Fund			18,402	330.00
Total	**-**	**-**	**18,402.15**	**330.00**

Goodwill on consolidation

(₹ In Lakh)

Particulars	As at 31st March 2025	As at 31st March 2024
Goodwill on consolidation	1,232.76	1,232.76

Notes to the Consolidated Financial Statements

for the year ended March 31, 2025

8 OTHER FINANCIAL ASSETS

8A Non-current (at amortised cost)

(₹ In Lakh)

Particulars	As at 31st March 2025	As at 31st March 2024
Unsecured Considered Good		
Security Deposits	567.99	540.78
Total	**567.99**	**540.78**

8B Current (at amortised cost)

(₹ In Lakh)

Particulars	As at 31st March 2025	As at 31st March 2024
Unsecured, Considered Good		
Interest Receivable	43.22	12.27
Insurance Receivable	496.38	280.73
Gratuity Account Trust	11.11	0.36
Total	**550.71**	**293.35**

9 Other Assets

9A Non-current

(Unsecured, Considered Good unless otherwise stated)

(₹ In Lakh)

Particulars	As at 31st March 2025	As at 31st March 2024
Capital Advance	504.23	558.02
Prepaid Expense	4.54	6.08
Total	**508.77**	**564.10**

9B Current

(Unsecured, considered good, unless otherwise stated)

(₹ In Lakh)

Particulars	As at 31st March 2025	As at 31st March 2024
Balance with Statutory / Government Authorities	811.72	1,211.20
Prepaid Expenses	46.79	47.74
Advances to Suppliers	575.04	452.11
Accrued Income	139.55	-
Total	**1,573.10**	**1,711.05**

Notes to the Consolidated Financial Statements

for the year ended March 31, 2025

10 INVENTORIES

(₹ In Lakh)

Particulars	As at 31st March 2025	As at 31st March 2024
Raw Material (incl In-transit stock)	3,736.05	5,661.02
Fuel	92.47	86.07
Stores & Spares	589.76	746.92
Packing Materials	48.75	53.61
Work-in-Progress	1,477.13	1,023.31
Finished goods	2,952.96	3,852.30
Total	**8,897.12**	**11,423.24**

10.1 In-transit Inventories:

(₹ In Lakh)

Particulars	As at 31st March 2025	As at 31st March 2024
Raw Material	114.36	33.72

Notes- For Mode of Valuation - Refer note no 3.7 from Material Accounting Policies

11 TRADE RECEIVABLES

(₹ In Lakh)

Particulars	As at 31st March 2025	As at 31st March 2024
Trade Receivables - Unsecured	17,953.29	21,156.35
Less - Impairment Allowance	(264.66)	(220.13)
Trade Receivables (Net)	17,688.63	20,936.22
Break up of Security Details		
(i) Unsecured, Considered good	17,688.63	20,936.22
(ii) Unsecured, Credit impaired	264.66	220.13
	17,953.29	**21,156.35**
Less - Impairment Allowance	(264.66)	(220.13)
	17,688.63	**20,936.22**
Total	**17,688.63**	**20,936.22**

(a) Due to the short nature of credit period given to customers, there is no financing component in the contract.

(b) The Company applies the expected credit loss (ECL) model for measurement and recognition of impairment losses on trade receivables. The Company follows the simplified approach for recognition of impairment allowance on trade receivables. The application of the simplified approach does not require the Company to track changes in credit risk. Rather, it recognises impairment allowance based on lifetime ECLs at each reporting date. ECL impairment loss allowance (or reversal) recognised during the period is recognised in the Statement of Profit and Loss. This amount is reflected under the head 'other expenses' in the Statement of Profit and Loss.

Notes to the Consolidated Financial Statements

for the year ended March 31, 2025

(c) Trade receivables (current) ageing :

As at 31 March, 2025

(₹ In Lakh)

Particulars	Outstanding for following periods from due date of payment						Total
	Not Due	Less than 6 Month	6 Month to 1 Year	1-2 Year	2-3 Year	More than 3 Year	
(i) Undisputed Trade Receivables - considered good	8,020.49	9,382.80	361.65	87.28	74.60	26.47	17,953.29
(ii) Undisputed Trade Receivables – credit impaired	-	-	-	-	-	-	-
(iii) Disputed Trade Receivables– considered good	-	-	-	-	-	-	-
(iv) Disputed Trade Receivables – credit impaired	-	-	-	-	-	-	-
		9,382.80	**361.65**	**87.28**	**74.60**	**26.47**	**17,953.29**
Unbilled Trade Receivables							
Less: Impairment Allowance							(264.66)
Total Trade Receivables							**17,688.63**

As at 31 March, 2024

(₹ In Lakh)

Particulars	Outstanding for following periods from due date of payment						Total
	Not Due	Less than 6 Month	6 Month to 1 Year	1-2 Year	2-3 Year	More than 3 Year	
(i) Undisputed Trade Receivables - considered good	8,353.74	5,954.01	1,901.27	4,695.94	86.65	48.79	21,040.39
(ii) Undisputed Trade Receivables – credit impaired	-	-	-	-	-	-	-
(iii) Disputed Trade Receivables– considered good	-	-	-	-	-	-	-
(iv) Disputed Trade Receivables – credit impaired	-	-	-	-	-	115.95	115.95
		5,954.01	**1,901.27**	**4,695.94**	**86.65**	**164.74**	**21,156.34**
Unbilled Trade Receivables							98.41
Less: Impairment Allowance							(220.13)
Total Trade Receivables							**20,936.22**

Movement in expected credit loss allowance of trade receivables

(₹ In Lakh)

Particulars	As at 31st March 2025	As at 31st March 2024
Balance at the beginning of the year	220.13	244.53
Allowances / (write back) during the year	44.53	-
Written off against past provision	-	(24.40)
Balance at the end of the year	**264.66**	**220.13**

Notes to the Consolidated Financial Statements

for the year ended March 31, 2025

12 CASH AND CASH EQUIVALENTS

(₹ In Lakh)

Particulars	As at 31st March 2025	As at 31st March 2024
I. Cash and Cash Equivalents		
Cash on hand	3.54	4.83
Balances with Banks	706.15	339.11
Total	**709.68**	**343.94**

13 Bank Balances Other than Cash & Cash Equivalents

(₹ In Lakh)

Particulars	As at 31st March 2025	As at 31st March 2024
Bank Balances Other than Cash & Cash Equivalents		
In Earmarked Accounts		
Unpaid Dividend Accounts	3.92	3.93
Fixed Deposits	50.95	31.95
Total	**54.87**	**35.88**

14 SHORT TERM LOANS

(₹ In Lakh)

Particulars	As at 31st March 2025	As at 31st March 2024
Unsecured, Considered good	4,861.61	4,861.61
Loan to Employees	56.96	62.32
Total	**4,918.57**	**4,923.93**

15 Current Tax Assets (Net)

(₹ In Lakh)

Particulars	As at 31st March 2025	As at 31st March 2024
Advance Tax and Tax Deducted at Source (Net of Provision)	1,213.30	1,269.14
Total	**1,213.30**	**1,269.14**

Notes to the Consolidated Financial Statements

for the year ended March 31, 2025

16 EQUITY SHARE CAPITAL

A. Authorised Share Capital

(₹ In Lakh)

Particulars	As at 31st March 2025	As at 31st March 2024
Authorised:		
5,21,00,000 Equity Shares of ₹ 10/- each (PY - 3,71,00,000)	5,210	3,710
5,00,000 Redeemable Preference Shares of 10 each.(PY - 5,00,000)	50	50
20,00,000 Optionally Convertible Preference Shares of ₹10 each (PY - 20,00,000)	200	200
40,000 Redeemable Non-Cumulative Preference Shares of ₹100 each (PY - 40,000)	40	40
Total	**5,500.00**	**4,000.00**

B. Issued, Subscribed & Fully Paid Up:

(₹ In Lakh)

Particulars	As at 31st March 2025	As at 31st March 2024
Opening	2,757.50	2,715.35
Add: Equity Shares allotted during the period	2.40	1.60
Add: Bonus Shares allotted during the period	40.56	
Add: Conversion of Optionally Convertible Preference Shares		40.56
	2,800.46	**2,757.50**
Optionally Convertible Preference Shares		40.56
Less : Converted to Equity Shares during the year		(40.56)
	2,800.46	**2,757.50**

Rights, preferences and restrictions attached to equity shares

Ordinary Equity Shares

The Company has only one class of Shares referred to as Equity Shares having par value of ₹ 10. Each holder of equity shares is entitled to one vote per share. The company declares and pays dividend in Indian Rupees. The dividend proposed by the Board of Directors is subject to the approval of the Shareholders in the ensuing Annual General Meeting. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

Optionally Convertible Preference Shares (OCPS)

Pursuant to the scheme of arrangement with Amarjyot Chemical Limited, OCPS were supposed to be converted into equity shares or Redeemable Preference Shares (RPS) before February 2022. After obtaining consent from OCPS shareholders for conversion into equity shares, the Company filed a Settlement Application with SEBI on December 19, 2022. Following SEBI's settlement order dated September 18, 2023, received by the Company on September 20, 2023, 405,561 OCPS were converted into equity shares on December 6, 2023. The Company has received both listing and trading approval of these equity shares from BSE and NSE. These converted equity shares are eligible to receive bonus equity shares in a 1:1 ratio, as previously declared. On March 25, 2025 Company alloted 405,561 Bonus Equity Shares to all eligibile OCPS holder of the Company. The Company received listing approval on April 8, 2025, and trading approval on April 21, 2025, from both the Exchanges for the aforementioned issue and allotment of the Bonus Shares.

Notes to the Consolidated Financial Statements

for the year ended March 31, 2025

C. Reconciliation of Equity Shares Outstanding

(a) Reconciliation of number of ordinary equity shares outstanding

Particulars	March 31, 2025		March 31, 2024	
	No of Shares	Amount	No of Shares	Amount
Shares outstanding at the beginning of the year	27,575,049	2,757.50	27,153,488	2,715.35
Add: Equity Shares ESOP alloted	24,000	2.40	16,000	1.60
Add: Bonus Shares allotted during the period	405,561	40.56	-	-
Add: Conversion of Optionally Convertible Preference Shares	-	-	405,561	40.56
Shares outstanding at the end of the year	**28,004,610**	**2,800.46**	**27,575,049**	**2,757.50**

(b) Reconciliation of number of optionally convertible preference shares outstanding (Instruments entirely equity in nature)

Optionally Convertible Preference Shares Outstanding	March 31, 2025		March 31, 2024	
	Number	Amount	Number	Amount
Shares outstanding at the beginning of the year	-	-	405,561	40.56
Less: Conversion in to ordinary Equity Shares during the year	-	-	(405,561)	(40.56)
Shares outstanding at the end of the year	**-**	**-**	**-**	**-**

D. Details of Shares held by each shareholder holding more than 5% shares

Ordinary Equity Shares	March 31, 2025		March 31, 2024	
	Number	% of Holding	Number	% of Holding
Jaya Chandrakant Gogri	2,309,644	8.25	2,309,644	8.38
Arti Rajendra Gogri	1,977,814	7.06	1,977,814	7.17
Manisha Rashesh Gogri	1,589,114	5.67	1,589,114	5.76
Nikhil Parimal Desai	2,567,353	9.17	2,511,611	9.11

E. Details of Shares held by each Promoters

Ordinary Equity Shares	March 31, 2025		March 31, 2024		% change during the year
	Number	% of Holding	Number	% of Holding	
Chandrakant Vallabhaji Gogri	82,954	0.30	82,954	0.30	-
Jaya Chandrakant Gogri	2,309,644	8.25	2,309,644	8.38	(0.02)
Arti Rajendra Gogri	1,977,814	7.06	1,977,814	7.17	(0.02)
Manisha Rashesh Gogri	1,589,114	5.67	1,589,114	5.76	(0.02)
Mirik Rajendra Gogri	669,334	2.39	669,334	2.43	(0.02)
Vicky Hemchand Gala	258,106	0.92	259,106	0.94	(0.02)
Arvind Kanji Chheda	434,000	1.55	433,476	1.57	(0.01)
Hiral Arvind Chheda	406,000	1.45	405,100	1.47	(0.01)
Hetal Gogri Gala	250,000	0.89	250,000	0.91	(0.02)
Hemchand Lalji Gala	117,079	0.42	117,079	0.42	-
Dhanvanti Hemchand Gala	50,858	0.18	50,858	0.18	-
Dilesh Roadlines Private Limited	798,530	2.85	616,126	2.23	0.28

Notes to the Consolidated Financial Statements

for the year ended March 31, 2025

Ordinary Equity Shares	March 31, 2025		March 31, 2024		% change during the year
	Number	% of Holding	Number	% of Holding	
Aarti Corporate Services Limited	104,640	0.37	102,026	0.37	-
Alchemie Financial Services Limited	57,256	0.20	55,826	0.20	-
Alchemie Finserv Private Limited	36,386	0.13	35,477	0.13	-
Aakansha Pharmachem LLP	5,348	0.02	5,214	0.02	-
Drl Cargo Carriers Private Limited	31,688	0.11	16,820	0.06	0.83
Gloire Trusteeship Services Private Limited (Tulip Family Trust)	612,000	2.19	612,000	2.22	(0.01)
Alabhya Trusteeship Private Limited (Ujjwal Business Trust)	600,000	2.14	600,000	2.18	(0.02)
Saswat Trusteeship Private Limited (Paridhi Business Trust)	129,924	0.46	129,924	0.47	(0.02)
Pooja Renil Gogri	57,334	0.20	57,334	0.21	(0.05)
Indira Madan Dedhia	36,000	0.13	36,000	0.13	-
Vijayanka Chhotalal Shah	1,000	-	1,000	-	
Devang Shah	750	-	750	-	
Rashesh Chandrakant Gogri	600	-	600	-	
Neelam Hemang Shah	335	-	335	-	
Forum Devang Shah	250	-	250	-	
Hemang Chhotalal Shah	205	-	205	-	
Kirti L Gangar	20	-	20	-	
Damayanti Laxmichand Shah	4	-	4	-	
Nehal K Gangar	1	-	1	-	
Total	**10,617,174**	**37.88**	**10,414,391**	**37.75**	**0.88**

Footnote:

1. The Dividend Distribution Policy, in terms of Regulation 43A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 is in place and available on the website of the Company (https://www.valiantorganics.com/assets/investors/dividend-distribution-policy.pdf).
2. The Board of Directors of the Holding Company and Subsidiary Company has not proposed any final dividend for the FY 24-25.

17 OTHER EQUITY

(₹ In Lakh)

Particulars		As at 31st March 2025	As at 31st March 2024
(Refer Statement of Changes in Equity for detailed movement in other equity balances)			
a.	Capital Reserve	12,507.21	12,509.37
b.	Capital Redemption Reserve	-	38.40
c.	Security Premium	224.65	100.89
d.	General Reserve	3,910.88	3,910.88
e.	Retained Earning	52,839.59	53,213.17
f.	Other Comprehensive Income	222.63	318.04
g.	Employee Stock Option Plan	20.83	81.00
Total		**69,725.80**	**70,171.76**

Notes to the Consolidated Financial Statements

for the year ended March 31, 2025

Nature and Purpose of Reserves

Capital Reserve

During amalgamation/merger/acquisition, the excess of net assets taken, over the consideration paid, if any, is treated as capital reserve.

Capital Redemption Reserve

Transferred to Capital Redemption Reserve on redemption of Redeemable Preference Shares during the year and can be used for issuing fully paid up Bonus Shares

General Reserve

General reserve represents amount appropriated out of retained earnings pursuant to the earlier provisions of Companies Act, 1956. Mandatory transfer to general reserve is not required under the Companies Act, 2013.

Retained Earning

Retained earning are the profits that the Company has earned till date, less any transfers to general reserve, any transfers from or to other comprehensive income, dividends or other distributions paid to shareholders.

Equity instruments through Other Comprehensive Income

The Company has elected to recognise changes in the fair value of certain investments in equity securities in other comprehensive income. These changes are accumulated within the FVTOCI equity instruments reserve within equity. The Company transfers amounts from this reserve to retained earnings when the relevant equity securities are de-recognised.

Employee Stock Option Plan

The share options outstanding account is used to record the fair value of equity-settled, share-based payment transactions with employees. The amounts recorded in share options outstanding account are transferred to securities premium, upon exercise of stock options, and transferred to general reserve on account of stock options not exercised by employees.

MOVEMENT IN OTHER EQUITY DURING THE YEAR

Capital Reserve

(₹ In Lakh)

Particulars	**As at 31st March 2025**	**As at 31st March 2024**
Opening Balance	12,509.37	7,846.30
Less: Utilisation for Issue of Bonus shares	(2.16)	-
Fair value adjustment on account of dilution of control(refer note 7)		4,663.07
Closing Balance	**12,507.21**	**12,509.37**

The Fair value adjustment on account of dilution from stepdown subsidiary to stepdown associate has been given in the consolidated financial statement- refer note 7

Capital Redemption Reserve

(₹ In Lakh)

Particulars	**As at 31st March 2025**	**As at 31st March 2024**
Opening Balance	38.40	38.40
Less: Utilisation for Issue of Bonus shares	(38.40)	-
Closing Balance	**-**	**38.40**

Notes to the Consolidated Financial Statements

for the year ended March 31, 2025

General Reserve

(₹ In Lakh)

Particulars	As at 31st March 2025	As at 31st March 2024
Opening Balance	3,910.88	3,910.88
Add : Transferred from Surplus in Statement of Profit & Loss		-
Closing Balance	**3,910.88**	**3,910.88**

Retained Earning

(₹ In Lakh)

Particulars	As at 31st March 2025	As at 31st March 2024
Opening Balance (Surplus in Profit & Loss)	**53,213.17**	**54,041.23**
Add: Net Profit for the year	(342.76)	(839.65)
Less: Remeasurement Gain/(Loss) on defined benefit plan (net off tax)	(30.86)	11.63
Amount available for appropriation	**52,839.59**	**53,213.17**
Appropriation:		-
Dividend		-
Capital Redemption Reserve		-
Closing Balance	**52,839.59**	**53,213.17**

Other Comprehensive Income

(₹ In Lakh)

Particulars	As at 31st March 2025	As at 31st March 2024
Other Comprehensive Income	318.04	258.93
Add: Fair value changes of various Financial intruments (net off tax)	(95.41)	59.11
	222.63	**318.04**

Security Premium

(₹ In Lakh)

Particulars	As at 31st March 2025	As at 31st March 2024
Opening Balance	100.89	
Add: Transfer from Employee Stock option plan	123.76	100.89
Closing Balance	**224.65**	**100.89**

Employee Stock Option Plan

(₹ In Lakh)

Particulars	As at 31st March 2025	As at 31st March 2024
Opening Balance	81.00	66.06
Add: ESOPs Exercised during the period	63.59	14.94
Less : Transfer to security premium	(123.76)	-
Closing Balance	**20.83**	**81.00**

Notes to the Consolidated Financial Statements

for the year ended March 31, 2025

18. Non - Controlling Interest

(₹ In Lakh)

Particulars	As at 31st March 2025	As at 31st March 2024
(a) Dhanvallabh Venture LLP	0.13	0.13
	0.13	**0.13**

19 BORROWINGS

19A Non-current

(₹ In Lakh)

Particulars	As at 31st March 2025	As at 31st March 2024
I. Secured		
Term Loans from Banks		
Foreign currency loan - ECB/FCNR	4,444.44	4,500.01
Indian currency loan	624.66	2,916.09
Total	**5,069.10**	**7,416.10**

19B Current

(₹ In Lakh)

Particulars	As at 31st March 2025	As at 31st March 2024
(A) Repayable on demand from Banks (secured)		
Cash Credit Facility	1,238.78	1,223.40
Working Capital Demand Loan	12,684.65	9,385.17
	13,923.44	**10,608.58**
(B) Current Maturity of Long Term Debt (secured)		
Current Maturity of Long Term Debt	2,143.16	3,494.90
	2,143.16	**3,494.90**
(C) Unsecured		
From Others		
- Indian currency loan	3,710.16	4,126.76
Total	**19,776.75**	**18,230.24**

Footnotes:

1 As at March 31, 2025, ₹ 21,135.69 lakhs (March 31, 2024: ₹ 21,519.58 lakhs) of the total outstanding borrowings were secured by a charge on property, plant and equipment, inventories, receivables and other current assets.

2 The security details of major borrowings as at March 31, 2025 is as below:

(a) Foreign currency term loans as on 31 March 2025, amounting to ₹ 5000.00 lakhs were secured by a charge on immovable & movable properties including movable machinery, spares, tools & accessories, ranking pari passu inter-se. The term loans were drawn in different tranches over the period and were originally payable across 18 equal quarterly instalments starting from Oct 2025 till Jan 2030 as mentioned in the table below:

Particulars	Interest Rate	Quarterly Instalment (Principal)	Repayment Start Date	Repayment End Date
Term loan of USD 6013229	SOFR + 140bps	USD	Oct 2025	Jan 2030

Notes to the Consolidated Financial Statements

for the year ended March 31, 2025

(b) Rupee term loans as on 31 March 2025, amounting to ₹ 6,504.91 lakhs were secured by a charge on immovable & movable properties including movable machinery, spares, tools & accessories, ranking pari passu inter-se. The term loan was originally payable across 16 equal quarterly instalments starting from January 2022 till September 2026 as mentioned in the table below:

Particulars	Interest Rate	Quarterly Instalment	Repayment Start Date	Repayment End Date
Term Loan of ₹ 19,99,97,345/-	Repo + 225bp	₹ 1,24,99,834/-	September 2022	June 2026
Term Loan of ₹ 59,97,26,282/-	T-Bill + 185-225bps	₹26,454,403/-	January 2022	September 2026

3 Working capital facilities from banks as at March 31, 2025 amounting to ₹ 13923.44 lakhs (March 31, 2024 of ₹ 10608.58 lakhs) were secured by a first pari passu charge on the stock of raw materials, finished goods, stock in process, consumable stores and book debts of the Company. These credit facilities carry average interest rates in the range of 7.10% to 9.75% (31 March, 2024: 7.62% to 9.75%).

4 The Company do not have any charges or satisfaction which are yet to be registered with ROC beyond the statutory period.

5 There are no material differences between the quarterly statements of stock filed by the company with banks and the books of accounts.

6 The Company has not been declared as a wilful defaulter by any bank or financial institution or other lender in accordance with the guidelines on wilful defaulters issued by the Reserve Bank of India.

7 Currency and interest exposure of borrowings including current maturities is as below:

		As at 31st March 2025			As at 31st March 2024		
		Fixed Rate	**Floating Rate**	**Total**	**Fixed Rate**	**Floating Rate**	**Total**
(a)	Indian National Rupee (INR) - Total		20,401.41	20,401.41		19,746.31	19,746.31
(b)	United States Dollar (USD) - Total		4,444.44	4,444.44		5,900.03	5,900.03
			24,845.85	**24,845.85**		**25,646.34**	**25,646.34**
(a)	Indian National Rupee (INR) - Hedged (interest rate swaps)						
(b)	United States Dollar (USD) - Hedged (interest rate swaps)		(4,444.44)	(4,444.44)		(5,900.03)	(5,900.03)
			(4,444.44)	**(4,444.44)**		**(5,900.03)**	**(5,900.03)**
(a)	Indian National Rupee (INR) - Unhedged		20,401.41	20,401.41		19,746.31	19,746.31
(b)	United States Dollar (USD) - Unhedged						
			20,401.41	**20,401.41**		**19,746.31**	**19,746.31**
% of Total Borrowings		0.00%	100.00%	100.00%	0.00%	100.00%	100.00%

8 All the floating rate borrowings are bank borrowings bearing interest rates based on Marginal Cost of Lending Rate (MCLR), Repo rate, T-Bill and LIBOR. Of the total floating rate borrowings as at March 31, 2025, ₹ 4444.44 lakhs (March 31, 2024 : ₹ 5900.03 lakhs) has been hedged using interest rate swaps with contracts covering period of more than one year.LIBOR (London Interbank Offered Rate) was a benchmark interest rate that has been discontinued, while SOFR (Secured Overnight Financing Rate) is its replacement.

Notes to the Consolidated Financial Statements

for the year ended March 31, 2025

9 Maturity profile of borrowings including current maturities is as below:

(₹ In Lakh)

Particulars		As at 31st March 2025	As at 31st March 2024
(a)	Not later than one year or on demand	17,633.60	18,242.94
(b)	Later than one year but not two years	2,143.16	2,334.29
(c)	Later than two years but not three years	1,735.77	1,735.77
(d)	Later than three years but not four years	1,111.11	1,111.11
(e)	Later than four years but not five years	1,111.11	1,111.11
(f)	Later than five years but not six years	1,111.11	1,111.11
		24,845.86	**25,646.34**

20 Lease Liabilities

20A Non Current

(₹ In Lakh)

Particulars	As at 31st March 2025	As at 31st March 2024
Lease Liabilities -Non Current		
Long term maturities of lease obligations	13.05	32.40
Total	**13.05**	**32.40**

20B Current

(₹ In Lakh)

Particulars	As at 31st March 2025	As at 31st March 2024
Lease Liabilities -Current		
Current maturities of finance lease obligations	19.35	22.65
Total	**19.35**	**22.65**

Footnotes:

(i) The Company has lease contracts for its office premises and godowns with lease term between 1 year to 3 years. The Company's obligations under its leases are secured by the lessor's title to the leased assets. Generally, the Company is restricted from assigning and subleasing the leased assets. The Company also has certain leases of office premises and godowns with lease terms of 12 months or less. The Company applies the 'short-term lease' recognition exemptions for these leases.

(a) The movement in lease liabilities during the year ended 31 March, 2025 and 31 March, 2024 is as follows:

(₹ In Lakh)

Particulars	As at 31st March 2025	As at 31st March 2024
Balance at the beginning	55.05	43.56
Additions	-	38.55
Accretion of interest	4.03	2.79
Payment of lease liabilities	(26.67)	(29.85)
Balance at the end	**32.40**	**55.05**
Non-current	13.05	32.40
Current	19.35	22.65

Notes to the Consolidated Financial Statements

for the year ended March 31, 2025

(b) The following are the amounts recognised in profit or loss:

(₹ In Lakh)

Particulars	As at 31st March 2025	As at 31st March 2024
Depreciation on right-of-use assets	19.03	21.11
Interest expense on lease liabilities	4.03	2.79
Expense relating to short-term leases	-	97.45
Total amount recognised in statement of profit and loss	**23.05**	**121.35**

(c) Details of carrying amount of right-of-use assets and movement during the period is disclosed under Note 5.

(ii) The maturity analysis of lease liabilities are disclosed in Note 41C (ii) 'Liquidity Risk Management'.

(iii) The effective interest rate for lease liabilities is 9%, with maturity between 2024-2025.

(iv) Expense relating to short-term leases are disclosed under the head Miscellaneous Expenses in other expenses (Refer Note 34).

20C Other financial liabilities

(₹ In Lakh)

Particulars	As at 31st March 2025	As at 31st March 2024
Creditors for Capital Goods	140.89	157.70
Total	**140.89**	**157.70**

21 Provisions

21A Non Current Provisions

(₹ In Lakh)

Particulars	As at 31st March 2025	As at 31st March 2024
Provision for employee benefits		
Provision for Gratuity	4.31	
Provision for Leave Salaries	216.57	185.99
TOTAL	**220.88**	**185.99**

21B Current Provisions

(₹ In Lakh)

Particulars	As at 31st March 2025	As at 31st March 2024
Provision For Employees Benefits		
Provision for Gratuity	193.14	115.73
Provision for Leave Salary	28.71	30.40
Provision for Sick leave Salary	3.99	2.67
Provision for Bonus	243.46	219.00
Total	**469.31**	**367.82**

Footnotes:

(i) Current Provision for Gratuity includes advance gratuity paid by step-down subsidiary.

(ii) The Company presents provision for gratuity and leave salaries as current and non-current based on actuarial valuation considering estimates of availment of leave, separation of employees, etc.

(iii) Detailed disclosure in respect of post-retirement defined benefit schemes is provided in note 31

Notes to the Consolidated Financial Statements

for the year ended March 31, 2025

22 DEFERRED TAX LIABILITIES

(₹ In Lakh)

Particulars	As at 31st March 2025	As at 31st March 2024
Deferred Tax		
Deferred Tax Liabilities (net)	3,439.32	2,915.94
Total	**3,439.32**	**2,915.94**

The major components of deferred tax liabilities / assets on account of temporary differences are as follows:

(₹ in lakhs)

Particulars	As on dated 1st April 2024	Charge / (Credit) to Statement of Profit and Loss	Charge /(Credit) to Other Comprehensive Income	As on dated March 31, 2025
Deferred tax liabilities, on account of				
On Depreciation and amortisation	3,402.40	1,609.23	-	5,011.63
Deferred tax assets, on account of	-	-	-	-
Provision for expense allowed for tax purpose on payment basis (Net)	(161.86)	(45.51)	-	(207.37)
Remeasurement of the defined benefit plans through OCI	(35.49)	-	3.94	(31.55)
Difference in carrying value and tax base of investments in equity instruments measured at FVTOCI	33.73	-	(48.44)	(14.71)
Difference in Right-of-use asset and lease liabilities	(30.01)	29.41	-	(0.60)
MSME dues oustanding at the end of accounting period	(117.06)	76.12	-	(40.94)
Business loss for the year	(175.78)	(1,101.36)	-	(1,277.14)
Deferred tax expense/(benefit) for the year	-	567.89	(44.50)	-
Total	**2,915.94**			**3,439.32**

The major components of deferred tax liabilities / assets on account of temporary differences are as follows:

(₹ in lakhs)

Particulars	As on dated 1st April 2023	Charge / (Credit) to Statement of Profit and Loss"	Charge /(Credit) to Other Comprehensive Income	As on dated March 31, 2024
Deferred tax liabilities, on account of				
On Depreciation and amortisation	3,400.18	2.23	-	3,402.40
Deferred tax assets, on account of	-	-	-	-
Provision for expense allowed for tax purpose on payment basis (Net)	(151.26)	(10.60)	-	(161.86)
Remeasurement of the defined benefit plans through OCI	(15.97)	-	(19.52)	(35.49)

Notes to the Consolidated Financial Statements

for the year ended March 31, 2025

(₹ in lakhs)

Particulars	As on dated 1st April 2023	Charge / (Credit) to Statement of Profit and Loss"	Charge /(Credit) to Other Comprehensive Income	As on dated March 31, 2024
Difference in carrying value and tax base of investments in equity instruments measured at FVTOCI	26.05	-	3.93	33.73
Difference in Right-of-use asset and lease liabilities	(1.12)	(28.89)	-	(30.01)
MSME dues oustanding at the end of accounting period	-	(117.06)	-	(117.06)
Business loss for the year	-	(175.78)	-	(175.78)
Deferred tax expense/(benefit) for the year	-	(330.11)	(15.58)	-
Total	**3,257.88**			**2,915.94**

Reconciliation of tax expense and accounting profit for the year:

(₹ In Lakh)

Particulars	As at 31st March 2025	As at 31st March 2024
Profit before tax	215.17	(869.32)
Income tax expense calculated at 25.168%	54.15	(218.79)
Tax effect on non-deductible expenses	970.72	1,076.23
Effect of concessions (depreciation under income tax act)	(1,580.79)	(839.23)
Effect of Income which is taxed at special rates	-	(120.52)
Effect of Income which is exempted from tax	21.16	(0.36)
Others	554.56	416.42
Total	**19.80**	**313.75**
Adjustment of tax relating to earlier periods	-	-
Tax expense as per Statement of Profit and Loss	19.80	313.75

Deferred tax assets/ liabilities are the amounts of income taxes recoverable/ payable in future periods in respect of taxable temporary differences, respectively.

23 Trade payables

(₹ In Lakh)

Particulars	As at 31st March 2025	As at 31st March 2024
Trade Payables		
(A) Total Outstanding dues of micro enterprises and Small enterprises	783.97	465.12
(B) Total Outstanding dues of creditor other than micro enterprises and Small enterprises	14,084.07	20,279.39
Total	**14,868.03**	**20,744.51**

Notes to the Consolidated Financial Statements

for the year ended March 31, 2025

Footnotes:

Trade payables ageing:

As at 31st March, 2025

(₹ in lakhs)

Particulars		Outstanding for the following periods from due date of payment						
		Unbilled	Not Due	< 1 year	1 Year - 2 Years	2-3 Years	> 3 Years	TOTAL
(i)	MSME	-	-	783.97	-	-	-	783.97
(ii)	Others	-	4,181.29	9,872.33	16.86	11.16	2.42	14,084.07
(iii)	Disputed Dues - MSME	-	-	-	-	-	-	-
(iv)	Disputed Dues - Others	-	-	-	-	-	-	-
		-	**4,181.29**	**10,656.30**	**16.86**	**11.16**	**2.42**	**14,868.03**

As at 31st March, 2024

(₹ in lakhs)

Particulars		Outstanding for the following periods from due date of payment						
		Unbilled	Not Due	< 1 year	1 Year - 2 Years	2-3 Years	> 3 Years	TOTAL
(i)	MSME	-	-	465.12	-	-	-	465.12
(ii)	Others	-	1,424.18	17,867.00	240.83	725.83	21.55	20,279.39
(iii)	Disputed Dues - MSME	-	-	-	-	-	-	-
(iv)	Disputed Dues - Others	-	-	-	-	-	-	-
		-	**1,424.18**	**18,332.12**	**240.83**	**725.83**	**21.55**	**20,744.51**

Disclosures under Section 22 of the Micro, Small and Medium Enterprises Development Act, 2006 (as amended)

(₹ In Lakh)

Particulars		As at 31st March 2025	As at 31st March 2024
(i)	(a) Principal amount remaining unpaid to any supplier	783.97	465.12
	(b) Interest on (i)(a) above	-	-
(ii)	The amount of interest paid along with the principal payment made to the supplier	-	-
(iii)	Amount of interest due and payable on delayed payments	-	-
(iv)	Amount of further interest remaining due and payable for the earlier years	-	-
(v)	Total outstanding dues of Micro and Small Enterprises	-	-
	- Principal	783.97	465.12
	- Interest	-	-

Notes to the Consolidated Financial Statements

for the year ended March 31, 2025

24 Other Current Financial Liabilities

(₹ In Lakh)

Particulars	As at 31st March 2025	As at 31st March 2024
Creditors for Capital Goods	106.90	915.96
Unclaimed Dividends	3.92	3.92
Salaries and Wages payable	6.47	266.36
Other Liabilities	1,464.05	387.63
TOTAL	**1,581.33**	**1,573.88**

a. There is no amount due and outstanding to be credited to Investor Education and Protection Fund as at March 31, 2025

25 Other Current Liabilities

(₹ In Lakh)

Particulars	As at 31st March 2025	As at 31st March 2024
Statutory Dues	152.45	118.55
Revenue Received in Advance	16.01	101.28
Total	**168.46**	**219.83**

26 REVENUE FROM OPERATIONS

(₹ In Lakh)

Particulars	For the Year Ended March 31, 2025	For the Year Ended March 31, 2024
Sale of Products	66,479.16	66,273.34
Sale of Traded Goods	-	634.14
Sale of Services	5,397.02	5,398.45
Total Income From Operation (I) + (II)	**71,876.18**	**72,305.94**

Footnotes:

(a) Disaggregate revenue information

Refer Note 38 for disaggregated revenue information. The management determines that the segment information reported is sufficient to meet the disclosure objective with respect to disaggregation of revenue under Ind AS 115 “Revenue from contracts with customers”.

(b) In case of Domestic Sales, payment terms ranges from 60 days to 100 days based on geography and customers. In case of Export Sales, these are either against documents at sight, documents against acceptance or letters of credit - 60 days to 90 days. There is no significant financing component in any transaction with the customers.

(c) The Company does not provide performance warranty for products, therefore there is no liability towards performance warranty.

(d) The Company does not have any remaining performance obligation as contracts entered for sale of goods are for a shorter duration.

Notes to the Consolidated Financial Statements

for the year ended March 31, 2025

27 OTHER INCOME

(₹ In Lakh)

Particulars		For the Year Ended March 31, 2025	For the Year Ended March 31, 2024
(a)	**Interest Income**		
	Investments in debt instruments measured at fair value through OCI	-	-
	Other financial assets carried at amortised cost	177.37	16.00
	Other interest	39.48	14.80
		216.86	**30.80**
(b)	**Dividend Income**		
	Dividends from quoted equity investments measured at fair value through OCI	0.54	0.56
		0.54	**0.56**
(c)	**Other Non-operating Income**		
	Export Benefits	12.63	11.54
	Sale of Scrap	32.07	15.78
	Miscellaneous Income	449.75	536.10
		494.45	**563.42**
	Profit on Sales of Assets	16.06	34.43
	Share of Profit/Loss on Investment in Subsidiary	135.74	300.86
	Total	**863.65**	**930.07**

28 Cost of Materials Consumed

(₹ In Lakh)

Particulars		For the Year Ended March 31, 2025	For the Year Ended March 31, 2024
(a)	**Raw Materials Consumed**		
	Opening Stock (including goods-in-transit)	5,747.10	6,575.23
	Add : Purchases	42,083.57	47,671.26
		47,830.67	**54,246.49**
	Less: Closing Stock (including goods-in-transit)	3,828.52	5,747.10
		44,002.14	**47,082.03**
(b)	**Packing Materials Consumed**		
	Opening Stock	53.61	50.54
	Add: Purchases		1,266.35
		53.61	**1,316.89**
	Less: Closing Stock	48.75	53.61
		4.86	**1,258.17**
	Total RM/PM Consumption	**44,007.01**	**48,340.20**

Notes to the Consolidated Financial Statements

for the year ended March 31, 2025

29 Purchase of Stock in Trade

(₹ In Lakh)

Particulars	For the Year Ended March 31, 2025	For the Year Ended March 31, 2024
Purchases of stock-in-trade	1,261.56	623.05
	1,261.56	**623.05**

30 CHANGES IN INVENTORIES OF FINISHED GOODS, STOCK IN TRADE AND WORK IN PROGRESS

(₹ In Lakh)

Particulars		For the Year Ended March 31, 2025	For the Year Ended March 31, 2024
I)	**Finished goods**		
	Opening Stock	3,852.30	4,475.66
	Less :Closing Stock FG	2,952.96	3,852.30
	Total A	**899.34**	**623.36**
	Adjustment(refer note 7)		**751.47**
II)	**Work in Progress**		
	Opening Stock	1,023.31	1,047.03
	Less: Closing Stock WIP	1,477.13	1,023.31
	Total B	**(453.82)**	**23.72**
	Grand Total (A+B)	**445.52**	**(104.39)**

31 EMPLOYEES BENEFIT EXPENSES

(₹ In Lakh)

Particulars	For the Year Ended March 31, 2025	For the Year Ended March 31, 2024
Salaries & Wages	3,741.92	4,100.07
Contribution to Provident & other Funds	317.17	312.83
Staff Welfare Expenses	376.21	406.00
Employee Stock Option Plan	63.58	115.83
Total	**4,498.89**	**4,934.73**

A. Post-employment benefits

(i) Provident Fund (defined contribution plan)

The company has certain defined contribution plans. Contributions are made to provident fund for employees at the rate of 12% of basic salary as per regulations. The contributions are made to registered provident fund administered by the government. The obligation of the company is limited to the amount contributed and it has no further contractual nor any constructive obligation. The expense recognized during the period towards defined contribution plan are ₹ 235.64 lakhs (PY ₹ 174.36 lakhs).

Notes to the Consolidated Financial Statements

for the year ended March 31, 2025

(ii) Retirement Gratuity (defined benefit plans)

The company provides for gratuity for employees as per the Payment of Gratuity Act, 1972. Employees who are in continuous service for a period of 5 years are eligible for gratuity. The amount of gratuity payable on retirement/ termination is the employees' last drawn basic salary per month computed proportionately for 15 days salary multiplied by number of years of service. The gratuity plan is a funded plan and the company makes contributions to recognised funds in India. The company maintains a target level of funding to be maintained over a period of time based on estimations of expected gratuity payments.

Aforesaid post-employment benefit plans typically expose the Company to actuarial risks such as: investment risk, interest rate risk, salary risk and longevity risk.

(i) **Investment risk:** The present value of the defined benefit plan liability is calculated using a discount rate determined by reference to government bond yields. If the return on plan asset is below this rate, it will create a plan deficit.

(ii) **Interest risk:** A decrease in the bond interest rate will increase the plan liability. However, this will be partially offset by an increase in the value of plan's debt investments.

(iii) **Salary risk:** The present value of the defined benefit plan liability is calculated by reference to the future salaries of plan participants. As such, an increase in salary of the plan participants will increase the plan's liability.

(iv) **Longevity risk:** The present value of the defined benefit plan liability is calculated by reference to the best estimate of the mortality of plan participants both during and after their employment. An increase in the life expectancy of the plan participants will increase the plan's liability.

Details of defined benefit obligations and plan assets (Gratuity)

The amounts recognised in the balance sheet and the movements in the net defined benefit obligation over the year are as follows :

(₹ In Lakh)

Particulars	For the Year Ended March 31, 2025	For the Year Ended March 31, 2024
Change in defined benefit obligations:		
Obligation at the beginning of the year	490.04	414.40
Current service cost	67.46	54.61
Past Service Cost	-	-
Interest costs	35.33	31.04
Remeasurement (gain)/loss	40.01	13.18
Benefits paid	(107.93)	(23.19)
Obligation at the end of the year	**524.91**	**490.04**

Reconciliation of opening and closing balances of fair value of Plan Assets

(₹ In Lakh)

Particulars	For the Year Ended March 31, 2025	For the Year Ended March 31, 2024
Change in plan assets:		
Fair value of plan assets at the beginning of the year	374.30	342.91
Interest income	26.99	25.68
Return on Plan Assets, Excluding Interest Income	24.34	5.28
Assets Transferred In/(Out) Acquisitions/Dinvestments	(0.53)	-
Employers' contribution	10.28	25.17
Benefits paid	(107.93)	(24.75)
Fair value of plan assets at the end of the year	**327.45**	**374.30**

Notes to the Consolidated Financial Statements

for the year ended March 31, 2025

Amounts recognised in the balance sheet consist of:

(₹ In Lakh)

Particulars	For the Year Ended March 31, 2025	For the Year Ended March 31, 2024
Present Value of Obligation	524.91	490.04
Fair Value of Plan Assets	(327.45)	(374.30)
	197.45	**115.73**
Recognised as:		
Provision for Gratuity (non-current)	4.31	-
Provision for Gratuity (current)	193.14	115.73

Expense/(gain) recognised in the statement of profit and loss consists of:

(₹ In Lakh)

Particulars	For the Year Ended March 31, 2025	For the Year Ended March 31, 2024
Employee benefits expenses:		
Current service cost	67.46	54.61
Past Service Cost		-
Net interest expense	8.34	5.35
	75.80	**59.97**
Other comprehensive income		
Return on Plan Assets, Excluding Interest Income	(24.34)	(5.28)
Actuarial (Gains)/Losses on Obligation For the Period	40.01	13.18
	15.67	**7.90**
Expense/(gain) recognised in the statement of profit and loss	**91.47**	**67.86**

The major categories of plans assets are as follows:

(₹ In Lakh)

Particulars	For the Year Ended March 31, 2025	For the Year Ended March 31, 2024
Asset category		
Insurance fund	327.45	374.30
Total	**327.45**	**374.30**

Key assumptions used in the measurement of retiring gratuity is as below:

(₹ In Lakh)

Particulars	For the Year Ended March 31, 2025	For the Year Ended March 31, 2024
Financial Assumptions:		
Discount Rate	6.89%	7.49%
Rate of escalation in Salary	6.89%	5.50%
Demographic Assumptions:		
Rate of Employee Turnover	3.00%	3.00%
Mortality Rate	Indian Assured Lives Mortality 2012-14 (Urban)	Indian Assured Lives Mortality (2012-14) Ultimate

Notes to the Consolidated Financial Statements

for the year ended March 31, 2025

Maturity profile of defined benefit obligation

(₹ In Lakh)

Particulars	For the Year Ended March 31, 2025	For the Year Ended March 31, 2024
1st following year	39.20	88.28
2nd following year	35.82	19.07
3rd following year	38.33	33.37
4th following year	26.79	36.65
5th following year	46.18	24.62
Sum of year 6 To 10	170.97	147.81
Sum of years 11 and above	993.73	871.09

Sensitivity analysis for significant assumptions:

(₹ In Lakh)

Particulars	For the Year Ended March 31, 2025	For the Year Ended March 31, 2024
Defined Benefit Obligation on Current Assumptions	**524.91**	**490.03**
Delta Effect of +1% Change in Rate of Discounting	(49.83)	(40.96)
Delta Effect of -1% Change in Rate of Discounting	59.82	49.00
Delta Effect of +1% Change in Rate of Salary Increase	60.06	49.36
Delta Effect of -1% Change in Rate of Salary Increase	(50.87)	(41.93)
Delta Effect of +1% Change in Rate of Employee Turnover	5.64	5.74
Delta Effect of -1% Change in Rate of Employee Turnover	(6.84)	(6.95)

Footnotes:

i) The sensitivity analysis have been determined based on reasonably possible changes of the respective assumptions occurring at the end of the reporting period, while holding all other assumptions constant.

ii) The sensitivity analysis presented above may not be representative of the actual change in the projected benefit obligation as it is unlikely that the change in assumptions would occur in isolation of one another as some of the assumptions may be correlated.

iii) Furthermore, in presenting the above sensitivity analysis, the present value of the projected benefit obligation has been calculated using the projected unit credit method at the end of the reporting period, which is the same method as applied in calculating the projected benefit obligation as recognised in the balance sheet.

iv) There was no change in the methods and assumptions used in preparing the sensitivity analysis from prior years.

v) The Company is expected to contribute ₹ 193.14 lakhs to defined benefit plan obligations funds for the year ended March 31, 2025

vi) Expected return on assets is determined by multiplying the opening fair value of the plan assets by the expected rate of return determined at the start of the annual reporting period, taking account of expected contributions & expected settlements during the reporting period.

vii) The Weighted Average Duration of the Plan works out to 12 years.

Notes to the Consolidated Financial Statements

for the year ended March 31, 2025

A. Asset Liability matching strategy:

The money contributed by the Company to the Gratuity fund to finance the liabilities of the plan has to be invested. The trustees of the plan have outsourced the investment management of the fund to an insurance Company. The insurance Company in turn manages these funds as per the mandate provided to them by the trustees and the asset allocation which is within the permissible limits prescribed in the insurance regulations. Due to the restrictions in the type of investments that can be held by the fund, it is not possible to explicitly follow an asset liability matching strategy. There is no compulsion on the part of the Company to fully prefund the liability of the Plan.

B. Other long-term employee benefits

Annual Leave and Sick Leave

The liability towards compensated absences (annual leave and sick leave) for the year ended 31st March, 2025 based on actuarial valuation carried out by using Projected Accrued Benefit Method resulted in increase in liability by ₹ 30.21 lakhs. (FY 2023-24: increased by ₹ 41.41 lakhs).

(a) Financial Assumptions

(₹ In Lakh)

Particulars	For the Year Ended March 31, 2025	For the Year Ended March 31, 2024
Discount Rate	6.89%	7.49%
Salary increases allowing for Price inflation	6.89%	5.50%

(b) Demographic Assumptions

(₹ In Lakh)

Particulars	For the Year Ended March 31, 2025	For the Year Ended March 31, 2024
Mortality	Indian Assured Lives Mortality (2012-14) Ultimate	Indian Assured Lives Mortality (2012-14) Ultimate
Employee Turnover	3.00%	3.00%
Leave Availment Ratio	2.00%	2.00%

32 FINANCE COSTS

(₹ In Lakh)

Particulars	For the Year Ended March 31, 2025	For the Year Ended March 31, 2024
Interest expense:		
(a) on borrowings from banks and others	2,335.85	1,603.97
(b) on lease obligations	4.03	6.54
(c) other financial charges	24.01	23.83
Total	**2,363.90**	**1,634.34**

Notes to the Consolidated Financial Statements

for the year ended March 31, 2025

Footnotes:

(a) Finance costs incurred on various projects being qualifying assets is capitalised in accordance with Ind AS 23.

(b) On adoption of Ind AS 116 Leases, the Company has recognised Right-of-use assets and created lease obligation representing present value of future minimum lease payments. Unwinding of such obligation is recognised as interest expense.

33 DEPRECIATION & AMORTISATION EXPENSES

(₹ In Lakh)

Particulars	For the Year Ended March 31, 2025	For the Year Ended March 31, 2024
Depreciation on Property, Plant and Equipment	3,557.02	3,461.85
Depreciation on Right-of-use assets	19.03	30.64
Total	**3,576.04**	**3,492.49**

34 Other Expenses

(₹ In Lakh)

Particulars	For the Year Ended March 31, 2025	For the Year Ended March 31, 2024
Consumption of stores and spare parts	307.76	675.33
Consumption of Power & Steam	6,900.54	4,048.29
Freight Octroi & Cartage	679.32	1,170.81
Repairs & Maintenance- Building	75.69	-
Repairs & Maintenance- Plant & Machinery	1,669.77	1,926.63
Insurance Charges	287.10	369.74
Water Charges	191.90	214.25
Effluent Treatment Expenses	1,092.89	1,220.68
Boiler Operating Charges	285.76	440.98
Labour Charges	1,579.88	1,731.42
Loading & Unloading Charges	512.31	677.01
Laboratory charges	33.60	62.20
Loss on sale of asset	15.00	-
Consultancy Charges	335.47	358.35
Auditor's Remuneration	14.50	14.78
Foreign Exchange Loss / (Gain)	(14.09)	(41.60)
Freight & Forwarding Charges	616.80	138.69
Export Expenses	67.87	152.99
Security Charges	137.98	125.41
Provision for Bad and Doubtful Debts	151.11	44.53
Rates and Taxes	274.29	176.15
Corporate Social Responsibility Expenses	85.00	284.78
Commission and Incentives on sales	-	69.48
Director Sitting Fees	8.22	4.63
Miscellaneous Expenses	986.81	821.82
Total	**16,295.50**	**14,687.35**

Notes to the Consolidated Financial Statements

for the year ended March 31, 2025

Footnotes:

(a) Details of payments to Auditors (excluding GST)

(₹ In Lakh)

Particulars	For the Year Ended March 31, 2025	For the Year Ended March 31, 2024
Payment to Auditors		
- For Statutory Audit	13.14	13.48
- For Other Services - Certification	0.57	0.55
- For Out of Pocket Exps	0.79	0.75
Total payment to auditors	**14.50**	**14.78**

(b) Corporate Social Responsibility

(₹ In Lakh)

Particulars	For the Year Ended March 31, 2025	For the Year Ended March 31, 2024
Gross amount required to be spent by the Company during the year	**147.20**	**255.83**
Amount approved by the Board to be spent during the year		
Construction / acquisition of any asset	-	-
On purposes other than above	84.12	196.01
Total	**84.12**	**196.01**
Amount spent during the year		
Construction / acquisition of any asset	-	-
On purposes other than above	85.00	259.10
Total	**85.00**	**259.10**
Details of ongoing project and other than ongoing project		
In case of Section 135(6) (ongoing project)		
Opening Balance - With Company	-	-
- In Separate CSR Unspent A/c	-	-
Amount required to be spent during the year	-	-
Amount spent during the year - From Company's bank A/c'	-	-
- From Separate CSR Unspent A/c	-	-
Closing Balance - With Company	-	-
- In Separate CSR Unspent A/c	-	-
In case of Section 135(5) (other than ongoing project)		
Opening Balance	(63.09)	(59.82)
Amount deposited in Specified Fund of Sch. VII within 6 months	-	-
Amount required to be spent during the year	147.20	255.83
Amount spent during the year	85.00	259.10
Closing balance (Excess spent)	(0.88)	(63.09)
Details related to spent / unspent obligations :		
Education and skill Development	21.35	182.78
Medical Grants, Healthca re Facilities	4.00	37.00
Water Manage ment- Conserv ation	18.04	
Women Empower ment And Livelihoo d	41.62	30.00
General Welfare Activities		35.00
- Other than ongoing projects		

Notes to the Consolidated Financial Statements

for the year ended March 31, 2025

35. EARNING PER SHARE (EPS):

(₹ In Lakh)

Particulars	For the Year Ended March 31, 2025	For the Year Ended March 31, 2024
Net Profit available for Equity Shareholders	(342.76)	(839.65)
No. of Equity Shares as per financial statement	28,004,610	27,575,049
Weighted average number of Equity Shares for Basic Earnings Per Share (nos.) (Previous year numbers include Bonus Shares issued during current year)	27,596,208	27,292,680
Weighted average number of Equity Shares for Diluted Earnings Per Share (nos.) (Previous year numbers include Bonus Shares issued during current year)	27,601,920	27,989,158
Basic Earnings Per Share (in ₹)	(1.24)	(3.08)
Diluted Earnings Per Share (in ₹)	(1.24)	(3.00)

Footnotes:

(a) Basic EPS is calculated by dividing profit for the year attributable to equity shareholders of the Company by the weighted average number of Equity shares outstanding during the year.

(b) Diluted EPS amounts are calculated by dividing the profit attributable to equity shareholders of the Company by the weighted average number of Equity shares outstanding during the year plus the weighted average number of Equity shares that would be issued on conversion of all the dilutive potential Equity shares into Equity shares.

(c) **Number of Shares for Computation of EPS**

(₹ In Lakh)

Particulars	For the Year Ended March 31, 2025	For the Year Ended March 31, 2024
Basic EPS (in Nos)		
Existing number of equity shares	27,575,049	27,153,488
OCPS Conversion		128,891
Bonus Shares	7,778	
ESOPs	13,381	10,301
Weighted average number of Equity Shares	**27,596,208**	**27,292,680**
Diluted Earnings Per Share (in Nos)		
Existing number of equity shares	27,596,208	27,153,488
OCPS (Pending for Conversion to equity)		811,122
ESOP (with effect from 4th August 2022)	5,712	24,548
Weighted average number of Equity Shares	**27,601,920**	**27,989,158**

Notes to the Consolidated Financial Statements

for the year ended March 31, 2025

36 Stock option schemes

i) Terms:

The grant of options to the employees under the stock option schemes is on the basis of their performance and other eligibility criteria. The options are vested over a period of 1 years, subject to the discretion of the management and fulfillment of certain conditions.

Options can be exercised anytime within a period of 2.5 years from the date of vesting and would be settled by way of issue of equity shares.

(ii) The details of the grants under the aforesaid schemes under various series are summarised below:

(₹ In Lakh)

Particulars	FY 24-25	FY 23-24
Grant price - (R)	₹ 10 Per option	₹ 10 Per option
Grant dates	13-11-24	09-08-23
Vesting commences on	13-11-25	09-08-24
Options granted and outstanding at the beginning of the year	-	-
Options lapsed	-	-
Options granted	15,000.00	24,000.00
Options exercised		
Options granted and outstanding at the end of the year, of which	15,000.00	24,000.00
Options vested		
Options yet to vest	15,000.00	24,000.00
Weighted average remaining contractual life of options (in years)	3.00	3.00

Expense on Employee Stock Option Schemes debited to the Statement of Profit and Loss during 2024-25 is ₹ 63.59 Lakh (previous year: ₹ 115.83 lakhs), pursuant to the employee stock option schemes . The entire amount pertains to equity-settled employee share-based payment plans.

The fair value of the options granted during the year has been calculated as per the Black-Scholes Option Pricing Model using the following significant assumptions and inputs:

(₹ In Lakh)

Particulars	FY 24-25	FY 23-24
Risk-free interest rate	6.83%	7.28%
Expected life of options	2.5 years	2.5 years
Expected volatility	0.4035	0.4723
Expected dividends over the life of the option	-	0.19%
Share price as on grant date	375.65	536.50
Exercise price	10.00	10.00
Method used to determine expected volatility	Expected volatility is based on the historical volatility of the Company's share price applicable to the total expected life of each option.	Expected volatility is based on the historical volatility of the Company's share price applicable to the total expected life of each option.

Notes to the Consolidated Financial Statements

for the year ended March 31, 2025

37 Contingent Liabilities and Commitments (To the extent not provided for)

(a) Contingent Liabilities

(₹ In Lakh)

Particulars	March 31, 2025	March 31, 2024
Claims against the Company not acknowledged as debts		
GST matters	139.98	111.98
Income tax matters	2,963.30	2,875.37
Stamp Duty	199.87	199.87
Bank Guarantees issued against the notices received from Statutory Authorities.	18.78	25.13
Total	**3,321.92**	**3,212.35**

Commitments

(₹ In Lakh)

Particulars	March 31, 2025	March 31, 2024
Estimated amount of contracts remaining to be executed on capital account and not provided for (net of advances)	384.84	524.15
Total	**384.84**	**524.15**

38 Segment Information

The operating segments have been reported in a manner consistent with the internal reporting provided to the Board of Directors, who are the Chief Operating Decision Makers. The board responsible for allocating resources and assessing the performance of operating segments. Accordingly, the reportable segment is only one segment i.e. Chemicals.

(a) Revenue from Type of Product and Services

There is only one operating segment of the Company which is based on nature of product. Hence the revenue from external customers shown under geographical information is representative of revenue based on product and services.

(b) Geographical Information

(₹ In Lakh)

Particulars	March 31, 2025	March 31, 2024
Segment Revenue - External Turnover		
Within India	68,227.09	68,393.90
Outside India	3,649.08	3,912.04
Total	**71,876.18**	**72,305.94**
Non-Current Assets*		
Within India	72,760.59	73,459.28
Outside India	-	-
Total	**72,760.59**	**73,459.28**

* includes property plant and equipment, intangible assets, capital work-in-progress and other non-financial non-current assets.

Notes to the Consolidated Financial Statements

for the year ended March 31, 2025

(c) Information about major customers

Ind As 108 Segment Reporting Requires Disclosure of its major customers if revenue from transactions with single external customer amounts to 10 per cent or more of company's total revenue. Company's total Revenue of ₹ 71876.18 Lakhs (FY 2023-24: ₹ 67719.21 Lakhs) include sales of ₹ 9315 Lakhs (FY 2023-24: ₹ 10712.09 Lakhs) to two large customers with whom the company is having long standing Relationship.

39 Related Party Transactions

Disclosure on Related Party Transactions as required by Ind AS 24 - Related Party Disclosures is given below:

(a) Subsidiaries (where control exists):

Name of the entity		Country of Incorporation	% of Holding as at 31.03.2025	% of Holding as at 31.03.2024
(i)	Valiant Speciality Chemical Limited	India	100.00%	100.00%
(ii)	Dhanvallabh Ventures LLP	India	73.15%	73.15%
(iii)	Valiant Laboratories limited (Through Dhanvallabh Ventures LLP as a partner. However the Company ceases to be a Subsidiary Company w.e.f October 06,2023)	India	46.84%	46.84%
(iv)	Valiant Advanced Sceinces Private Limited (Through Valiant laboratories limited, Through Dhanvallabh Ventures LLP as a partner.However the Company ceases to be a Subsidiary Company w.e.f October 06,2023)	India	46.84%	46.84%

(b) Key Managerial Personnel:

Name	Designation
Mr. Arvind K. Chheda	Managing Director (Retired w.e.f April 19,2024)
Mr. Sathiababu K. Kallada	Managing Director (w.e.f. May 24, 2024)
Mr. Parimal H. Desai	Managing Director (w.e.f. January 01, 2025)*
Mr. Vishnu J. Sawant	Whole Time Director (Resigned w.e.f., March 31, 2024)
Mr. Mahek M. Chheda	Whole Time Director & Chief Financial Officer
Mr. Nemin M. Savadia	Whole Time Director
Mr. Siddharth D. Shah	Whole Time Director
Mr. Kiritkumar H. Desai	Non-Executive Director
Mr Santosh S. Vora	Non- Executive Director
Mr. Sudhirprakash B. Sawant	Independent Director
Mr Navin C. Shah	Independent Director
Mr. Mulesh M. Savla	Independent Director (Retired w.e.f., April 19, 2025)
Mrs. Sonal A. Vira	Independent Director
Mr. Paras S. Savla	Independent Director (w.e.f. November 13, 2024)
Ms. Avani D. Lakhani	Company Secretary (upto April 15,2024)
Mr. Kaustubh B. Kulkarni	Company Secretary (w.e.f May 24, 2024)*

* Mr. Parimal H. Desai was initially appointed as Non Executive Non Independent Director on May 24, 2024 and subsequently re-designated as Executive Managing Director on Jaunary 01, 2025

Notes to the Consolidated Financial Statements

for the year ended March 31, 2025

(c) Close family members of Key Managerial Personnel who are under the employment of the Company:

(i) Mr. Mahesh M. Savadia
(ii) Mr. Dinesh S. Shah

(d) Other entities/persons where significant influence exist:

(i) Post employment-benefit plan entity:

- Abhilasha Tex Chem P. Ltd. Gratuity Trust
- Valiant Organics Limited Gratuity Trust
- Amarjyot Chemicals P. Limited Gratuity Trust

(ii) Entities Controlled/Significantly influenced by Directors/ Close Family Members of Directors/ Promotors/ Group of Promotoers

- Aarti Industries Limited
- Aarti Pharmalabs Limited
- Aarti Surfactants Limited
- Aarti Drugs Limited
- Alchemie Speciality Chemicals Pvt. Ltd
- Ganesh Polychem Limited
- Dilesh Logistics India Private Limited
- Shanti Intermediates Pvt. Ltd.
- Dinesh Dyestuff Industries
- Ganesh Polychem Limited

Compensation of key management personnel of the Company:

(₹ In Lakh)

Particulars		March 31, 2025	March 31, 2024
(i)	Short-term employee benefits	156.59	190.33
(ii)	Post-employment benefits	-	
(ii)	Director Sitting fees	8.50	5.93
Total compensation paid to key management personnel		**165.09**	**196.26**

Note:

Provision towards gratuity and leave encashment expenses are determined actuarially for the Company as a whole on an annual basis and accordingly have not been considered in the above information.

Details of transactions with and balances outstanding of subsidiaries:

(₹ In Lakh)

Name of related party	Nature of transaction	March 31, 2025		March 31, 2024	
		Transaction value	Outstanding amount	Transaction value	Outstanding amount
Valiant Speciality Chemical Limited	Equity Investment	-	25.00		25.00
Dhanvallabh Ventures LLP	Investment (Partner's Fix Capital)	-	0.37		0.37
	Investment (Partner's Current Capital)	-	4,950.21		4,866.14
	Share in Gain/(Loss) of Subsidiary	(0.58)	N.A.	(1.43)	N.A.

Notes to the Consolidated Financial Statements

for the year ended March 31, 2025

(₹ In Lakh)

Name of related party	Nature of transaction	March 31, 2025		March 31, 2024	
		Transaction value	Outstanding amount	Transaction value	Outstanding amount
Valiant Laboratories Limited	Revenue from Sale of Products	5,015.40	(1.00)	11,610.75	2,218.52
	Purchase of Asset	0.59		25.49	-
	Sales of Asset	4.13			
Valiant Advanced Sciences Private Limited	Revenue from Sale of Products	20.61	20.61	-	-

Details of transactions with and balances outstanding of Key Managerial Personnel (KMP) / Close Family Members of Key Managerial Personnel:

(₹ In Lakh)

Name of related party	Nature of transaction	March 31, 2025		March 31, 2024	
		Transaction value	Outstanding amount	Transaction value	Outstanding amount
Mr. Arvind K. Chheda	Remuneration	1.90	-	36.00	-
Mr. PARIMAL DESAI	Remuneration	30.00			-
	Director Sitting fees	0.56			
	Commission	7.42	(7.42)		
Mr.Vishnu Sawant	Remuneration	4.00	-	24.00	
Mr. Mahek M. Chheda	Remuneration	25.44	-	24.00	-
Mr. Paras Savla	Director Sitting Fees	0.20	-	-	-
Mr. Sathiababu Krishnan Kallada	Remuneration	34.98	-	33.00	-
	ESOP	46.03	-	50.45	
Mr. Sudhirprakash Baburao Sawant	Director Sitting fees	1.29	-	0.75	
Mr. Velji K. Gogri	Director Sitting fees			0.38	-
Mr. Mulesh M. Savla	Director Sitting fees	2.15	-	1.50	-
Mrs. Sonal Vira	Director Sitting fees	1.27	-	0.60	-
Mr. Kirit H. Desai	Director Sitting fees	0.60	-	0.60	-
	ESOP	47.91	-	50.45	
Mr Santosh Shantilal Vora	Director Sitting fees	0.76	-	0.75	-
Mr Navin Chapshi Shah	Director Sitting fees	1.87	-	1.35	-
Mr. Kaustubh Kulkarni(CS)	Remuneration	12.06	(0.91)	11.92	-
Mr. Siddharth D. Shah	Remuneration	25.22	-	23.78	1.39
Mr. Nemin M. Savadia	Remuneration	22.79	-	21.43	1.15
Mr. Mahesh M. Savadia	Professional Fees	14.74	(1.10)	14.73	1.10
Mr. Dinesh S. Shah	Professional Fees	15.00	(1.13)	15.00	1.13
Mr. Pankaj S. Shah	Remuneration	-	-	16.20	1.35

Notes to the Consolidated Financial Statements

for the year ended March 31, 2025

Details of transactions with and balances outstanding of Entities Controlled/Significantly influenced by Directors/ Close Family Members of Directors/ Promotors/ Group of Promotoers:

(₹ In Lakh)

Name of related party	Nature of transaction	March 31, 2025		March 31, 2024	
		Transaction value	Outstanding amount	Transaction value	Outstanding amount
Valiant Organics Limited Gratuity Trust	Contribution to the Gratuity Funds	10.28	327.45	30.30	374.30
Shanti Intermediates Pvt. Ltd.	Revenue from Sale of Products	319.35	31.62	338.52	36.93
Dinesh Dyestuff Industries	Rent Paid	8.48	-	8.48	-
	Purchase of Goods	162.40	(95.77)	13.28	(3.30)
Alchemie Speciality Chemicals Pvt. Ltd.	Purchase of Goods	14.89	-	17.38	(264.32)
Alchemie Speciality Chemicals Pvt. Ltd.	Rent Received	14.16	-	14.16	-
Alchemie Speciality Chemicals Pvt. Ltd.	Interest Receivables	209.74	-	170.27	170.27
Alchemie Speciality Chemicals Pvt. Ltd.	Revenue from Sale of Products	2,907.54	2,099.21	1,602.82	2,095.27
Aarti Industries Limited	Revenue from Sale of Products	11,501.86	-	7,917.49	6,469.94
Aarti Industries Limited	Sale of Asset	57.58	-	875.00	-
Aarti Industries Limited	Interest Payable	820.00	-	390.00	(390.00)
Aarti Industries Limited	Purchase of Goods	29,524.94	(11,661.51)	24,773.03	(19,122.03)
Aarti Drugs Limited	Revenue from Sale of Products	1,893.41	243.84	1,883.41	320.76
Aarti Pharmalabs Limited	Revenue from Sale of Products	6,519.01	-	3,299.55	3,523.59
Aarti Pharmalabs Limited	Purchase of Goods	2,002.67	(289.44)	1,938.78	(3,210.69)
Aarti Pharmalabs Limited	Sale of fixed assets	56.05	-		
Aarti Pharmalabs Limited	Purchase of fixed assets	3.05	-		
Ganesh Polychem Limited	Purchase of Goods	1,038.97	(139.66)	943.83	(91.27)
Dilesh Logistics India Private Limited	Purchase of Goods	105.74	-	64.11	(22.08)
Aarti Surfactants Limited	Purchase of fixed assets	3.00	-		
Alchemie Finchem Private Limited (Alchemie Laboratories)	Revenue from Sale of Products	43.99	8.98		

Notes to the Consolidated Financial Statements

for the year ended March 31, 2025

40 Financial Instruments - Accounting Classification and Fair values

Disclosure pursuant to Ind AS 107 "Financial Instruments: Disclosures"

Category-wise classification for applicable financial assets:

(₹ in Lakhs)

Particulars	Current/ Non-Current	As at 31st March'2025				As at 31st March'2024			
		Carrying Amount	Fair Value			Carrying Amount	Fair Value		
			Level 1	Level 2	Level 3		Level 1	Level 2	Level 3
Financial Assets									
Financial assets measured at cost									
Investment in Subsidiaries	Non-Current	-	N.A	N.A	N.A	-	N.A	N.A	N.A
Financial assets measured at amortised cost									
Loan to Others	Non-Current	4,861.61	N.A	N.A	N.A	4,861.61	N.A	N.A	N.A
Security Deposits	Non-Current	567.99	N.A	N.A	N.A	540.78	N.A	N.A	N.A
Trade Receivables	Current	17,688.63	N.A	N.A	N.A	20,936.22	N.A	N.A	N.A
Cash on hand	Current	3.54	N.A	N.A	N.A	4.83	N.A	N.A	N.A
Balance with Banks	Current	706.15	N.A	N.A	N.A	339.11	N.A	N.A	N.A
Other Fixed Deposits	Current	54.87	N.A	N.A	N.A	35.88	N.A	N.A	N.A
Security Deposits	Current	-	N.A	N.A	N.A	-	N.A	N.A	N.A
Loans to employees	Current	56.96	N.A	N.A	N.A	62.32	N.A	N.A	N.A
Interest Receivable	Current	43.22	N.A	N.A	N.A	12.27	N.A	N.A	N.A
Other Receivables	Current	507.49	N.A	N.A	N.A	281.08	N.A	N.A	N.A
		19,628.84				**27,074.10**	**-**	**-**	**-**
Financial assets measured at fair value through Profit & Loss (FVTPL)									
Investment in Mutual Funds (Quoted)	Current	-	-	-	-	330.00	330.00	-	-
Financial assets measured at fair value through Profit & Loss (FVTOCI)									
Investments in Equity Shares and Preference Shares	Non-Current	432.30	173.42	217.38	41.50	525.45	232.09	253.20	40.16
Investments in Equity Shares	Current								
		432.30	**173.42**	**217.38**	**41.50**	**525.45**	**232.09**	**253.20**	**40.16**
Total Financial Assets		**20,061.14**	**173.42**	**217.38**	**41.50**	**27,599.55**	**232.09**	**253.20**	**40.16**
Financial Liabilities									
Financial liabilities measured at amortised cost									
Long term borrowings - Term Loans from Banks	Non-Current	5,069.10	N.A	N.A	N.A	7,416.10	N.A	N.A	N.A
Long-term maturities of lease obligations	Non-Current	13.05	N.A	N.A	N.A	32.40	N.A	N.A	N.A
Creditors for Capital Goods	Non-Current	140.89	N.A	N.A	N.A	157.70	N.A	N.A	N.A
Short term borrowings - Working capital loans from Banks	Current	16,066.59	N.A	N.A	N.A	14,103.48	N.A	N.A	N.A
Unsecured Loans	Current	3,710.16	N.A	N.A	N.A	4,126.76	N.A	N.A	N.A
Trade Payables									
- Due to Micro, Small and Medium Enterprises	Current	783.97	N.A	N.A	N.A	465.12	N.A	N.A	N.A
- Due to Others	Current	14,084.07	N.A	N.A	N.A	20,279.39	N.A	N.A	N.A
Creditors for Capital Goods	Current	106.90	N.A	N.A	N.A	915.96	N.A	N.A	N.A
Unclaimed Dividends	Current	3.92	N.A	N.A	N.A	3.92	N.A	N.A	N.A
Current maturities of finance lease obligations	Current	19.35	N.A	N.A	N.A	22.65	N.A	N.A	N.A
Other Current Liabilities	Current	1,470.52	N.A	N.A	N.A	653.99	N.A	N.A	N.A
Total Financial Liabilities		**41,468.51**	**-**	**-**	**-**	**48,177.48**	**-**	**-**	**-**

Notes to the Consolidated Financial Statements

for the year ended March 31, 2025

Fair value hierarchy

Level 1 : Hierarchy includes financial instruments measured using quoted prices. This includes listed equity instruments and mutual funds that have quoted price. The mutual funds are valued using the closing NAV.

Level 2 : The fair value of financial instruments that are not traded in an active market is determined using valuation techniques which maximise the use of observable market data and rely as little as possible on entity-specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2.

Level 3 : If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3. This is the case for unlisted equity securities, listed redeemable preference shares for which sufficient observable market data was not available during the year, etc. included in level 3.

This section explains the judgements and estimates made in determining the fair values of the financial instruments that are (a) recognised and measured at fair value and (b) measured at amortised cost and for which fair values are disclosed in the financial statements. To provide an indication about the reliability of the inputs used in determining fair value, the group has classified its financial instruments into the three levels prescribed under the accounting standard. An explanation of each level followed is given in the table above.

41 Financial risk management objectives and policies

The Company's Board of Directors has overall responsibility for the establishment and oversight of the Company's Risk Management framework. The Board 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 financial assets comprise mainly of investments, cash and cash equivalents, other balances with banks, trade receivables and other receivables and financial liabilities comprise mainly of borrowings, trade payables and other payables.

The Company's activities expose it to market risk, liquidity risk and credit risk. The Company's overall risk management focuses on the unpredictability of financial markets and seeks to minimise potential adverse effects on the financial performance of the Company. The Company uses derivative financial instruments, such as cross currency swaps and interest rate swaps to hedge foreign currency risk and interest rate risk exposure . Derivatives are used exclusively for hedging purposes and not as trading or speculative instruments.

A. Market Risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risks: interest rate risk, currency risk and other price risk. Financial instruments affected by market risk include borrowings, investments, trade payables, trade receivables and derivative financial instruments.

(i) Interest rate risk

Interest rate risk is the risk that the fair value of future cash flows of the financial instruments will fluctuate due to changes in market interest rates. Company's interest rate risk arises from borrowings.

The following table demonstrates the sensitivity on the Company's profit before tax, to a reasonably possible change in interest rates of variable rate borrowings on that portion of loans and borrowings affected, with all other variables held constant:

Notes to the Consolidated Financial Statements

for the year ended March 31, 2025

Interest Rate Sensitivity

A change of 50 bps in interest rates would have following impact on Profit before Tax

(₹ In Lakh)

Particulars	March 31, 2025	March 31, 2024
50 BPS increase would (decrease) the Profit before Tax by	(102.01)	(98.73)
50 BPS decrease would increase the Profit before Tax by	102.01	98.73

(ii) Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. The Company transacts in several currencies and consequently the Company is exposed to foreign exchange risk through its sales outside India, and purchases from overseas suppliers in various foreign currencies. The company also has borrowings in foregin currency. The exchange rate between the Indian rupee and foreign currencies has changed substantially in recent years and may fluctuate substantially in the future. Consequently, the results of the Company's operations are affected as the rupee appreciates / depreciates against these currencies. Foreign currency exchange rate exposure is partly balanced by purchase of raw materials and services in the respective currencies.

As at the end of the reporting period, the carrying amounts of the material foreign currency denominated monetary assets and liabilities are as follows:

(₹ In Lakh)

Particulars	As at March 2025		As at March 2024	
	Amount in foreign currency - USD	Amount in Rupees- ₹	Amount in foreign currency - USD	Amount in Rupees- ₹
Liabilities				
United States Dollar (USD)	(50.14)	(4,291.08)	(8.68)	(723.80)
	(50.14)	**(4,291.08)**	**(8.68)**	**(723.80)**
Assets				
United States Dollar (USD)	15.65	1,339.12	8.42	702.27
CNY	-	-		
	15.65	**1,339.12**	**8.42**	**702.27**
Net foreign currency denominated monetory liability/(asset) (total)				
United States Dollar (USD)	(34.49)	(2,951.96)	(0.26)	(21.53)
CNY	-	-		
Foreign exchange derivatives				
USD (Hedged) - Currency swaps against foreign currency borrowings	(51.93)	(4,444.44)	-	-
Net foreign currency denominated monetory liability/(asset) (unhedged)				
United States Dollar (USD)	17.44	1,492.49	(0.26)	(21.53)

Notes to the Consolidated Financial Statements

for the year ended March 31, 2025

Foreign Currency Risk Sensitivity

The following tables demonstrate foreign currency sensitivity on unhedged exposure (1% increase / decrease in foreign exchange rates will have the following impact on profit before tax).

(₹ In Lakh)

Particulars	As at March 2025		As at March 2024	
	+ 100 BPS	- 100 BPS	+ 100 BPS	- 100 BPS
United States Dollar (USD)	14.92	(14.92)	(0.22)	0.22

(iii) Equity Price Risk

The Company's investments in listed equity securities are susceptible to market price risk arising from uncertainties about future values of the investment securities. The Company's Board of Directors reviews and approves all equity investment decisions.

The following table summarises the sensitivity to change in the price of equity securities held by the Company on the Company's Equity and OCI. These changes would not have an effect on profit or loss.

(₹ In Lakh)

Particulars	Impact on other components of equity (OCI)	
	As at 31st March 2025	As at 31st March 2024
5% increase	8.67	28.10
5% decrease	(8.67)	(28.10)

B. Credit risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk from its operating activities, primarily for trade receivables and deposits with banks and other financial assets. The Company ensures that sales of products are made to customers with appropriate creditworthiness. Outstanding customer receivables are regularly monitored by the management. An impairment analysis is performed at each reporting date on an individual basis for major customers. Credit risk on cash and cash equivalents is limited as the Company generally invest in deposits with banks.

Refer footnotes (c) and (d) below note no. 11 for ageing of trade receivables and movement in credit loss allowance.

C. Liquidity Risk

Liquidity risk is the risk that the Company may not be able to meet its financial obligations without incurring unacceptable losses. The objective of liquidity risk management is to maintain sufficient liquidity and ensure that funds are available for use as per requirements. The Company has obtained fund and non-fund based working capital lines from various banks. Furthermore, the Company have access to undrawn lines of committed borrowing/facilities. The Company invests its surplus funds in bank fixed deposits and in mutual funds, which carry no or low market risk. The company consistently generates sufficient cash flows from operations or from cash and cash equivalents to meet its financial obligations including lease liabilities as and when they fall due.

Notes to the Consolidated Financial Statements

for the year ended March 31, 2025

(i) Financing arrangements

(₹ In Lakh)

Particulars	March 31, 2025	March 31, 2024
Secured borrowing facilities		
- Amount used	21,136.00	28,423.01
- Amount unused	14,699.00	16,451.99
Total	**35,835.00**	**44,875.00**

(ii) Maturity profile of financial liabilities

(₹ In Lakh)

Particulars	Less than 1 year	Between 1 to 5 years	Over 5 years
As on 31st March, 2025			
Borrowings	17,633.60	6,101.15	1,111.11
Lease Liabilities	19.35	13.05	-
Trade Payables	14,868.03	-	-
Other Financial Liabilities	1,581.33	-	-
	34,102.31	**6,114.20**	**1,111.11**
As on 31st March, 2024			
Borrowings	18,242.94	6,292.28	1,111.11
Lease Liabilities	22.65	32.40	-
Trade Payables	20,744.51	-	-
Other Financial Liabilities	1,731.58	-	-
	40,741.68	**6,324.68**	**1,111.11**

D. Capital Management

For the purpose of the Company's capital management, capital includes issued equity capital, and all other equity reserves attributable to the equity shareholders. The primary objective of the Company's capital management is to maximise the shareholder value, safeguard business continuity and support the growth of the Company. The Company manages its capital structure and makes suitable adjustments in light of changes in economic conditions.

(₹ In Lakh)

Particulars	March 31, 2025	March 31, 2024
Borrowings - Current and Non-Current	24,845.85	25,646.34
Long-term maturities of Lease obligations	13.05	32.40
Current maturities of Lease obligations	19.35	22.65
Less: cash and cash equivalent	(709.68)	(348.23)
Less: other balances with banks	(54.87)	(31.95)
Less: current investments	-	(330.00)
Net Debts	**24,113.70**	**24,991.21**
Total Equity	72,526.39	72,929.40
% Net debt to equity ratio	**33.25%**	**34.27%**

Notes to the Consolidated Financial Statements

for the year ended March 31, 2025

42 Additional regulatory information required by schedule III to the Companies Act, 2013

(a) The Company does not have any benami property held in its name. No proceedings have been initiated on or are pending against the Company for holding benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and Rules made thereunder.

(b) The Company does not have any transactions or relationships with any companies struck off under Section 248 of the Companies Act, 2013 or Section 560 of the Companies Act, 1956.

(c) The Company has complied with the requirement with respect to number of layers as prescribed under section 2(87) of the Companies Act, 2013 read with the Companies (Restriction on number of layers) Rules, 2017.

(d) Utilisation of borrowed funds and share premium:

(i) The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:

- 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.

(ii) The Company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:

- directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or
- provide any guarantee, security or the like on behalf of the ultimate beneficiaries.

(e) There is no income surrendered or disclosed as income during the year in tax assessments under the Income Tax Act, 1961 (such as search or survey), that has not been recorded in the books of account.

(f) The Company has not traded or invested in crypto currency or virtual currency during the year.

(g) The Company has not given any loan or advance in the nature of loan to the Promoter or Directors

43 Ratio Analysis

Sr. No.	Ratio	Numerator	Denominator	As at 31st March 2025	As at 31st March 2024	% Change
1	Current ratio	Current Assets	Current Liabilities = Total current liabilities - Current maturities of non-current borrowings and lease obligations	1.03	1.79	-42.71%
2	Net Debt-Equity ratio	Net debt = Non-current borrowings + Current borrowings + Non-current and current lease liabilities - Current investments - Cash and cash equivalents - Other balances with banks (including non-current earmarked balances)	Equity [Equity = Equity share capital + Other equity]	0.33	0.34	-2.21%

Notes to the Consolidated Financial Statements

for the year ended March 31, 2025

Sr. No.	Ratio	Numerator	Denominator	As at 31st March 2025	As at 31st March 2024	% Change
3	Debt Service Coverage ratio	Earnings before interest, tax, Depreciation & Amortisation	Total debt service [Total debt service = Finance Cost + Long Term Borrowings + Current Portion of Long Term Borrowings + Lease Liabilities]	0.65	0.17	281.48%
4	Return on Equity ratio	Profit after tax	Average total equity [Equity = Equity share capital + Other equity]	-0.47%	-1.14%	-58.66%
5	Inventory Turnover ratio	Cost of goods sold	Average Inventory	4.50	4.06	10.82%
6	Trade Receivable Turnover ratio	Revenue from Sale of Products and Services	Average Trade Receivable	3.72	3.12	19.29%
7	Trade Payable Turnover ratio	Adjusted Expenses [Adjusted Expenses = Total Expenses - Finance Cost - Depreciation and Amortisation Expense – Employee Benefit Expenses – Other expenses with respect to Rates & Taxes, Provision for Doubtful Debts, Sundry Balances Written-off, CSR and Foreign Exchange Gain/Loss]	Average Trade Payables	3.45	3.39	1.91%
8	Net Capital Turnover ratio	Revenue from Operations	Average Working capital = Current assets – Current liabilities	(122.92)	18.56	-762.30%
9	Net Profit ratio	Profit after tax	Revenue from operations	-0.48%	-1.16%	-58.89%
10	Return on Capital Employed	Earnings before interest and tax	Average Capital Employed [Capital Employed = Total Assets - Current Liabilities]	3.22%	1.26%	155.37%
11	Return on Investment	Income generated from Investments	Average Investments	0.43%	5.16%	-91.57%

Notes to the Consolidated Financial Statements

for the year ended March 31, 2025

44 Disclosure of additional information pertaining to the parent, subsidiary and joint venture companies as per Schedule III of the Companies Act, 2013

(₹ In Lakhs)

Name of Entities	Net Assets		Share in Profit or Loss		Share in Other Comprehensive Income		Share in Total Comprehensive Income	
	As % of consolidated net assets	Amount (₹ in Lakhs)	As % of consolidated profit or loss	Amount (₹ in Lakhs)	As % of consolidated other comprehensive income	Amount (₹ in Lakhs)	As % of consolidated total comprehensive income	Amount (₹ in Lakhs)
Holding Company								
Valiant Organics Limited	99.97%	66,161.36	138.93%	(299.84)	100.00%	(92.70)	127.23%	(392.54)
Indian Subsidiaries			-		-		-	-
1. Dhanvallabh Venture LLP*	0.00%	0.50	-38.96%	84.07	0.00%	-	-27.25%	84.07
2. Valiant laboratories limited (Through Dhanvallabh Ventures LLP as a partner)*	0.00%		0.00%		0.00%		0.00%	-
3. Valiant Speciality Chemical Limited	0.03%	20.54	0.02%	(0.05)	0.00%	-	0.02%	(0.05)
Total [A]		**66,182.40**		**(215.82)**		**(92.70)**		**(308.52)**
(a) Adjustments arising out of consolidation		6,343.86		(188.66)		(2.70)		(191.36)
(b) Non-controlling Interest		0.13		30.86				30.86
Total [B]		**6,344.00**		**(157.80)**		**(2.70)**		**(160.50)**
Consolidated [A + B]		**72,526.39**		**(373.62)**		**(95.40)**		**(469.02)**

Notes:

1. Net Assets of Partnership firms represents total fixed capital of partners. Current account of partners are reflected in short-term borrowings in consolidated financial statements.
2. Profit attributable to minority interest is reflected in current account of partners as subsidiary entities are partnership firms.
3. Holding Company being partner, its share of profits in subsidiary entities is reflected in its standalone financial statements.

CIN: L24230MH2005PLC151348
Regd. Off.: 109, Udyog Kshetra, Mulund-Goregaon Link Road, Mulund (W), Mumbai 400080
Website: - www.valiantorganics.com **Email:** - investor@valiantorganics.com
Telephone: 91-22-6797 6683

Notice of Annual General Meeting

Notice is hereby given that the Twentieth Annual General Meeting ("**AGM**") of the Members of **Valiant Organics Limited** (the "**Company**") will be held on **Friday, September 26, 2025 at 11.30 A.M. (IST)** through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") to transact the following businesses. The venue of the AGM shall be deemed to be the Registered Office of the Company:

ORDINARY BUSINESS:

1) **To receive, consider and adopt the Audited Standalone and Consolidated Financial Statements for the financial year ended March 31, 2025 together with the Reports of the Board of Directors' and the Auditors' thereon :**

To consider and if thought fit, to pass the following resolution as an **Ordinary Resolution:**

"**RESOLVED THAT** the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2025, together with the Reports of the Board of Directors and Auditors thereon and the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2025, together with the Report of the Auditors thereon, as circulated to the Members be and are hereby received, considered and adopted".

2) **To appoint a Director in place of Shri Mahek M. Chheda (DIN: 06763870) who is liable to retire by rotation and being eligible, offers himself for re-appointment:**

To consider and if thought fit, to pass the following resolution as an **Ordinary Resolution:**

"**RESOLVED THAT** pursuant to the provision of Section 152 and other applicable provisions of the Companies Act, 2013, Shri Mahek M. Chheda (DIN: 06763870), who retires by rotation, be and is hereby re-appointed as a director liable to retire by rotation."

3) **To appoint a Director in place of Dr. Kiritkumar H. Desai (DIN: 08610595) who is liable to retire by rotation and being eligible, offers himself for re-appointment:**

To consider and if thought fit, to pass the following resolution as an **Ordinary Resolution:**

"**RESOLVED THAT** pursuant to the provision of Section 152 and other applicable provisions of the Companies Act, 2013, Dr. Kiritkumar H. Desai (DIN: 08610595), who retires by rotation, be and is hereby re-appointed as a director liable to retire by rotation."

SPECIAL BUSINESS:

4) **To appoint Secretarial Auditor of the Company:**

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

"**RESOLVED THAT**, pursuant to the provisions of Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), read with sections 179, 204 of the Companies Act 2013 and Rule 9 of the Companies (Appointment & Remuneration of Managerial Personnel) Rules 2014, including any amendments thereto and based on the recommendation(s) of the Audit Committee and the Board of Directors of the Company ('Board'), the consent of the members be and is hereby accorded for the appointment of M/s. Mehta & Mehta, Practicing Company Secretaries having Firm Registration Number: P1996MH007500, a peer reviewed firm as the Secretarial Auditor of the Company for the period of 5 years commencing from the financial year 2025-26 till the financial year 2029-30 i.e. April 01, 2025 until March 31, 2030, at such remuneration as may be finalized between the Secretarial Auditor and the Board of Directors and/or the Key Managerial Personnel of the Company.

RESOLVED FURTHER THAT approval of the members s hereby accorded to the Board to avail or obtain from the Secretarial Auditor, such other services or certificates, reports, or opinions which the Secretarial Auditors may be eligible to provide or issue under the Applicable Laws at a remuneration to be determined by the Board and/or the Key Managerial Personnel of the Company.

RESOLVED FURTHER THAT the Executive Directors and Key Managerial Personnel of the Company be and are hereby severally authorized to take such steps and to do all such acts, deeds, matters, and things as may be considered necessary, proper, and expedient to give effect to this Resolution."

5) **To approve the remuneration payable to Shri Sathiababu K. Kallada (DIN: 02107652), Managing Director of the Company:**

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

"**RESOLVED THAT** pursuant to the provisions of Sections 197, 198, Schedule V and all other applicable provisions of the Companies Act, 2013 (the "Act") and the rules made thereunder, the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and in partial modification of the resolutions passed by the members of the Company at the Annual General Meeting held on August 21, 2024, and by way of postal ballot on January 1, 2025, and based on the recommendation of the Nomination and Remuneration Committee and the approval of the Board of Directors, the consent of the members be and is hereby accorded for payment of remuneration to Shri Sathiababu K. Kallada (DIN: 02107652), Managing Director, for the period commencing from FY 2024–25 up to FY 2026–27, comprising salary, perquisites, allowances, benefits, amenities and other components, together with the perquisite value of stock options granted / to be granted under the Valiant Employee Stock Option Plan 2022 or any other scheme of the Company, notwithstanding that the aggregate remuneration payable may exceed the ceiling of remuneration approved on January 1, 2025 and overall limits prescribed under Section 197 read with Schedule V of the Act and the rules made thereunder.

RESOLVED FURTHER THAT in the event of any statutory amendment, modification of the provisions of Schedule V of the Companies Act, 2013, the Board of Directors be and is hereby authorized to vary or increase the remuneration including salary, perquisites, allowances etc. within such prescribed limits or ceiling and the Agreement between the Company and Managing Director, Shri Sathiababu K. Kallada be suitably amended to give effect to such modification, relaxation or variation without any further need to seek consent of the members of the Company;

RESOLVED FURTHER THAT except for the revision in the terms of appointment pertaining to Remuneration, all other terms and conditions of appointment, as approved earlier by the Members on August 21, 2024 and January 1, 2025 and which are not dealt with in this Resolution, shall remain unchanged and continue to be effective.

RESOLVED FURTHER THAT the Executive Directors and Key Managerial Personnel of the Company be and are hereby severally authorized to take such steps and to do all such acts, deeds, matters, and things as may be considered necessary, proper, and expedient to give effect to this Resolution."

6) **Approval of Material Related Party Transaction(s) with Aarti Industries Limited:**

To consider and, if thought fit, to pass the following resolution as an **Ordinary Resolution:**

"**RESOLVED THAT** pursuant to Regulations 2(1)(z) and 23(4) and such other applicable Regulations, if any, of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") as amended from time to time read with Section 188 of the Companies Act 2013 and other applicable provisions of the Companies Act, 2013 and rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and pursuant to the Company's Policy on Materiality of Related Party Transaction(s) and dealing with Related Party Transaction(s)' and as per the recommendation / approval of the Audit Committee and the Board of Directors of the Company as may be applicable from time to time, the approval of the members of the Company be and is hereby accorded to the Board of Directors (which term shall be deemed to include any Committee constituted / empowered / to be constituted by the Board from time to time to exercise its powers conferred by this

Resolution) of the Company to enter into contract(s)/ arrangement(s) / transaction(s) (whether by way of an individual transaction or transactions taken together or series of transactions or otherwise) with Aarti Industries Limited (AIL), being part of Promoter, a Related Party of the Company, relating to sale of any goods/ materials and/ or rendering of / services; purchase of any goods/ materials and/ or availing of services or other resources and obligations on such terms and conditions as may be agreed between the Company and AIL and as may be deemed fit by the Board, for an aggregate amount not exceeding ₹ 855 Crores (Rupees Eight Hundred Fifty Five Crores Only) for the Financial Year 2026-2027 being carried out at arm's length basis in the ordinary course of business of the Company.

RESOLVED FURTHER THAT the Executive Directors and Key Managerial Personnel of the Company be and are hereby severally authorised to do all such acts, deeds, matters and things, to finalise the terms and conditions of the transactions and to execute or authorize any person to execute all such documents, instruments and writings as may be considered necessary, relevant, usual, customary, proper and/or expedient for giving effect to this resolution and to settle any question that may arise in this regard and incidental thereto, without being required to seek any further consent or approval of the Members or otherwise to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution.

RESOLVED FURTHER THAT all actions taken by the Board or any person so authorized by the Board, in connection with any matter referred to or contemplated in any of the foregoing resolutions, be and are hereby approved, ratified and confirmed in all respects."

7) **Approval of Material Related Party Transaction(s) with Valiant Laboratories Limited:**

To consider and, if thought fit, to pass the following resolution as an **Ordinary Resolution:**

"RESOLVED THAT pursuant to Regulations 2(1)(z) and 23(4) and such other applicable Regulations, if any, of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") as amended from time to time read with Section 188 of the Companies Act 2013 and other applicable provisions of the Companies Act, 2013 and rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and pursuant to the Company's Policy on Materiality of Related Party Transaction(s) and dealing with Related Party Transaction(s)' and as per the recommendation/ approval of the Audit Committee and the Board of Directors of the Company as may be applicable from time to time, the approval of the members of the Company be and is hereby accorded to the Board of Directors (which term shall be deemed to include any Committee constituted / empowered / to be constituted by the Board from time to time to exercise its powers conferred by this Resolution) of the Company to enter into contract(s)/ arrangement(s)/ transaction(s) (whether by way of an individual transaction or transactions taken together or series of transactions or otherwise) with Valiant Laboratories Limited (VLL), being an indirect Associate Company and Related Party of the Company, relating to sale of any goods/ materials and/ or rendering of / services; purchase of any goods/ materials and/ or availing of services or other resources and obligations, etc. on such terms and conditions as may be agreed between the Company and VLL and as may be deemed fit by the Board, for an aggregate amount not exceeding ₹ 361 Crores (Rupees Three Hundred Sixty One Crores Only) for the Financial Year 2026-2027 being carried out at arm's length basis in the ordinary course of business of the Company.

RESOLVED FURTHER THAT the Executive Directors and Key Managerial Personnel of the Company be and are hereby severally authorised to do all such acts, deeds, matters and things, to finalise the terms and conditions of the transactions and to execute or authorize any person to execute all such documents, instruments and writings as may be considered necessary, relevant, usual, customary, proper and/or expedient for giving effect to this resolution and to settle any question that may arise in this regard and incidental thereto, without being required to seek any further consent or approval of the Members or otherwise to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution.

RESOLVED FURTHER THAT all actions taken by the Board or any person so authorized by the Board, in connection with any matter referred to or contemplated in any of the foregoing resolutions, be and are hereby approved, ratified and confirmed in all respects."

8) **Approval of Material Related Party Transaction(s) with Alchemie Speciality Chemicals Private Limited:**

To consider and, if thought fit, to pass the following resolution as an **Ordinary Resolution:**

"RESOLVED THAT pursuant to Regulations 2(1)(z) and 23(4) and such other applicable Regulations, if any, of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") as amended from time to time read with Section 188 of the Companies Act 2013 and other applicable provisions of the Companies Act, 2013 and rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and pursuant to the Company's Policy on Materiality of Related Party Transaction(s) and dealing with Related Party Transaction(s)' and as per the recommendation/ approval of the Audit Committee and the Board of Directors (which term shall be deemed to include any Committee constituted / empowered / to be constituted by the Board from time to time to exercise its powers conferred by this Resolution) of the Company as may be applicable from time to time, the approval of the Members of the Company be and is hereby accorded to the Board of Directors of the Company to enter into contract(s)/ arrangement(s)/ transaction(s) (whether by way of an individual transaction or transactions taken together or series of transactions or otherwise) with Alchemie Speciality Chemicals Private Limited (ASCPL), being a Related Party of the Company, relating to sale of any goods/ materials and/ or rendering of / services; purchase of any goods/ materials and/ or availing of services or other resources and obligations, etc. on such terms and conditions as may be agreed between the Company and ASCPL and as may be deemed fit by the Board, for an aggregate amount not exceeding ₹ 180 Crores (Rupees One Eighty Crores Only) for the Financial Year 2026-2027 being carried out at arm's length basis in the ordinary course of business of the Company.

RESOLVED FURTHER THAT the Executive Directors and Key Managerial Personnel of the Company be and are hereby severally authorised to do all such acts, deeds, matters and things, to finalise the terms and conditions of the transactions and to execute or authorize any person to execute all such documents, instruments and writings as may be considered necessary, relevant, usual, customary, proper and/or expedient for giving effect to this resolution and to settle any question that may arise in this regard and incidental thereto, without being required to seek any further consent or approval of the Members or otherwise to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution.

RESOLVED FURTHER THAT all actions taken by the Board or any person so authorized by the Board, in connection with any matter referred to or contemplated in any of the foregoing resolutions, be and are hereby approved, ratified and confirmed in all respects."

9) **Approval of Material Related Party Transaction(s) with Valiant Advanced Sciences Private Limited:**

To consider and, if thought fit, to pass the following resolution as an **Ordinary Resolution:**

"RESOLVED THAT pursuant to Regulations 2(1)(z) and 23(4) and such other applicable Regulations, if any, of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") as amended from time to time read with Section 188 of the Companies Act 2013 and other applicable provisions of the Companies Act, 2013 and rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and pursuant to the Company's Policy on Materiality of Related Party Transaction(s) and dealing with Related Party Transaction(s)' and as per the recommendation/ approval of the Audit Committee and the Board of Directors (which term shall be deemed to include any Committee constituted / empowered / to be constituted by the Board from time to time to exercise its powers conferred by this Resolution) of the Company as may be applicable from time to time, the approval of the Members of the Company be and is hereby accorded to the Board of Directors of the Company to enter into contract(s)/ arrangement(s)/ transaction(s) (whether by way of an individual transaction or transactions taken together or series of transactions or otherwise) with Valiant Advanced Sciences Private Limited (VASPL), being an Indirect Associate Company and Related Party of the Company, relating to sale of any goods/ materials and/ or rendering of / services; purchase of any goods/ materials and/ or availing of services or other resources and obligations, etc. on such terms and conditions as may be agreed between the Company and VASPL and as may be deemed fit by the Board, for an aggregate amount not exceeding ₹ 112 Crores (Rupees One Hundred Twelve Crores Only) for the Financial Year 2026-2027 being carried out at arm's length basis in the ordinary course of business of the Company.

RESOLVED FURTHER THAT the Executive Directors and Key Managerial Personnel of the Company be and are hereby severally authorised to do all such acts, deeds, matters and things, to finalise the terms and conditions of the transactions and to execute or authorize any person to execute all such documents, instruments and writings as may be considered necessary, relevant, usual, customary, proper and/or expedient for giving effect to this resolution and to settle any question that may arise in this regard and incidental thereto, without being required to seek any further consent or approval of the Members or otherwise to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution.

RESOLVED FURTHER THAT all actions taken by the Board or any person so authorized by the Board, in connection with any matter referred to or contemplated in any of the foregoing resolutions, be and are hereby approved, ratified and confirmed in all respects."

10) To ratify the remuneration payable to Cost Auditor for Financial Year 2025–26

To consider and if thought fit, to pass the following resolution as an **Ordinary Resolution**

"RESOLVED THAT pursuant to Section 148(3) and other applicable provisions if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, (including any Statutory modifications(s) or re-enactment(s) thereof, for the time being in force, the members of the Company be and hereby ratify the payment of remuneration of ₹ 1,92,500/- (Rupees One Lakh Ninety Two Thousand Five Hundred Only) plus Tax as applicable and reimbursement for out of pocket expenses to be paid to Smt. Ketki D. Visariya, Cost Accountant (Membership Number 16028), appointed by the Board of Directors based on the recommendation of the Audit Committee, as Cost Auditors of the Company to conduct the audit of cost records of the Company for the financial year 2025-26.

RESOLVED FURTHER THAT the Executive Directors & Key Managerial Personnel be and are hereby severally authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.

Registered Office:
109, Udyog Kshetra, First Floor,
Mulund Goregaon Link Road,
Mulund (W), Mumbai-400080

Place: Mumbai
Date: August 13, 2025

By order of the Board

Sd/-
Kaustubh Kulkarni
Company Secretary
ICSI M No.: A52980

NOTES:

1. In terms of General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 5, 2020, 10/2022 dated December 28, 2022, 9/2023 dated September 25, 2023 and subsequent circulars issued in this regard, the latest being 9/2024 dated September 19, 2024 issued by the Ministry of Corporate Affairs ('MCA') and Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 7, 2023 and SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 03, 2024 issued by the Securities and Exchange Board of India (collectively referred to as 'Circulars'), 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'), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') and the Circulars, the 20th AGM of the members of the Company is being held through VC / OAVM on Friday, September 26, 2025 at 11.30 a.m. (IST) without the physical presence of Members at a common venue. The deemed venue for the AGM shall be the Registered Office of the Company.

2. In accordance with the provisions of the Act, read with the Rules made thereunder and pursuant to Circulars, since the AGM of the Company is being held through VC/OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM and hence the Proxy Form, Attendance Slip and Route Map are not annexed to this Notice.

3. Members attending the AGM through VC / OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.

4. Pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of the Listing Regulations (as amended), the Secretarial Standards on General Meetings (SS-2) issued by Institute of Company Secretaries of India (ICSI) and the Circulars issued by the Ministry of Corporate Affairs dated April 08, 2020, April 13, 2020 May 05, 2020, 9/2023 dated September 25, 2023 and September 19, 2024, the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means and for participation in the AGM, as the authorized agency. The facility of casting votes by a member using remote e-Voting system, as well as voting on the date of the AGM will be provided by NSDL.

5. In compliance with the MCA & SEBI Circulars, the Notice of the AGM along with the Annual Report 2024-25 is being sent through electronic mode to those Members whose e-mail addresses are registered with the Company's Registrar and Share Transfer Agent/ Depositories. Further, in accordance with Regulation 36(1)(b) of the Listing Regulations, a letter providing the web-link for accessing the Annual Report is being sent to those Members who have not registered their e-mail IDs with the Company's Registrar and Share Transfer Agent/ Depositories.

6. Members may note that the Notice and Annual Report 2024-25 will also be available on the Company's website at www.valiantorganics.com. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively and also on the website of NSDL (agency for providing the Remote e-Voting facility) at www.evoting.nsdl.com.

7. Members holding shares of the Company as on **Friday, September 19, 2025** shall be entitled to vote at the Annual General Meeting of the Company. A person who is not a member as on the cut-off date should treat this notice for information purposes only.

8. In the case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote at the AGM through e-voting.

9. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 in respect of the Special Business item nos. 4 to 10 is annexed hereto and forms part of the Notice.

10. Statement giving details of the Directors seeking appointment and re-appointment is also annexed with this Notice pursuant to the requirement of Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as 'Listing Regulations') and Secretarial Standard on General Meeting ("SS-2").

11. At the 18th AGM, M/S Gokhale & Sathe, Chartered Accountants, (Firm Registration No.: 103264W) were

re-appointed as Statutory Auditors of the Company for a period of 5 years i.e., until the conclusion of 23rd AGM of the Company.

12. All the relevant documents referred to in this AGM Notice and Explanatory Statement etc., Register of Directors' and Key Managerial Personnel and their shareholding maintained under Section 170 and Register of Contracts or Arrangements in which Directors are interested, maintained under Section 189 of the Companies Act, 2013 and other documents shall be available electronically for inspection by the members on all working days during 11:00 a.m. (IST) to 1:00 p.m. (IST) till the date of AGM. Members seeking to inspect such documents can send an e-mail to investor@valiantorganics.com from their registered e-mail address.

13. Pursuant to Section 113 of the Act, Institutional / Corporate Shareholders (i.e. other than individuals / HUF, NRI, etc.) attending the meeting through VC / OAVM are required to send a scanned copy (PDF/ JPG Format) of its Board or governing body Resolution/Authorisation etc., authorising its representative to attend the AGM through VC / OAVM on its behalf and to vote through remote e-voting. The said Resolution / Authorisation shall be sent to the scrutiniser by email through its registered email address to jpc@mehtamehta.in/ ronak@mehta-mehta.com with a copy marked to evoting@nsdl.com.

14. Members holding shares in dematerialised form are requested to intimate all changes pertaining to their bank details such as bank account number, name of the bank and branch details, MICR code and IFSC code, mandates, nominations, power of attorney, change of address, change of name, e-mail address, contact numbers, etc., to their depository participant (DP).

15. The Company is concerned about the environment. We request you to update your email address with your Depository Participants to enable us to send you communications via email. The Members who have not registered their e-mail addresses, so far, are requested to register their email addresses, in respect of electronic holdings with the Depository through their concerned Depository Participants.

16. As per the provisions of Section 72 of the Act, the facility for making nominations is available for the Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. The said form can be downloaded from the Company's website www.valiantorganics.com. Members are requested to submit the said details to their DP in case the shares are held by them in electronic form. Further, if Members desire to opt out/ cancel the nomination and to record a fresh nomination, are requested to submit Form SH-14 in case of shares held in electronic mode.

17. Members seeking any information with regards to Financial Statements or any matters to be placed at the AGM, are requested to write to the Company on or before Tuesday, September 23, 2025 through email at investor@valiantorganics.com. The same will be replied by the Company suitably.

18. SEBI vide Circular Nos. SEBI/HO/OIAE/OIAE_IAD-1/P/CIR/2023/131 dated July 31, 2023 and SEBI/HO/OIAE/OIAE_IAD-1/P/CIR/2023/135 dated August 04, 2023 read with Master Circular No. SEBI/HO/OIAE/OIAE_IAD-1/P/CIR/2023/145 dated July 31, 2023 (updated as on August 11, 2023) has established a common Online Dispute Resolution Portal ("ODR Portal") for resolution of disputes arising in the Indian Securities Market.

    Pursuant to above-mentioned circulars, post exhausting the option to resolve their grievances with RTA/Company directly and through existing SCORES platform, the investors can initiate dispute resolution through the ODR Portal (https://smartodr.in/login).

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING ARE AS UNDER: -

Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 (as amended), the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has availed services of National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorised agency. The facility of casting votes by a member using a remote e-voting system as well as voting on the date of the AGM will be provided by NSDL.

The remote e-voting period begins on Monday, September 22, 2025, at 09.00 AM (IST) and ends on Thursday, September 25, 2025 at 05.00 PM (IST). The remote e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) **Friday, September 19, 2025** may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date.

The details of the process and manner for remote e-voting are explained herein below:

How do I vote electronically using the NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

Step 1: Access to NSDL e-Voting system:

i. **Login method for remote e-voting and joining virtual meetings for Individual shareholders holding securities in demat mode:**

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Type of members	Login Method
Individual Members holding securities in demat mode with NSDL.	1. For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID,8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/ mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2. Existing IDeAS user can visit the e-Services website of NSDL viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-voting services under Value added services. Click on "Access to e-voting" under e-voting services and you will be able to see e-voting page. Click on company name or e-voting service provider i.e. NSDL and you will be re-directed to e-voting website of NSDL for casting your vote during the remote e-voting period or joining virtual meeting & voting during the meeting. 3. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS Portal" or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp.

Type of members	Login Method
	4. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e., your sixteen digit demat account number hold with NSDL), Password/ OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e., NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 5. Shareholders/Members can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience. **NSDL Mobile App is available on** App Store Google Play
Individual Members holding securities in demat mode with CDSL	1. Existing users who have opted for CDSL Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/ myeasi/home/login or www.cdslindia.com and click on New System Myeasi. Tab and then use your existing my easi username & password. 2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also link provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 4. Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also be able to directly access the system of all e-Voting Service Providers.
Individual Members (holding securities in demat mode) login through their depository Participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. Upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/ CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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

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

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.com or call at 022 - 4886 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800-21-09911

ii. **Login Method for e-Voting for joining virtual meeting for Shareholders other than Individual shareholders holding securities in demat mode and Members holding securities in physical mode.**

How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open a web browser by typing the following URL:https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile.

2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.

3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen. Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at https://eservices.nsdl.com/ with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. cast your vote electronically.

4. Your User ID details are given below:

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical		Your User ID is:
a)	For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12****** then your user ID is IN300***12******
b)	For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12************** then your user ID is 12**************

5. Password details for shareholders other than Individual shareholders are given below:

   a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.

   b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.

   c) How to retrieve your 'initial password'?

      i. If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The pdf file contains your 'User ID' and your 'initial password'.

      ii. If your email ID is not registered, please follow steps mentioned below in process for those shareholders whose email ids are not registered.

6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:

   a. Click on "Forgot User Details/Password?" (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.

   b. If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address etc.

c. Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.

How to cast your vote electronically and join General Meeting NSDL e-Voting system?

i. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.

ii. Select "EVEN" of Valiant Organics Limited. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join Meeting"

iii. Now you are ready for e-Voting as the Voting page opens.

iv. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.

v. Upon confirmation, the message "Vote cast successfully" will be displayed.

vi. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.

vii. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

Process for those Members whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

1. Please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to investor@valiantorganics.com. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at step 1 (i) i.e. Login method for e-Voting for Individual members holding securities in demat mode.

2. Alternatively, shareholder/members may send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents.

3. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual members holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Members are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

The instructions for members for e-voting on the day of the AGM are as under:

1. The procedure for e-Voting on the day of the AGM is the same as the instructions mentioned above for remote e-voting.

2. Only those Members, who will be present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-voting system in the AGM.

3. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.

4. In case of any queries, you may refer to the Frequently Asked Questions (FAQs) for Members and e-voting user manual for Members available at the download section of www.evoting.nsdl.com or send a request to Shri Amit Vishal, Senior Manager, NSDL 022-2499 4360 or email at amitv@nsdl.com or Ms. Pallavi Mhatre, Manager, NSDL, 022-2499 4545 or email at pallavid@nsdl.com or at evoting@nsdl.com

GENERAL GUIDELINES FOR MEMBERS

It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 022-48867000 or 022-24997000 or send a request to Mr. Amit Vishal, Asst. Vice President - NSDL at evoting@nsdl.co.in

Other Instructions:

1. The Board of Directors of the Company have appointed CS Ronak Kalathiya (Membership No. ACS 37007) and failing him, CS Monali Bhandari (Membership No. ACS 27091), Partners at M/s Mehta & Mehta, Practicing Company Secretaries (Firm Registration No.: P1996MH007500) as scrutiniser (the "Scrutiniser") to scrutinise the remote e-voting process and voting through electronic voting system at the AGM in a fair and transparent manner.

2. The Scrutiniser shall within 2 working days of conclusion of the meeting submit a consolidated scrutiniser report of the total votes cast in favour or against, if any, to the Chairman or a person authorised by him in writing, who shall countersign the same and declare the result of the voting forthwith.

3. The Results declared along with the report of the Scrutiniser shall be placed on the website of the Company www.valiantorganics.com and on the website of NSDL www.evoting.nsdl.com. The Company shall simultaneously forward the results to National Stock Exchange of India Limited and BSE Limited, where the shares of the Company are listed.

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:

1. Members will be able to attend the AGM through VC / OAVM at www.evoting.nsdl.com by using their remote e-voting login credentials and selecting the EVEN for Company's AGM. The link for VC/OAVM will be available in shareholder/ members login where the EVEN of the Company will be displayed.

2. Members who do not have the User ID and Password for e-voting or have forgotten the User ID and Password may retrieve the same by following the remote e-voting instructions mentioned in the Notice. Further Members can also use the OTP based login for logging into the e-voting system of NSDL.

3. Members are encouraged to join the AGM through Laptops for better experience. Further Members will be required to allow Camera and use the Internet with a good speed to avoid any disturbance during the meeting.

4. Members connecting from mobile devices or tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to fluctuation in their respective network. It is therefore recommended to use stable Wi-Fi or LAN connection to mitigate any kind of aforesaid glitches.

5. The Members can join the AGM in the VC/ OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/ OAVM will be made available for 1000 members on a first come first served basis. This will not include Large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.

6. Members who need assistance before or during the AGM, can contact NSDL on www.evoting.nsdl.com/ 1800-222- 990.

7. Members who would like to express their views or ask questions during the meeting may register themselves as a speaker by sending their request from their registered email ID mentioning their name, demat account number/ folio number, PAN, mobile number at investor@valiantorganics.com at least 5 days before the date of AGM. Those Members who have registered themselves as a speaker will only be allowed to express their views/ ask questions during the AGM. The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM.

8. Members can raise questions at the AGM through a chat box and they are requested to frame their questions precisely. Once the Member clicks the link for VC/ OAVM in shareholder/members login where the EVEN of Company will be displayed, Members will be able to view AGM VC/OAVM proceedings along with the chat box. The questions raised by the Members will be replied to by the Company suitably.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013

The following Explanatory sets out all the material facts relating to the items of special business mentioned in the Notice.

Item No: 4

In terms of the provisions of Section 204 of the Companies Act, 2013, read with Rule 9 of the 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) (the "Act") every listed company and certain other prescribed categories of companies are required to annex a Secretarial Audit Report to its Board's Report, as part of its annual disclosure obligations. The said report is to be provided by a Company Secretary in Practice, and forms a part of the company's compliance and corporate governance framework under Section 134(3) of the Act.

Additionally, pursuant to Regulation 24(A) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "Listing Regulations") every listed entity is required to conduct a Secretarial Audit and annex the Secretarial Audit Report to its Annual Report. Pursuant to the amendments made to regulation 24A by the SEBI (Listing Obligations and Disclosure Requirements) (Third Amendment) Regulations, 2024 w.e.f. December 12, 2024 from financial year 2025-26 onwards a listed entity shall appoint a Secretarial Auditor for a minimum period of 5 consecutive years, with shareholder approval to be obtained at the General Meeting.

In view of the above regulatory requirements and in order to ensure continued compliance and governance standards, the Board of Directors, based on the recommendation of the Audit Committee, at its meeting held on August 13, 2025 approved the appointment of M/s. Mehta & Mehta, Company Secretaries (ICSI Firm Registration No.: P1996MH007500) a peer reviewed firm as the Secretarial Auditor of the Company for a period of five consecutive financial years starting from FY 2025–26 to FY 2029–30 i.e. April 01, 2025 until March 31, 2030, subject to approval of the shareholders.

The proposed fees to be payable to M/s. Mehta & Mehta for Secretarial Audit and related services for the financial year ended March 31, 2026 is ₹ 3.50 Lakhs (Rupees Three Lakhs Fifty Thousand) plus applicable taxes and out-of-pocket expenses, if any. The fees for the remaining tenure shall be determined by the Secretarial Auditor and the Board of Directors and/or the Key Managerial Personnel of the Company, subject to an annual increase of 5% to 10%.

The Board 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 M/s. Mehta and Mehta. In addition to the secretarial audit, M/s. Mehta & Mehta may provide such other permissible services from time to time as may be approved by the Board of Directors.

Brief description of Mehta & Mehta:

Mehta & Mehta is a reputed corporate legal and secretarial advisory firm with over 25 years of experience, co-founded by Mr. Atul Mehta and Ms. Dipti Mehta. The firm has a strong PAN India presence with its headquarters in Mumbai. Secretarial Audit is one of the firm's flagship services, backed by a seasoned team of professionals with extensive experience in conducting audits for listed and unlisted entities across diverse sectors. The firm was honoured with the Best Secretarial Audit Report Award by ICSI for its exemplary work. In addition to Secretarial Audit, Mehta & Mehta provides a comprehensive suite of services including SEBI and company law compliance, due diligence, corporate and financial restructuring, IPO advisory, fund compliance for AIFs, PMS, and mutual funds, as well as ESG and CSR implementation. The firm is known for delivering tailored, quality-driven solutions that align with evolving regulatory expectations and client needs.

M/s. Mehta and Mehta have confirmed eligibility under the Act and Listing Regulations, and have provided the consent to act as the Secretarial Auditor. They bring with themselves significant experience in corporate law, SEBI regulations, and secretarial practices, which will be valuable in ensuring robust compliance monitoring and governance oversight. M/s. Mehta & Mehta have provided confirmation that they have subjected themselves to the peer review process of the ICSI and holds a valid peer review certificate. They have also confirmed that they are not disqualified from being appointed as Secretarial Auditors, that they have no conflict of interest.

Based on the recommendations of the Audit Committee, the Board of Directors has approved and recommended the aforesaid proposal for the approval of the members, after considering the firm's eligibility, qualifications, experience, independent assessment, partner expertise in secretarial audit services, and the competency of its staff.

None of the Directors and Key Managerial Personnel of the Company and/or their relatives is concerned or interested, financially or otherwise, in the said resolution.

The Board of Directors recommends passing of the resolution as set out at item no. 4 of this Notice as an Ordinary Resolution.

Item No. 5

Shri Sathiababu K. Kallada (DIN: 02107652) has been serving as a Director of the Company since November 23, 2020, and was appointed as Executive Director effective May 01, 2022. He possesses over 38 years of experience in the Chemical Industry, which has significantly contributed to the Company's emergence as a leading Speciality Chemicals company in the country.

In recognition of his expertise and valuable contributions to the Company's growth, and based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors approved the appointment of Shri Sathiababu K. Kallada as the Managing Director of the Company with effect from May 24, 2024. The appointment was made on terms and conditions (including remuneration) mutually agreed upon between the Board and Shri Sathiababu K. Kallada, and was subject to shareholders' approval at the Annual General Meeting. The special resolution detailing the material terms and conditions of the appointment was subsequently approved by the shareholders at the Annual General Meeting held on August 21, 2024.

Subsequently, in view of the increased responsibilities and contributions of the Executive Directors toward the Company's growth, and based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors at its meeting held on November 13, 2024, approved a revision in the ceiling of remuneration payable to Executive Directors. Accordingly, the remuneration of Shri Sathiababu K. Kallada, being one of the Executive Directors, was revised for the financial years up to March 31, 2027, subject to shareholders' approval, as under:

Name of the Director	Designation	Remuneration approved for the FY 2024-25 in the AGM held in Aug' 2024 (₹ In Lakhs)	Proposed ceiling of Remuneration upto FY 2026-27 (₹ In Lakhs)
Shri Sathiababu K. Kallada (DIN: 02107652)	Managing Director	34.98	75.00

The proposed revision in the remuneration of Executive Directors, along with the authority granted to the Board of Directors to consider annual revisions based on the recommendations of the Nomination and Remuneration Committee, was approved by the shareholders through a special resolution passed via Postal Ballot on January 1, 2025.

It may be noted that, in accordance with the terms of Shri Sathiababu K. Kallada's appointment and the provisions of the existing Valiant Employee Stock Option Plan 2022, he is entitled to various perquisites, including stock options. The perquisite value arising from the exercise of such stock options shall also be considered as part of his remuneration.

Accordingly, during the financial year 2024–25 and 2025-26, Shri Sathiababu K. Kallada was granted stock options under the Valiant Employee Stock Option Plan 2022, which are currently pending vesting/exercise. The perquisite value arising from the exercise of these stock options will be considered part of his overall remuneration.

Members are requested to note that, pursuant to Section 197 of the Companies Act, 2013 (the "Act") the remuneration payable by a public company to any one Managing Director, Whole-time Director, or Manager shall not exceed 5% of the net profits of the Company. Where there is more than one such director, the aggregate remuneration payable to all of them shall not exceed 10% of the net profits. Additionally, the total managerial remuneration payable by a public company to all its directors, including the Managing and Whole-time Directors and Manager, shall not exceed 11% of the net profits in any financial year, calculated in accordance with Section 198 of the Act. However, the Company may, by way of a special resolution in the general meeting and subject to the provisions of Schedule V of the Companies Act, 2013, approve payment of remuneration exceeding the prescribed limits.

Furthermore, except with the approval of the shareholders by way of a special resolution, the remuneration payable to any one Managing Director, Whole-time Director, or Manager shall not exceed 5% of the net profits.

Accordingly, it is proposed to seek the approval of the shareholders, by way of a special resolution pursuant to Section 197 read with Schedule V of the Act and the applicable rules, for payment of remuneration to Shri Sathiababu K. Kallada in excess of the ceiling earlier approved by the members through the special resolution passed via postal ballot on January 1, 2025. This includes stock options not exceeding the limits specified under the Valiant Employee Stock Option Plan 2022 or any other scheme as may be approved by the Board from time to time. The perquisite value arising from the exercise of such stock options (whether already granted or to be granted in future), together with any other remuneration, may exceed the statutory limits prescribed under the Act.

Members are further informed that, in the event the Company has no profits or its profits are inadequate in any financial year during the tenure of Shri Sathiababu K. Kallada, the aforementioned remuneration, including the value of stock options, may exceed 10% of the net profits attributable to Executive Directors and/or the overall limit of 11% of net profits prescribed under Section 197. Nevertheless, the said remuneration shall be paid as minimum remuneration in accordance with the provisions of Section II of Part II of Schedule V of the Companies Act, 2013, including any statutory modification(s) or re-enactment(s) thereof for the time being in force.

Further to note that the remuneration paid to Shri Sathiababu K. Kallada was in line with the approval granted by the members and duly aligned with the provisions of Schedule V of the Companies Act, 2013, having regard to the effective capital of the Company, including in case of loss or inadequacy of profits in any previous financial year.

The information required under Section II, Part II of Schedule V of the Companies Act, 2013 is annexed to the Notice as **Annexure – II**.

Further, the consent of the members is also sought to authorize the payment of the above remuneration even if it results in the total managerial remuneration exceeding the overall limit specified under Section 197 of the Companies Act, 2013, up to the financial year 2026–27.

The above may be treated as a written memorandum setting out the terms of appointment of Shri Sathiababu K. Kallada under Section 190 of the Companies Act, 2013.

Members are further informed that, except as stated above, all other terms and conditions of appointment of Shri Sathiababu K. Kallada, as approved by the members at the Annual General Meeting held on August 21, 2024, and not specifically dealt with in this resolution, shall remain unchanged and continue to remain in full force and effect.

Except Shri Sathiababu K. Kallada, none of the Directors or Key Managerial Personnel of the Company or their relatives is, in any way, concerned or interested, financially or otherwise, in the said resolutions proposed at Item No. 5 of this Notice. The relatives of Shri Sathiababu K. Kallada may be deemed to be interested in the said resolutions, to the extent of their respective shareholding, if any, in the Company.

The Board of Directors recommends passing of the resolution as set out at item no. 5 of this Notice as a Special Resolution.

Item No: 6

Pursuant to the Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), a transaction with a related party shall be considered material if the transaction(s) to be entered into individually or taken together with previous transactions during a financial year, exceeds Rupees One Thousand Crores or Ten Percent of the annual consolidated turnover of the listed entity as per the last audited financial statements of the listed entity, whichever is lower. Further, all Material Related Party Transactions require prior approval of the Members through a Resolution and no related party shall vote to approve such resolution whether an entity is a related party to the particular transaction or not.

Aarti Industries Limited ("AIL") being part of Promoter Group is considered a Related Party as defined under Regulation 2(1)(zb) of the Listing Regulations. Further, the transactions as proposed to be entered into between the two companies will amount to a related party transactions, which shall have the same meaning as defined under Regulation 2(1)(zc) of the Listing Regulations.

Aarti Industries Limited possesses a diverse portfolio of basic chemicals, agrochemicals, speciality chemicals and intermediates, which are used in the manufacture of pharmaceuticals, agri-products, polymers, additives, pigments and dyes.

Valiant Organics Limited (the "Company" / VOL) is in the business of manufacturing, distribution and sale of Speciality Chemical Products to its customers across India, including AIL.

The Company is proposing to enter into certain business transactions with AIL during Financial Year 2026-2027 for sale of goods/ materials and/ or rendering of services; purchase of goods/ materials and/ or availing of services or other resources and obligations, etc.. All transactions to be entered into by the Company with AIL would be in the ordinary course of business and at arm's length basis and necessary approvals as required in compliance of the provisions under the Companies Act, 2013 / the Listing Regulations have already been obtained from the Audit Committee / Board of Directors of the Company.

The Audit Committee and Board of Directors of VOL, after deliberation have granted approval for entering into the sale/ purchase, etc. transactions with AIL for an aggregate value of up to ₹ 855 Crores to be entered during FY 2026-27 (i.e. more than 10% of the annual consolidated turnover of VOL).

Accordingly, the said transactions would be considered as Material Related Party Transactions, thereby requiring approval of the members of the Company by way of an Ordinary Resolution.

Details of the proposed transactions with AIL, being a related party of the Company, including the Information pursuant to the SEBI circular no. SEBI/HO/CFD/CMD1/CIR/P/2021/662 dated November 22, 2021, are as follows:

<table>
<tr><th>Sr. No.</th><th>Particulars</th><th>Remarks</th></tr>
<tr><td>1.</td><td>Name of the related party and its relationship with the listed entity or its subsidiary, including nature of its concern or interest (financial or otherwise);</td><td>Aarti Industries Limited
Part of the Promoter Group
Concern/Nature of Interest: Financial</td></tr>
<tr><td>2.</td><td>Name of the director or key managerial personnel who is related, if any and nature of relationship</td><td>None</td></tr>
<tr><td>3.</td><td>Nature, material terms, monetary value and particulars of the contract or arrangement</td><td>Contract for sale of any goods/ materials and/ or rendering of / services; purchase of any goods/ materials and/ or availing of services or other resources and obligations, etc. shall be on a continuous basis. Monetary value of proposed aggregate transactions during the financial year 2026-27 is expected to be ₹ 855 Crores.</td></tr>
<tr><td>4.</td><td>Value of Transaction</td><td><table>
<tr><th>Sr. No.</th><th>Nature of Transaction(s)</th><th>Estimated transaction value for the financial year 2026-27 (₹ In Crores)</th></tr>
<tr><td>1.</td><td>Sale of goods/ materials and/ or rendering of services or other resources and obligations.</td><td>250.00</td></tr>
<tr><td>2.</td><td>Purchase of goods/ materials and/ or availing of services or other resources and obligations.</td><td>600.00</td></tr>
<tr><td>3.</td><td>Availing or rendering of services or other resources and obligations</td><td>5.00</td></tr>
</table></td></tr>
<tr><td>5.</td><td>Percentage of annual consolidated turnover considering FY 2024-25 as the immediately preceding financial year</td><td>118.95%</td></tr>
<tr><td>6.</td><td>Justification for the transaction</td><td>Arrangement is commercially beneficial to the Company.</td></tr>
<tr><td>7.</td><td>If the transaction relates to any loans, inter-corporate deposits, advances or investments made or given by the listed entity or its subsidiary:
i) details of the source of funds in connection with the proposed transaction;
ii) where any financial indebtedness is incurred to make or give loans, inter-corporate deposits, advances or investments,
- nature of indebtedness;
- cost of funds; and
- tenure;
iii) applicable terms, including covenants, tenure, interest rate and repayment schedule, whether secured or unsecured; if secured, the nature of security; and
iv) the purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the RPT</td><td>Not Applicable</td></tr>
<tr><td>8.</td><td>Whether in Ordinary Course of Business</td><td>Yes</td></tr>
<tr><td>9.</td><td>Whether at Arm's Length basis</td><td>Yes</td></tr>
<tr><td>10.</td><td>A Statement that the valuation or other external report, if any, relied upon by the listed entity in relation to the proposed transaction will be made available through registered email address of the Shareholder</td><td>Not Applicable</td></tr>
<tr><td>11.</td><td>Any other information relevant or important for the members to take a decision on the proposed resolution</td><td>All important information forms part of the Statement setting out material facts, pursuant to Section 102 of the Companies Act, 2013 forming part of this Notice</td></tr>
</table>

The Related Party Transactions placed for Members' approval shall also be reviewed/ monitored on quarterly basis by the Audit Committee as per Regulation 23 of the Listing Regulations and Section 177 of the Companies Act, 2013 and shall remain within the proposed amount(s) being placed before the Members.

Any subsequent material modifications in the proposed transactions, as defined by the Audit Committee as a part of the Company's 'Policy on Materiality of Related Party Transaction(s) and dealing with Related Party Transaction(s)' shall be placed before the Members for approval, in terms of Regulation 23(4) of the Listing Regulations.

None of the Directors and/ or Key Managerial Personnel of the Company and/or their respective relatives is concerned or interested either directly or indirectly, financially or otherwise, in the Resolution mentioned at Item No. 6 of the Notice except to the extent of their shareholding, if any, in the Company.

The Board of Directors recommends passing of the resolution as set out at Item No. 6 of this Notice as an Ordinary Resolution.

Item No. 7:

Pursuant to the Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), a transaction with a related party shall be considered material if the transaction(s) to be entered into individually or taken together with previous transactions during a financial year, exceeds Rupees One Thousand Crores or Ten Percent of the annual consolidated turnover of the listed entity as per the last audited financial statements of the listed entity, whichever is lower. Further, all Material Related Party Transactions require prior approval of the Members through a Resolution and no related party shall vote to approve such resolution whether an entity is a related party to the particular transaction or not.

Valiant Laboratories Limited ("VLL") is an indirect Associate Company of Valiant Organics Limited (the "Company" / "VOL") and consequently, a related party of VOL. Further, the transactions as proposed to be entered into between the two companies will amount to a related party transactions, which shall have the same meaning as defined under Regulation 2(1)(zc) of the Listing Regulations.

VLL is an Active Pharmaceutical Ingredient / Bulk Drug ("API") manufacturing Company having focus on manufacturing of Paracetamol.

VOL is in the business of manufacturing, distribution and sale of Speciality Chemical Products to its customers across India which includes VLL.

The Company is proposing to enter into certain business transactions with VLL during Financial Year 2026-2027 for sale of goods/ materials and/ or rendering of services or other resources and obligations; purchase of goods/ materials and/ or availing of services or other resources and obligations, etc.. All transactions to be entered into by the Company with VLL would be in the ordinary course of business and at arm's length basis and necessary approvals as required in compliance of the provisions under the Companies Act, 2013 / the Listing Regulations have already been obtained from the Audit Committee / Board of Directors of the Company.

The Audit Committee and the Board of Directors of VOL, after deliberation has granted approval for entering into the transactions with VLL for an aggregate value of up to ₹ 361 Crores (Rupees Three Hundred Sixty One Crores Only) to be entered during FY 2026-27 (i.e. more than 10% of the annual consolidated turnover of VOL).

Accordingly, the said transactions would be considered as Material Related Party Transactions, thereby requiring approval of the members of the Company by way of an Ordinary Resolution.

Details of the proposed transactions with VLL, being a related party of the Company, including the Information pursuant to the SEBI circular no. SEBI/HO/CFD/CMD1/CIR/P/2021/662 dated November 22, 2021, are as follows:

Sr. No.	Particulars	Remarks
1.	Name of the related party and its relationship with the listed entity or its subsidiary, including nature of its concern or interest (financial or otherwise);	VOL holds 73.15% in Dhanvallabh Ventures LLP. Dhanvallabh Ventures LLP, subsidiary of VOL holds 46.84 % in VLL. Valiant Laboratories Limited (VLL) is an indirect associate of Valiant Organics Limited (VOL). **Concern/Nature of Interest: Financial**
2.	Name of the director or key managerial personnel who is related, if any and nature of relationship	1) Shri Santosh S. Vora, Non-Executive Director of the Company is the Managing Director of VLL. 2) Smt. Sonal A. Vira, Independent Directors of the Company is also the Independent Directors of VLL.
3.	Nature, material terms, monetary value and particulars of the contract or arrangement	Contract for sale of any goods/ materials and/ or rendering of / services; purchase of any goods/ materials and/ or availing of services or other resources and obligations, etc. shall be on a continuous basis. Monetary value of proposed aggregate transactions during the financial year 2026-27 is expected to be ₹ 361 Crores.
4.	Value of Transaction	See table below
5.	Percentage of annual consolidated turnover considering FY 2024-25 as the immediately preceding financial year	50.23%
6.	Justification for the transaction	Arrangement is commercially beneficial to the Company
7.	If the transaction relates to any loans, inter-corporate deposits, advances or investments made or given by the listed entity or its subsidiary: i) details of the source of funds in connection with the proposed transaction; ii) where any financial indebtedness is incurred to make or give loans, inter-corporate deposits, advances or investments, - nature of indebtedness; - cost of funds; and - tenure;	Not Applicable

Sr. No.	Nature of Transaction(s)	Estimated transaction value for the financial year 2026-27 (₹ In Crores)
1.	Sale of goods/ materials and/ or rendering of / services or other resources and obligations.	300.00
2.	Purchase of goods/ materials and/ or availing of services or other resources and obligations.	50.00
3.	To enter into Lease agreement.	5.00
4.	Commission to VLL.	1.00
5.	Availing or rendering of services or other resources and obligations	5.00

Sr. No.	Particulars	Remarks
	iii) applicable terms, including covenants, tenure, interest rate and repayment schedule, whether secured or unsecured; if secured, the nature of security; and iv) the purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the RPT	
8.	Whether in Ordinary Course of Business	Yes
9.	Whether at Arm's Length basis	Yes
10.	A Statement that the valuation or other external report, if any, relied upon by the listed entity in relation to the proposed transaction will be made available through registered email address of the Shareholder	Not Applicable
11.	Any other information relevant or important for the members to take a decision on the proposed resolution	All important information forms part of the Statement setting out material facts, pursuant to Section 102 of the Companies Act, 2013 forming part of this Notice.

The Related Party Transactions placed for Members' approval shall also be reviewed/ monitored on quarterly basis by the Audit Committee as per Regulation 23 of the Listing Regulations and Section 177 of the Companies Act, 2013 and shall remain within the proposed amount(s) being placed before the Members.

Any subsequent material modifications in the proposed transactions, as defined by the Audit Committee as a part of the Company's 'Policy on Materiality of Related Party Transaction(s) and dealing with Related Party Transaction(s)' shall be placed before the Members for approval, in terms of Regulation 23(4) of the Listing Regulations.

Except Shri Santosh S. Vora, and Smt. Sonal A. Vira, none of the Directors and Key Managerial Personnel of the Company or their respective relatives is concerned or interested, financially or otherwise, in the resolution mentioned at Item No. 7 of the Notice except to the extent of their shareholding, if any, in the Company. The relatives of Shri Santosh S. Vora and Smt. Sonal A. Vira may be deemed to be interested in the said resolution, to the extent of their respective shareholding, if any, in the Company.

The Board of Directors recommends passing of the resolution as set out at Item No. 7 of this Notice as an Ordinary Resolution.

Item No: 8

Pursuant to the Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), a transaction with a related party shall be considered material if the transaction(s) to be entered into individually or taken together with previous transactions during a financial year, exceeds Rupees One Thousand Crores or Ten Percent of the annual consolidated turnover of the listed entity as per the last audited financial statements of the listed entity, whichever is lower. Further, all Material Related Party Transactions require prior approval of the Members through a Resolution and no related party shall vote to approve such resolution whether an entity is a related party to the particular transaction or not.

Alchemie Speciality Chemicals Private Limited ("ASCPL") is considered a Related Party of Valiant Organics Limited (the "Company" / "VOL") as defined under Regulation 2(1)(zb) of the Listing Regulations read with Regulation 2(1)(pp) of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018. Further, the transactions as proposed to be entered into between the two companies will amount to a related party transactions, which shall have the same meaning as defined under Regulation 2(1)(zc) of the Listing Regulations. ASCPL is a manufacturers and dealers, which possesses a diverse portfolio of fine chemicals, industrial and pure chemicals, dyes and pigments intermediates, and allied products.

VOL is in the business of manufacturing, distribution and sale of Speciality Chemical Products to its customers across India which includes ASCPL.

The Company is proposing to enter into certain business transactions with ASCPL during Financial Year 2026-2027 for sale of goods/ materials and/ or rendering of services or other resources and obligations; purchase of goods/ materials and/ or availing of services or other resources and obligations, etc.. All transactions to be entered into by the Company with ASCPL would be in the ordinary course of business and at arm's length basis and necessary approvals as required in compliance of the provisions under the Companies Act, 2013 / the Listing Regulations have already been obtained from the Audit Committee / Board of Directors of the Company.

The Audit Committee and the Board of Directors, after discussion and deliberation has granted approval for entering into the transactions with ASCPL for an aggregate value of up to ₹ 180 Crores (Rupees One Hundred and Eighty Crores Only) to be entered during FY 2026-27 (i.e. more than 10% of the annual consolidated turnover of VOL).

Accordingly, the said transactions would be considered as Material Related Party Transactions, thereby requiring approval of the members of the Company by way of an Ordinary Resolution.

Details of the proposed transactions with ASCPL, being a related party of the Company, including the Information pursuant to the SEBI circular no. SEBI/HO/CFD/CMD1/CIR/P/2021/662 dated November 22, 2021, are as follows:

<table>
<tr><th>Sr. No.</th><th>Particulars</th><th>Remarks</th></tr>
<tr><td>1.</td><td>Name of the related party and its relationship with the listed entity or its subsidiary, including nature of its concern or interest (financial or otherwise);</td><td>Alchemie Speciality Chemicals Private Limited
Related Party of the Company as per Regulation 2 (1) (pp) of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018.
Concern/Nature of Interest: Financial</td></tr>
<tr><td>2.</td><td>Name of the director or key managerial personnel who is related, if any and nature of relationship</td><td>None</td></tr>
<tr><td>3.</td><td>Nature, material terms, monetary value and particulars of the contract or arrangement</td><td>Contract for sale of any goods/ materials and/ or rendering of / services; purchase of any goods/ materials and/ or availing of services or other resources and obligations, etc. shall be on a continuous basis. Monetary value of proposed aggregate transactions during the financial year 2026-27 is expected to be ₹ 180 Crores.</td></tr>
<tr><td>4.</td><td>Value of Transaction</td><td>
<table>
<tr><th>Sr. No.</th><th>Nature of Transaction(s)</th><th>Estimated transaction value for the financial year 2026-27 (₹ In Crores)</th></tr>
<tr><td>1.</td><td>Sale of goods/ materials and/ or rendering of / services or other resources and obligations.</td><td>75.00</td></tr>
<tr><td>2.</td><td>Purchase of goods/ materials and/ or availing of services or other resources and obligations.</td><td>75.00</td></tr>
<tr><td>3.</td><td>To enter into Leave and License Agreement</td><td>15.00</td></tr>
<tr><td>4.</td><td>Availing or rendering of services or other resources and obligations</td><td>15.00</td></tr>
</table>
</td></tr>
<tr><td>5.</td><td>Percentage of annual consolidated turnover considering FY 2024-25 as the immediately preceding financial year</td><td>25.04%</td></tr>
<tr><td>6.</td><td>Justification for the transaction</td><td>Arrangement is commercially beneficial to the Company</td></tr>
<tr><td>7.</td><td>If the transaction relates to any loans, inter-corporate deposits, advances or investments made or given by the listed entity or its subsidiary:
i) details of the source of funds in connection with the proposed transaction;
ii) where any financial indebtedness is incurred to make or give loans, inter-corporate deposits, advances or investments,
- nature of indebtedness;
- cost of funds; and
- tenure;</td><td>Not Applicable</td></tr>
</table>

Sr. No.	Particulars	Remarks
	iii) applicable terms, including covenants, tenure, interest rate and repayment schedule, whether secured or unsecured; if secured, the nature of security; and iv) the purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the RPT	
8.	Whether in Ordinary Course of Business	Yes
9.	Whether at Arm's Length basis	Yes
10.	A Statement that the valuation or other external report, if any, relied upon by the listed entity in relation to the proposed transaction will be made available through registered email address of the Shareholder	Not Applicable
11.	Any other information relevant or important for the members to take a decision on the proposed resolution	All important information forms part of the Statement setting out material facts, pursuant to Section 102 of the Companies Act, 2013 forming part of this Notice.

The Related Party Transactions placed for Members' approval shall also be reviewed/ monitored on quarterly basis by the Audit Committee as per Regulation 23 of the Listing Regulations and Section 177 of the Companies Act, 2013 and shall remain within the proposed amount(s) being placed before the Members.

Any subsequent material modifications in the proposed transactions, as defined by the Audit Committee as a part of the Company's 'Policy on Materiality of Related Party Transaction(s) and dealing with Related Party Transaction(s)' shall be placed before the Members for approval, in terms of Regulation 23(4) of the Listing Regulations.

None of the Directors and/ or Key Managerial Personnel of the Company and/or their respective relatives are concerned or interested either directly or indirectly, financially or otherwise, in the Resolution mentioned at Item No. 8 of the Notice except to the extent of their shareholding, if any, in the Company.

The Board of Directors recommends passing of the resolution as set out at Item No. 8 of this Notice as an Ordinary Resolution.

Item No. 9

Pursuant to the Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), a transaction with a related party shall be considered material if the transaction(s) to be entered into individually or taken together with previous transactions during a financial year, exceeds Rupees One Thousand Crores or Ten Percent of the annual consolidated turnover of the listed entity as per the last audited financial statements of the listed entity, whichever is lower. Further, all Material Related Party Transactions require prior approval of the Members through a Resolution and no related party shall vote to approve such resolution whether an entity is a related party to the particular transaction or not.

Valiant Advanced Sciences Private Limited (VASPL) is a Wholly-Owned Subsidiary of Valiant Laboratories Limited, which is an indirect Associate Company and hence considered a Related Party of Valiant Organics Limited (the "Company"/"VOL") as defined under Regulation 2(1)(zb) of the Listing Regulations. Further, the transactions as proposed to be entered into between the two companies will amount to a related party transactions, which shall have the same meaning as defined under Regulation 2(1)(zc) of the Listing Regulations. VASPL possesses a diverse portfolio of fine chemicals, dyes pigments, agro intermediaries and chemical by-products, joint products and intermediaries thereof, food addictive used in chemicals, including carrying out research in relation to such chemical and allied products.

VOL is in the business of manufacturing, distribution and sale of Speciality Chemical Products to its customers across India which includes VASPL.

The Company is proposing to enter into certain business transactions with VASPL during Financial Year 2026-2027 for sale of goods/ materials and/ or rendering of / services or other resources and obligations; purchase of goods/ materials and/ or availing of services or other resources and obligations, etc.. All transactions to be entered into by the Company with VASPL would be in the ordinary course of business and at arm's length basis and necessary approvals as required in compliance of the provisions under the Companies Act, 2013 / the Listing Regulations have already been obtained from the Audit Committee / Board of Directors of the Company.

The Audit Committee and the Board of Directors, after discussion and deliberation has granted approval for entering into the transactions with VASPL for an aggregate value of up to ₹ 112 Crores (Rupees One Hundred Twelve Crores Only) to be entered during FY 2026-27 (i.e. more than 10% of the annual consolidated turnover of VOL).

Accordingly, the said transactions would be considered as Material Related Party Transactions, thereby requiring approval of the members of the Company by way of an Ordinary Resolution.

Details of the proposed transactions with VASPL, being a related party of the Company, including the Information pursuant to the SEBI circular no. SEBI/HO/CFD/CMD1/CIR/P/2021/662 dated November 22, 2021, are as follows:

<table>
<tr><th>Sr. No.</th><th>Particulars</th><th colspan="3">Remarks</th></tr>
<tr><td>1.</td><td>Name of the related party and its relationship with the listed entity or its subsidiary, including nature of its concern or interest (financial or otherwise)</td><td colspan="3">Valiant Advanced Sciences Private Limited (VASPL) is a Wholly-Owned Subsidiary of Valiant Laboratories Limited (VLL). VLL is an indirect Associated Company of VOL. Hence, VASPL is also an Indirect Associate Company of VOL.
Concern/Nature of Interest: Financial</td></tr>
<tr><td>2.</td><td>Name of the director or key managerial personnel who is related, if any and nature of relationship</td><td colspan="3">Shri Santosh S. Vora, Non- Executive Director of the Company is also the Director of VASPL and VLL.
Further, Smt. Sonal A. Vira, Independent Director of the Company is also an Independent Director in VLL and VASPL.</td></tr>
<tr><td>3.</td><td>Nature, material terms, monetary value and particulars of the contract or arrangement</td><td colspan="3">Contract for sale of any goods/ materials and/ or rendering of / services; purchase of any goods/ materials and/ or availing of services or other resources and obligations, etc. shall be on a continuous basis. Monetary value of proposed aggregate transactions during the financial year 2026-27 is expected to be ₹ 112 Crores.</td></tr>
<tr><td rowspan="5">4.</td><td rowspan="5">Value of Transaction</td><td>Sr. No.</td><td>Nature of Transaction(s)</td><td>Estimated transaction value for the financial year 2026-27 (₹ In Crores)</td></tr>
<tr><td>1.</td><td>Sale of goods/ materials and/ or rendering of / services or other resources and obligations.</td><td>50.00</td></tr>
<tr><td>2.</td><td>Purchase of goods/ materials and/ or availing of services or other resources and obligations.</td><td>50.00</td></tr>
<tr><td>3.</td><td>Other Reimbursements by VASPL from VOL</td><td>10.00</td></tr>
<tr><td>3.</td><td>Other resources, services and obligations</td><td>2.00</td></tr>
<tr><td>5.</td><td>Percentage of annual consolidated turnover considering FY 2024-25 as the immediately preceding financial year</td><td colspan="3">15.58%</td></tr>
<tr><td>6.</td><td>Justification for the transaction</td><td colspan="3">Arrangement is commercially beneficial to the Company.</td></tr>
</table>

Sr. No.	Particulars	Remarks
7.	If the transaction relates to any loans, inter-corporate deposits, advances or investments made or given by the listed entity or its subsidiary: i) details of the source of funds in connection with the proposed transaction; ii) where any financial indebtedness is incurred to make or give loans, inter-corporate deposits, advances or investments, - nature of indebtedness; - cost of funds; and - tenure; iii) applicable terms, including covenants, tenure, interest rate and repayment schedule, whether secured or unsecured; if secured, the nature of security; and iv) the purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the RPT	Not Applicable.
8.	Whether in Ordinary Course of Business	Yes
9.	Whether at Arm's Length basis	Yes
10.	A Statement that the valuation or other external report, if any, relied upon by the listed entity in relation to the proposed transaction will be made available through registered email address of the Shareholder	Not Applicable
11.	Any other information relevant or important for the members to take a decision on the proposed resolution	All important information forms part of the Statement setting out material facts, pursuant to Section 102 of the Companies Act, 2013 forming part of this Notice.

The Related Party Transactions placed for Members' approval shall also be reviewed/ monitored on quarterly basis by the Audit Committee as per Regulation 23 of the Listing Regulations and Section 177 of the Companies Act, 2013 and shall remain within the proposed amount(s) being placed before the Members.

Any subsequent material modifications in the proposed transactions, as defined by the Audit Committee as a part of the Company's 'Policy on Materiality of Related Party Transaction(s) and dealing with Related Party Transaction(s)' shall be placed before the Members for approval, in terms of Regulation 23(4) of the Listing Regulations.

Except Shri Santosh S. Vora and Smt. Sonal A. Vira, none of the Directors and Key Managerial Personnel of the Company or their respective relatives is concerned or interested, financially or otherwise, in the resolution mentioned at Item No. 9 of the Notice except to the extent of their shareholding, if any, in the Company. The relatives of Shri. Santosh S. Vora and Smt. Sonal A. Vira may be deemed to be interested in the said resolution, to the extent of their respective shareholding, if any, in the Company.

The Board of Directors recommends passing of the resolution as set out at Item No. 9 of this Notice as an Ordinary Resolution.

Item No: 10

In accordance with the provisions of Section 148 of the Companies Act, 2013 read with Companies (Cost Records and Audit) Rules, 2014, the Board on the recommendation of the Audit Committee, in its meeting held on May 22, 2025 has approved the re-appointment Ms. Ketki D. Visariya (Membership No. 16028), Cost Accountant at the Board Meeting as the Cost Auditor at a remuneration of ₹ 1,92, 500/ (Rupees One Lakh Ninety Two Thousand Five Hundred Only) per annum plus taxes as applicable; to conduct the audit of cost records of the Company for the financial year 2025-26. Smt. Ketki D. Visariya has confirmed her eligibility for appointment as Cost Auditor. As per Rule 14 of Companies (Audit and Auditors) Rules 2014, remuneration payable to the Cost Auditors as recommended by the Audit

Committee and approved by the Board, has to be ratified by the members of the Company.

Accordingly, ratification by the members is sought to the remuneration payable to the Cost Auditors for the financial year 2025-26 by passing an Ordinary Resolution.

None of the Directors, Key Managerial Personnel or their relatives is, in any way concerned or interested, financially or otherwise, in the said resolution.

The Board of Directors recommends passing of the resolution as set out at item no. 10 of this Notice as an Ordinary Resolution.

Registered Office:
109, Udyog Kshetra, First Floor,
Mulund Goregaon Link Road,
Mulund (W), Mumbai-400080

Place: Mumbai
Date: August 13, 2025

By order of the Board

Sd/-
Kaustubh Kulkarni
Company Secretary
ICSI M No.: A52980

ANNEXURE – I (TO ITEM NO. 2 AND 3 OF THE NOTICE)

DETAILS OF DIRECTORS SEEKING APPOINTMENT IN THE GENERAL MEETING, FURNISHED IN TERMS OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015:

Name of the Director	Shri Mahek M. Chheda	Shri Kiritkumar H. Desai
Director Identification Number (DIN)	06763870	08610595
Date of Birth / Age	November 11, 1990 / 34 years	September 13, 1960 / 64 years
Date of appointment / reappointment on the Board	28/09/2022	15/09/2023
Qualifications	BSC in Business	MSC & Ph.D. in Chemistry
Experience and expertise in specific functional areas	More than 8 years of work experience in the field of Finance, Marketing and Business Development	Senior Vice President at Aarti Industries Limited, heading product development and quality and has in-depth experience in R&D and the quality control function for more than 32 years in chemical and Pharma Industries.
Remuneration last drawn (including sitting fees, if any)	Refer to Directors' Report and Corporate Governance Report forming part of the Annual Report.	
Remuneration proposed to be paid	As approved in the resolution passed through postal ballot on January 1, 2025.	Sitting Fees for attending the Board / Committee Meetings.
Terms and Conditions of appointment / reappointment	Re-appointment as an Executive Director pursuant to section 152(6) of the Companies Act, 2013.	Re-appointment as a Non-Executive, Non Independent Director pursuant to section 152(6) of the Companies Act, 2013.
Relationship with other Directors, Manager and other Key Managerial Personnel of the Company	None	None
Number of meetings of the Board attended during the year	4	4
Directorships held in other companies	1. Valiant Speciality Chemical Limited 2. Gyms For All (India) Limited 3. Wearable Frameable Studio Private Limited	Shanti Intermediates Private Limited.
Memberships / Chairmanships of committees of other companies	-	-
Names of Listed Companies from which the Director has resigned in the past three years	-	-
No. of shares held in the Company	67,200	10,000

ANNEXURE - II (TO ITEM NO. 5 OF THE NOTICE):

Information required under Section II, Part II of Schedule V of the Companies Act, 2013

<table>
<tr><th colspan="2">I. General Information:</th></tr>
<tr><td>Nature of Industry</td><td>Valiant Organics Limited is a chemical manufacturing company with its focus on manufacturing and marketing of specialty chemicals. The products find several applications mainly in the agro-chemical, pharmaceutical, rubber, dyes, pigment and in the making of veterinary drugs.</td></tr>
<tr><td>Date or expected date of commencement of commercial production</td><td>The business was originally set up in 1984 as a partnership concern under the name of Valiant Chemical Corporation. It was later incorporated as a private limited company in 2005 with the aim of acquiring this partnership firm and, subsequently, the business has been run in the Company. In 2015, the Company was further converted into public limited company.</td></tr>
<tr><td>Financial performance</td><td>The details of financial performance of past 3 years are summarized below:
(₹ in Millions)
<table>
<tr><th>Particulars</th><th>FY 24-25</th><th>FY 23-24</th><th>FY 22-23</th></tr>
<tr><td>Revenue from Operations</td><td>7,188</td><td>6,7</td><td>9,116</td></tr>
<tr><td>Total Expenses</td><td>6,651</td><td>6,376</td><td>7,817</td></tr>
<tr><td>Profit Before Tax</td><td>24</td><td>(51)</td><td>996</td></tr>
<tr><td>Profit After Tax</td><td>(30)</td><td>(30)</td><td>756</td></tr>
<tr><td>Total Comprehensive Income</td><td>(39)</td><td>(23)</td><td>745</td></tr>
</table></td></tr>
<tr><td>Foreign investments or collaborations, if any.</td><td>The Company does not have any direct foreign investments or collaborations.</td></tr>
<tr><th colspan="2">II. Information about the Appointee:</th></tr>
<tr><td>Background details, Recognition or awards, Job profile and his suitability</td><td>Shri Sathiababu K. Kallada (DIN: 02107652): Shri Sathiababu K. Kallada has been a Director of the Company since November 23, 2020. He has been acting as the Executive Director since May 01, 2022. He has an experience of more than 38 years in the field of Chemical Industry. His experience has helped the Company to emerge as one of the leading Speciality Chemicals Company in the Country.</td></tr>
<tr><td>Past remuneration</td><td>FY 2024-25: ₹ 34.98 Lakhs p.a.
FY 2023-24: ₹ 33 Lakhs p.a.
FY 2022-23: ₹ 30 Lakhs p.a.
The above remuneration is excluding stock options granted under Valiant- Employees Stock Option Plan- 2022 as approved by the Nomination and Remuneration Committee.</td></tr>
<tr><td>Proposed Remuneration</td><td>As recommended by the Board and mentioned in the Explanatory Statement for Item no. 5 of this Notice. The proposed remuneration may exceed the limit prescribed under Section 197 and 198 read with Schedule V of the Companies Act, 2013.</td></tr>
<tr><td>Comparative remuneration profile with respect to industry, size of the company, profile of the position and person</td><td>The remuneration proposed is as per Section 197 and 198 read with Schedule V of the Companies Act, 2013 and is comparable to the remuneration levels of similar sized companies in similar Industry.</td></tr>
<tr><td>Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any.</td><td>No pecuniary relationship except remuneration as Director of the Company.</td></tr>
</table>

III. Other Information:

Reasons of loss or inadequate profits	The financial year 2024–25 was marked by global economic uncertainty, volatile raw material prices, and geopolitical tensions, resulting in subdued domestic and international chemical demand, particularly in the first half. Inflationary pressures, price corrections, and weak demand across key end-user industries further affected overall performance. In order to ensure continuity in such payments, approval of the members is being sought by way of a special resolution.
Steps taken or proposed to be taken for improvement	To enhance performance, the Company navigated macroeconomic headwinds through operational agility and financial prudence. Key initiatives included energy optimization, supplier renegotiations, logistics streamlining to boost profitability, along with strategic efforts to improve efficiency, reduce costs, and enhance product quality across manufacturing operations.
Expected increase in productivity and profits in measurable terms	We anticipate that these measures will lead to higher capacity utilization improved margins & better overall returns in the coming financial year.

IV. Disclosures:

The necessary disclosures under this heading are forming part of the Notice / Explanatory statement to the Item No. 5 and Corporate Governance Report which forms an integral part of this Annual Report.

Registered Office:
109, Udyog Kshetra, Mulund-Goregaon
Link Road, Mulund (W), Mumbai, 400080,
CIN: L24230MH2005PLC151348
Email ID: investor@valiantorganics.com

By order of the Board of Directors

Sd/-
Kaustubh B. Kulkarni
Company Secretary
ICSI M. No: A52980

Valiant Organics
Limited

CIN: L24230MH2005PLC151348
Regd. Off.: 109, Udyog Kshetra, Mulund-Goregaon Link Road, Mulund (W), Mumbai 400080
Website: - www.valiantorganics.com **Email:** - investor@valiantorganics.com
Telephone: 91-22-6797 6683

THIS COMMUNICATION IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

Dear Shareholders/Members,
Valiant Organics Limited (the 'Company'),

Subject: Web-link of the Annual Report for the Financial Year 2024–25.

We are pleased to inform you that the **20th Annual General Meeting ("AGM")** of the Members of Valiant Organics Limited ("the Company") will be held on **Friday, September 26, 2025 at 11:30 A.M. (IST)** through Video Conferencing ("VC")/Other Audio Visual Means ("OAVM").

In accordance with Regulation 36(1)(a) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") electronic copies of the Notice of the AGM along with the Annual Report for the Financial Year 2024–25 are being sent via e-mail to the Members/Shareholders whose e-mail addresses are registered with the Company / Registrar and Transfer Agents ("RTA") / Depository Participants ("DPs").

As per the records available with the Company and/or the RTA i.e. MUFG Intime India Private Limited (Formerly known as Link Intime India Private Limited), since your e-mail address is not registered, we are sending you this letter to inform you that the Notice of the AGM and Annual Report for the Financial Year 2024–25 can be accessed through the following link/path:

Web-Link	https://www.valiantorganics.com/assets/investors/annual-report-2024-25.pdf
Path	www.valiantorganics.in > Investors > Annual Report > Annual Report 2024-25

Additionally, the Annual Report and the Notice of the AGM are also available on the website of the Stock exchanges i.e. BSE Limited: www.bseindia.com and National Stock Exchange of India Limited: www.nseindia.com. The AGM Notice is also disseminated on the website of NSDL at www.evoting.nsdl.com.

The Members whose shares are in dematerialised form are requested to register/update your KYC details with the Depository Participant where you maintain your demat account.

Thank you for your continued support.

Yours faithfully
For Valiant Organics Limited

Sd/-

Kaustubh B. Kulkarni
Company Secretary
ICSI M. No. A52980

Place: Mumbai
Date: September 02, 2025

Notes

Valiant Organics
Limited

Concept, Content & Design (info@wyatt.co.in)