NCL INDUSTRIES LIMITED

NCL GROUP

NCLIL/SEC/2026-2027 **24.08.2026**

Bombay Stock Exchange Limited **Phiroze Jeejeebhoy Towers,** **Floor.25, Dalal Street MUMBAI – 400001** **Tel No.022-22721234**	**National Stock Exchange of India Limited, Exchange Plaza,** **Bandra Kurla Complex,** **Bandra (E), MUMBAI – 400051** **Tel: 022-26598235**

Dear Sir/Madam,

Sub : Annual Report for the Financial Year 2025-2026 and the Notice convening the 45th Annual General Meeting ('AGM') of NCL Industries Limited ('the Company')

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This is with further reference to our communication dated 7th August 2026, wherein we informed that the 45th Annual General Meeting ("AGM") of the Company will be held on Friday, 18th September 2026 at 11:00 A.M. (IST) through Video Conferencing ("VC")/Other Audio-Visual Means ("OAVM").

Pursuant to the provisions of Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), please find enclosed herewith the Annual Report of the Company for the Financial Year 2025-26, including the Notice of the 45th AGM.

The Annual Report, including the Notice of the AGM, is being sent electronically to those shareholders whose email addresses are registered with the Company, Registrar and Share Transfer Agent ("RTA"), or Depository Participants ("DPs").

Further, in accordance with Regulations 36(1)(b) and 58(1)(b) of the SEBI Listing Regulations, the Company has initiated the dispatch of a letter to those shareholders whose email addresses are not registered with the Company/RTA/DPs. The said letter provides the web link and complete details for accessing the Annual Report, including the Notice of the 45th AGM.

The Annual Report is also available on the website of the Company www.nclind.com for the information and reference of the shareholders.

This is for information of Exchanges and Shareholders.

Thanking you,
for **NCL INDUSTRIES LIMITED.**

DIVYA
BHARATHI
MAREEDU

M. Divya Bharathi
Company Secretary &
Compliance Officer

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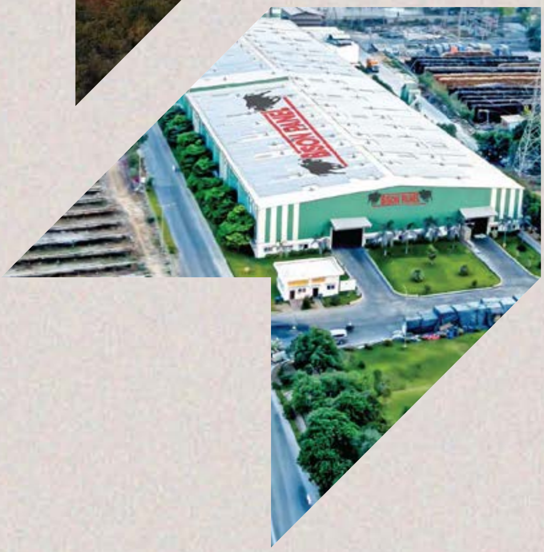
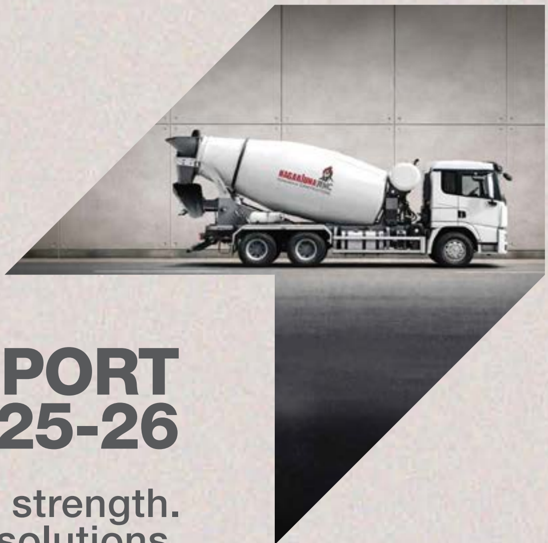
CIN: L33130TG1979PLC002521

NCL INDUSTRIES LIMITED

www.nclind.com





ANNUAL REPORT 2025-26

Building strength.
Delivering solutions.
Creating a sustainable future.

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Our Founder and Inspiration

Shri K. Ramachandra Raju
(1934-2008)

The Founder of our Group, Shri K. Ramachandra Raju, was a pioneer in India's mini cement industry. He was among the first few to venture into what was then a revolutionary and untested concept, when the Government encouraged low investment mini cement plants as an answer to the chronic cement shortage of the late 1970s. He accepted the challenge with an entrepreneurial spirit and established Nagarjuna Cements Ltd, along with Mr. Vinodrai Goradia and Mr. G. Somaraju as Co Promoters. The calculated risk paid off handsomely, and the company declared a dividend of 25 per cent in its very first full year of operations.

A quintessential entrepreneur, he introduced innovative products well ahead of their time: Bison Panels from Germany, Seccolor pre painted steel windows from Italy, Alltek paints from Sweden and pre fab housing. From a single commodity unit, the venture evolved into the multi product NCL Group in the building materials industry, and the association amongst the Co Promoters continues into the third generation — a unique feature in itself.

Today, we pay homage to this visionary, whose philosophy of growth and innovative products we have inherited and internalised. It remains the credo of the Group he founded.

NCL INDUSTRIES LIMITED

NCL at a Glance — What We Do

NCL Industries Limited is a diversified building materials house with cement at its core. The Company's continuing operations span four businesses: Cement, Cement Bonded Particle Boards, Ready Mix Concrete and Renewable (Hydel) Energy. This portfolio gives NCL what few cement peers of its size possess — multiple engines of demand, PAN India footprint, and operating green energy assets.

4.00 MTPA
Cement capacity
one integrated unit and two cement grinding units capacity across Telangana and Andhra Pradesh

90,000 MT
Boards capacity
per annum across three plants — India's only cement bonded particle board maker

10
Ready Mix Concrete Plants
across Hyderabad and Visakhapatnam

15.75 MW
Hydel power
Across two mini hydel plants, plus 8 MW waste heat recovery at the cement works

2700+
Dealer network
Dealers and distributors across 9 states in across PAN India

₹ 1,422.08 crore
Revenue from operations (standalone, net)
(FY25: Rs 1,362.10 crore)

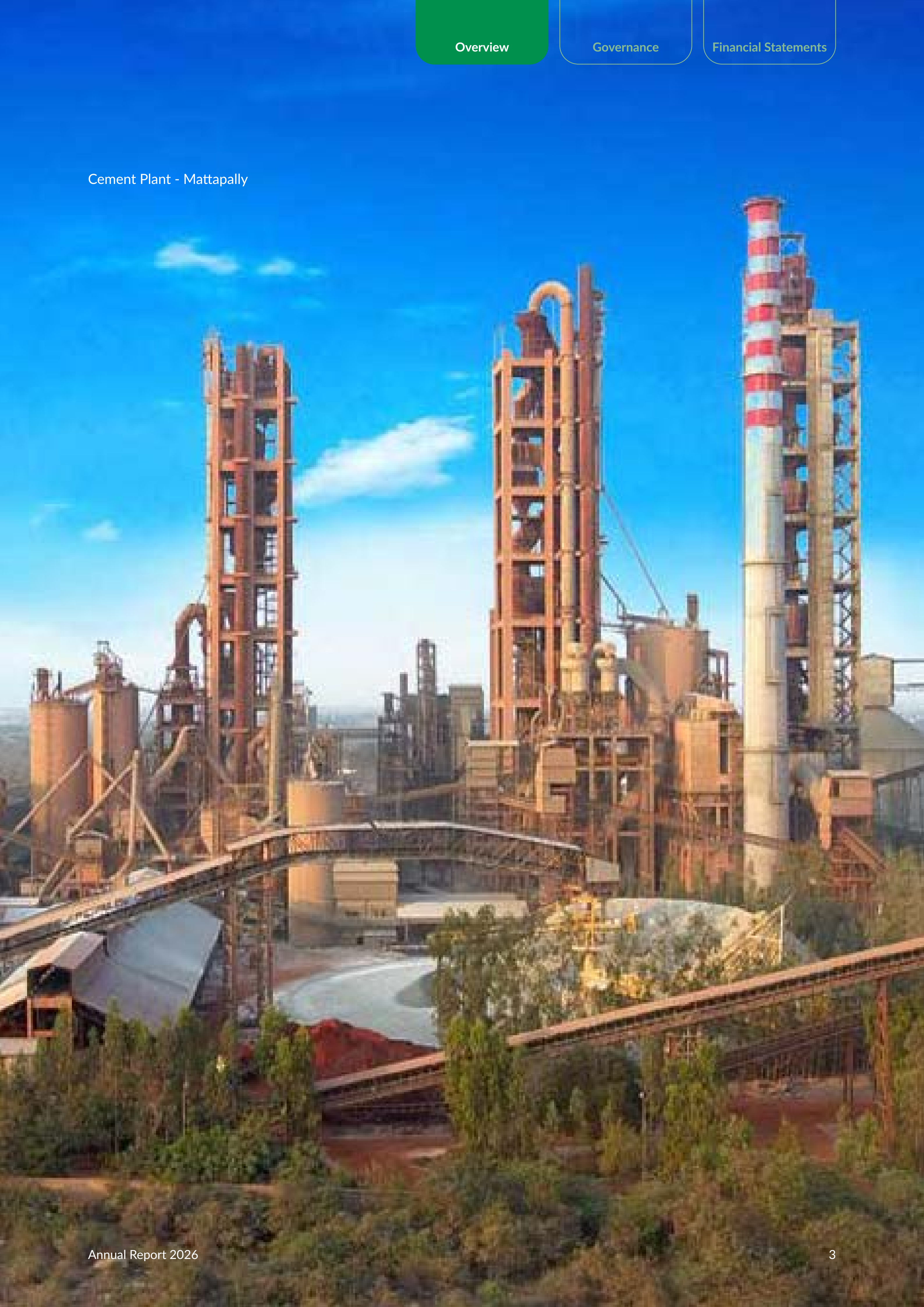
₹ 95.29 crore
Profit for the year (standalone)
(FY25: ₹ 25.38 crore)

825 People
825 employees

Where we stand

Our flagship Nagarjuna Cement brand is trusted across housing, infrastructure and industrial projects — over 8 lakh tonnes of our Cement went into the Polavaram Project on the Godavari. Bison Panel enjoys over three decades of category leadership built on Bison Werke technology, Germany.

Cement Plant - Mattapally



Message from the Chairperson

Dear Shareholders,

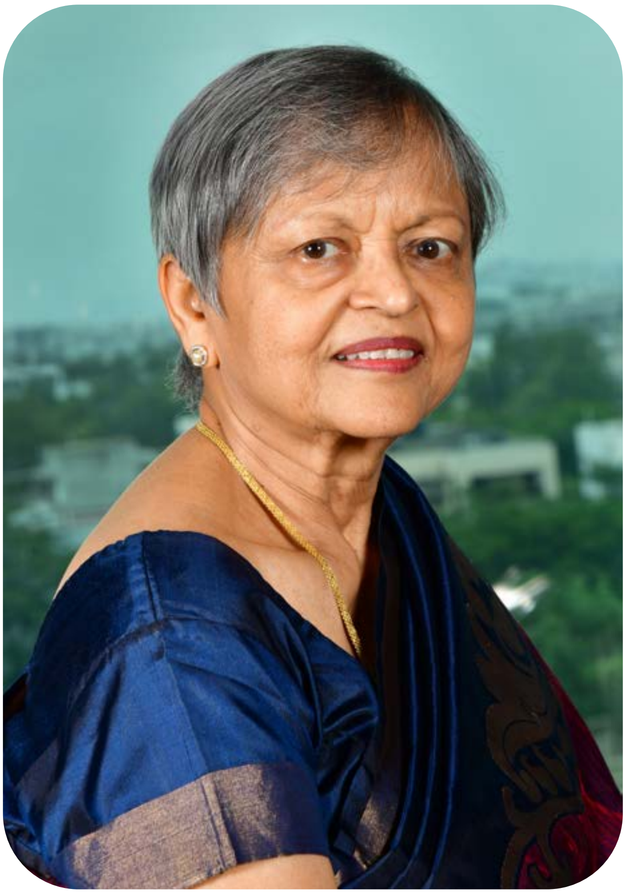
It is a privilege to communicate with you as Chairperson of NCL Industries. I joined your Board, as an Independent Director, in August last year succeeding Dr. R. Kalidas, whose decade long service on the Board, and subsequently as Chairman, set high standards of governance, stewardship and independence. I am pleased that my first year was a rewarding one for your company, with consolidated profits increasing to ₹ 95.39 crores from ₹ 25.20 crores the previous year. This was possible on the back of higher volumes and realizations in our cement business. With a focus on profitability and keeping in view the outlook for the Doors division, the Board took the difficult but pragmatic decision to discontinue the same and focus the Company's capital and management attention on its core activities. Decisions of this nature test a Board and I am happy that the Board approached this with objectivity and in the best interests of your Company.

As you may be aware, our core businesses of cement and cement bonded panels are power intensive, with energy expenses forming a significant percentage of production costs. To reduce energy costs (simultaneously promoting much desired sustainability) and with a view to strengthening the Company's long term competitiveness, your Company commenced setting up a 130 MW solar and wind hybrid project during the year.

I am confident that the core values of the promoter shareholders and of the management will sustain your Company's growth and success in the coming years. Our non promoter shareholders should derive comfort from the fact that the Independent Directors are valued and their views are respected. Your Board will continue to hold the management to high standards of oversight, risk management and governance.

On behalf of the Board I thank our shareholders, customers, dealers and lenders for their continued trust and support. I thank our employees for their commitment and dedication. I look forward to meeting you at the Annual General Meeting and to sharing with you our progress, priorities, challenges and aspirations.

Renu Challu
Chairperson



I am pleased that my first year was a rewarding one for your company, with consolidated profits increasing to ₹ 95.39 crores from ₹ 25.20 crores the previous year.

Message from the Vice Chairman & Managing Director

Dear Shareholders,

It is my pleasure to communicate with you as a Vice Chairman & Managing Director of the Company. Pleased to report this year company made a strong recovery and significant improvement in overall performance. Gross Revenue from continuing operations grew by 1.6% to ₹ 2,137 crores while EBITDA increased by 58 per cent to ₹ 222 crores. The EBIDA margin expanded from 10.3 per cent to 15.6 per cent, Consolidated Profit for the year increased substantially to ₹ 95.39 crores compared with ₹ 25.20 crores in the previous year, resulting in earnings per share of ₹ 21.09 as against ₹ 5.57 of the previous year.

The cement division was the principal driver of this turnaround. Segment gross revenue grew by approx. 5.5% to ₹ 1,835 crore while the segment result nearly trebled to ₹ 130 crore. This recovery was supported by the industry demand, with national cement production growing by about 8.7 per cent along with improvement in our dispatches, realisations and fixed cost absorption. The new cement grinding facility with a capacity of 0.66 MTPA at Thallapalem, near Anakapalle, Visakhapatnam, Andhra Pradesh has been capitalized during the year. The facility will further strengthen our presence and market reach in eastern Andhra Pradesh and Odisha.

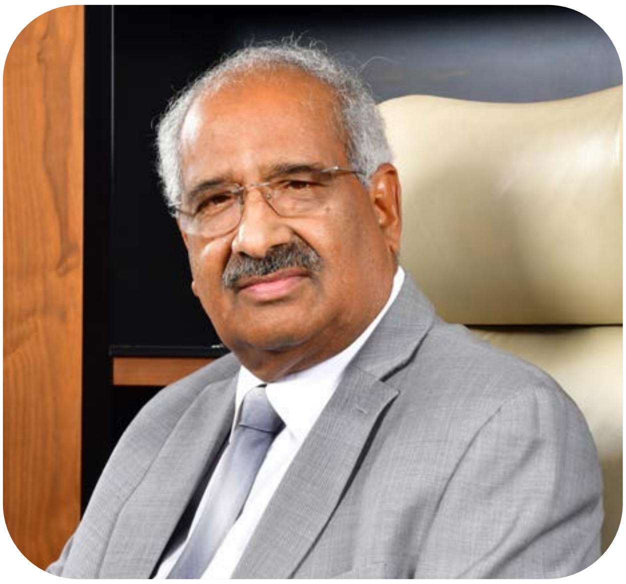
The year also required to be candid about area where performance was not meeting the expectations. Despite our best efforts, the Doors Division was unable to achieve business viable and the Board therefore approved its discontinuance. This decision resulted in a one-time charge of ₹ 28.36 crore, including impairment and inventory write downs, which has been fully absorbed during the year. Exiting a business we built is never an easy decision, however your Company is stronger as a result of this for sharper strategic focus.

In the area of green energy, we have moved beyond intent to a concrete and actionable plan. Building on our 15.75 MW of operating hydel capacity and 8 MW of waste heat recovery, we have drawn up a 130 MW solar and wind hybrid project at Kuppanpuram in Thoothukudi district, Tamil Nadu, at an estimated cost of ₹ 919 crore to be implemented in phases. Phase I comprising of 50 MW is designed to meet the bulk of the power requirement of our Mattapally plant through captive consumption was approved by the Board to be commissioned by February 2028. This project represents the single largest lever available to structurally reduce our power cost while also lowering our carbon intensity.

The Board has recommended a dividend of ₹ 3.50 per share (35%) dividend per share for FY26. The Boards division recorded moderate revenue in a competitive market, while RMC and Energy businesses continued to make steady contributions. Our priorities for the coming year each of these businesses are set out in the strategy pages of this report.

I would like to express my sincere appreciation to our Shareholders, Dealers, Customers, Bankers and above all, our Employees for their continued commitment, resilience and hard work during the down cycle have played a vital role in making the recovery possible.

K. Ravi
Vice Chairman & Managing Director



> **The cement division was the principal driver of this turnaround. Segment gross revenue grew by approx. 5.5% to ₹ 1,835 crore while the segment result nearly trebled to ₹ 130 crore.**

Milestones

2025 — Cement grinding Unit of 0.66 MTPA at Tallapalem, Visakhapatnam, Andhra Pradesh

2023 — Acquisition of Vishwamber Cements Ltd

2022 — Sandwich Panels unit commissioned at Paonta Sahib

2021 — Commissioning of WHR plant and solar units; acquisition of Tern Distilleries Private Ltd

2019 — NCL Door — India's largest door manufacturing facility launched

2017-18 — Third cement line and third boards plant at Simhapuri

2011 — Foray into RMC with two plants in Hyderabad and Vizag

2010 — Line 2 at Simhapuri — clinker capacity raised by 9.90 lakh tonnes and cement by 6.60 lakh tonnes

2007-09 — Kondapalli grinding plant and Line 2 expansion; boards plant at Paonta Sahib, Himachal Pradesh

2006 — Merger of NCL Energy Ltd

2003 — Cement capacity expanded to 2,97,000 TPA

1996-97 — Commencement of Prefab; advent of Bison Lam

1992 — Cement Bonded Particle Boards debut — technical collaboration with Bison Werke, Germany

1989 — Capacity increased to 1,98,000 TPA

1984 — Commercial production of cement at 66,000 tonnes per annum

1982 — IPO of 11,10,000 equity shares

1979 — Late Shri K. Ramachandra Raju establishes Nagarjuna Cements Ltd

FY26 Performance Dashboard

Financial highlights (audited)

Revenue from operations, net (standalone, ₹ cr)

FY 2025-26	1,422.08
FY 2024-25	1,362.10

EBIDTA (standalone, ₹ cr)

FY 2025-26	221.93
FY 2024-25	140.86

EBIDTA margin (%)

FY 2025-26	15.61
FY 2024-25	10.34

Profit before tax — continuing (standalone, ₹ cr)

FY 2025-26	137.27
FY 2024-25	56.54

Profit for the year (standalone, ₹ cr)

FY 2025-26	95.29
FY 2024-25	25.38

Earnings per share — total (standalone, ₹)

FY 2025-26	21.07
FY 2024-25	5.61

Net worth (standalone, ₹ cr)

FY 2025-26	946.25
FY 2024-25	864.38

Return on capital employed (%)

FY 2025-26	12.26
FY 2024-25	6.23

Return on equity (%)

FY 2025-26	10.53
FY 2024-25	2.95

Debt equity ratio

FY 2025-26	0.25
FY 2024-25	0.29

Debt service coverage ratio

FY 2025-26	2.67
FY 2024-25	1.85

Dividend

(₹ per share)

FY 2025-26	3.50
FY 2024-25	3.00

The foundations of progress.

Nagarjuna Cement

Nagarjuna Cement operates one integrated manufacturing unit — at Mattapally in Suryapet district, Telangana (2.36 million MTPA) , one grinding unit at Kondapalli in Andhra Pradesh (0.94 million MTPA) — and new grinding unit at Anakapalli near Visakhapatnam (0.66 million MTPA) in Andhra Pradesh. The brand is trusted for homes and for mega infrastructure alike: over 8 lakh tonnes of our Cement went into the Polavaram Project rising from the waters of the Godavari.

FY26 performance

Cement was the engine of the year's recovery. Segment gross revenue grew 5.5 per cent to ₹ 1,835.14 crore (FY25: ₹ 1,739.68 crore) and the segment result rose to ₹ 129.88 crore from ₹ 46.54 crore, on higher dispatch volumes, better price realisation and improved fixed cost absorption. Production for the year was [FY26 cement production 27,68,119 MT] (FY25: 27,11,868 MT). The division accounted for 83.9 per cent of continuing segment revenue.

Reach

A network of about 2,400 dealers across nine states — Andhra Pradesh, Telangana, Karnataka, Tamil Nadu, Puducherry, Kerala, Maharashtra, Chhattisgarh and Odisha — carries the brand, supported by the Dealer Welfare Trust established in 1986, which funds education, health cover and family support for dealer households. The new grinding unit near Visakhapatnam extends our reach into eastern Andhra Pradesh and Odisha, where public investment in ports, industry and housing is accelerating

Cement Grinding Unit, Tallepalem, Visakhapatnam

Cement KPIs

Installed cement capacity (MTPA)

FY 2025-26	3.58
FY 2024-25	3.30

Cement production (MT)

FY 2025-26	27,68,119
FY 2024-25	27,11,868

Capacity utilisation (%)

FY 2025-26	77%
FY 2024-25	82%

Blended cement share of sales (%)

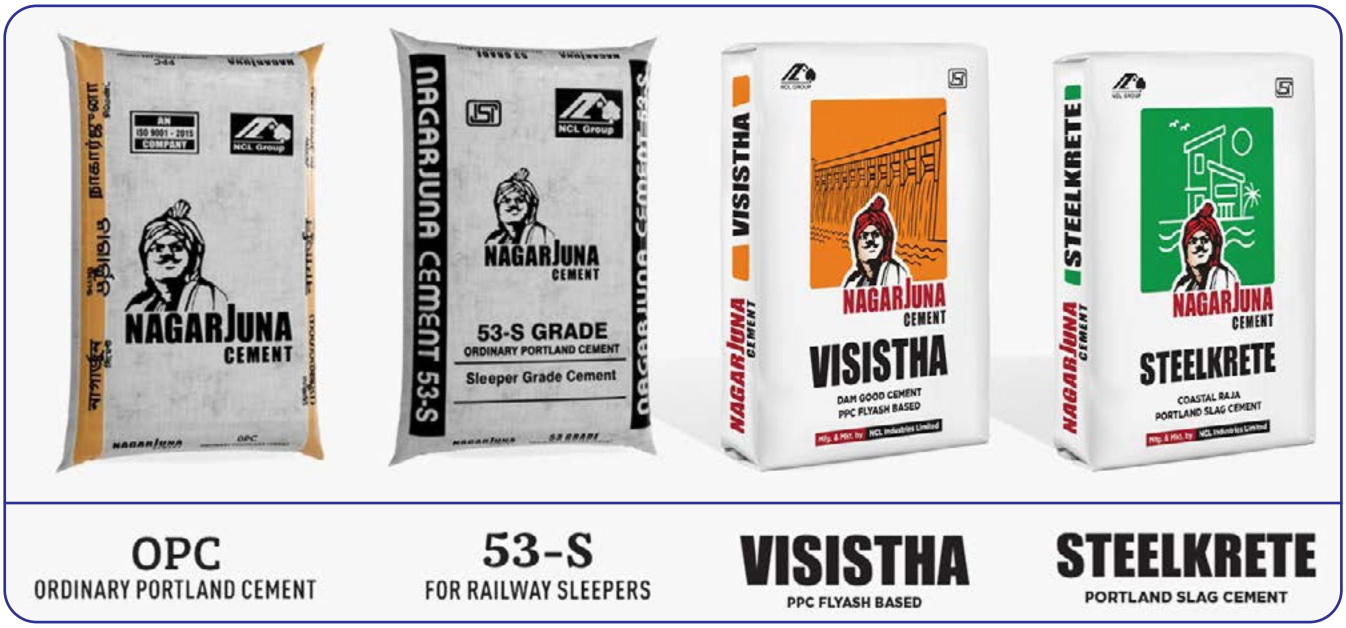
FY 2025-26	55%
FY 2024-25	54%

Cement EBIDTA per tonne (Rs)

FY 2025-26	675
FY 2024-25	344

Green power share of cement power drawn (%)

FY 2025-26	28%
FY 2024-25	23%



NCL INDUSTRIES LIMITED

Versatile. Indispensable. Incredible.

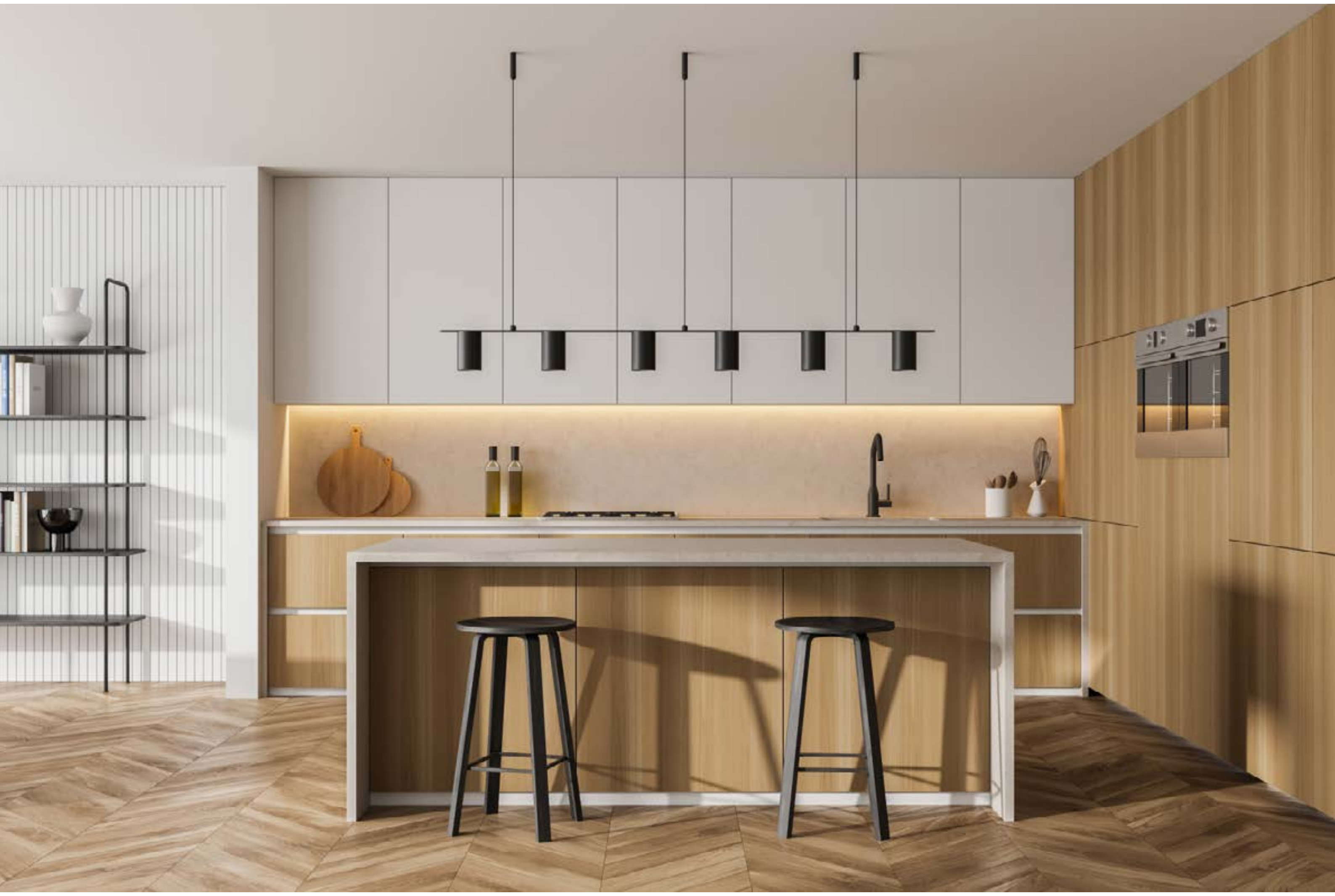
Bison Panel
Cement Bonded Particle Board

BISON PANEL™
One board. Infinite uses.

NCL is the only manufacturer of Cement Bonded Particle Boards in India, marketed as Bison Panel, with an installed capacity of 90,000 MT per annum across three plants — two at Simhapuri, Telangana and one at Paonta Sahib, Himachal Pradesh. Engineered in collaboration with Bison Werke, Germany, the boards are strong, fire resistant, weather resistant, termite proof and eco friendly, and serve applications from prefabricated structures and false ceilings to flooring platforms, kitchen panelling, exterior cladding and acoustic insulation. A distribution network of about 500 distributors carries the product across India.

FY26 performance

Segment gross revenue moderated to ₹ 163.52 crore (FY25: ₹ 209.30 crore) and the segment Profit to ₹ 10.82 crore (FY25: ₹ 16.84 crore) in a competitive market. Production for the year was [FY26 boards production 50,175 MT] (FY25: 82,299 MT). Growing awareness and new applications continue to expand the demand potential.



Adding speed to strength.

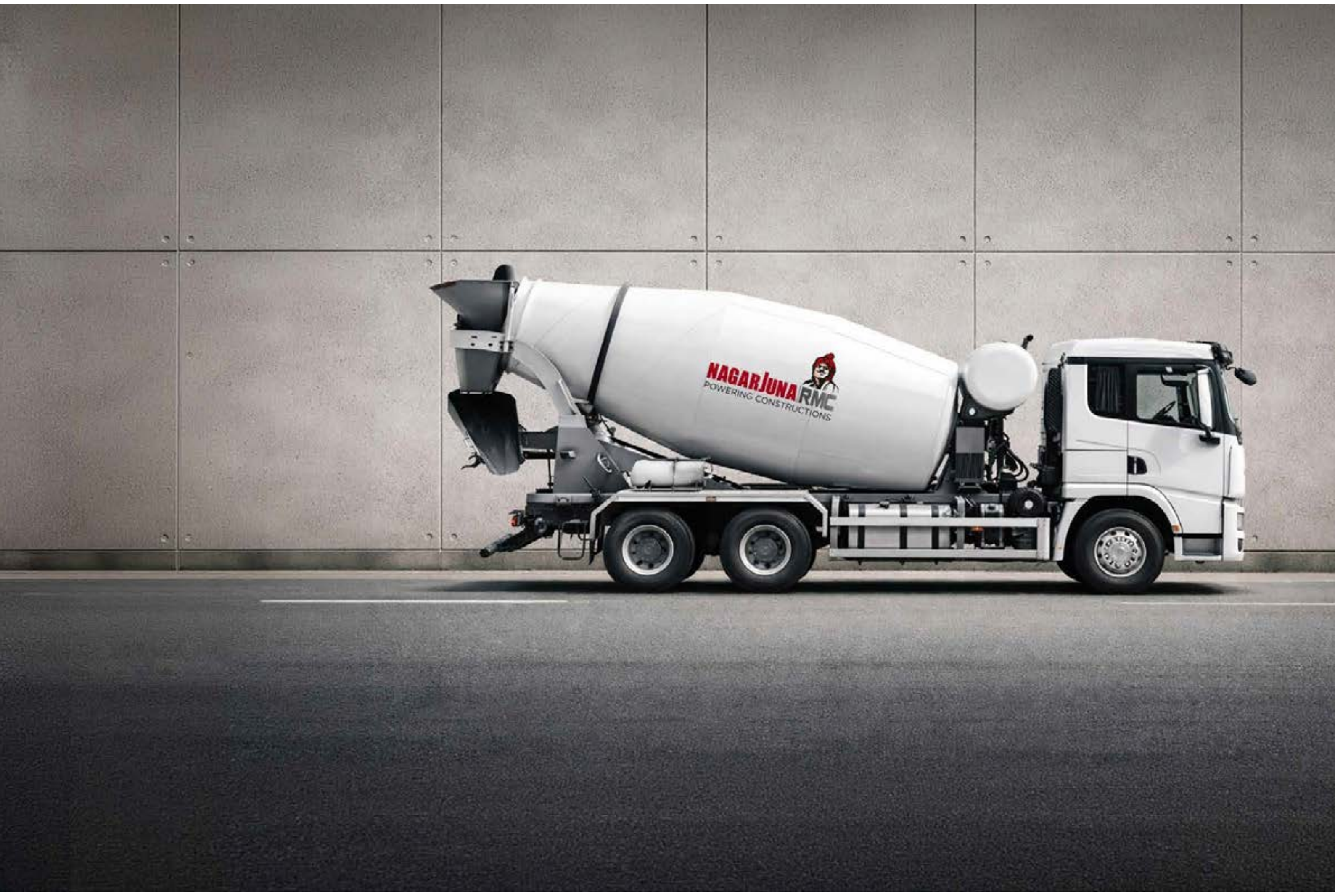
Ready Mix Concrete

NAGARJUNA RMC
Powering Constructions

Nagarjuna RMC operates ten strategically located plants — six in and around Hyderabad and four in Visakhapatnam — with fully computerised processes, quality control labs and a fleet of transit mixers. Using our own OPC 53 grade cement and IS conforming aggregates, the division offers customised, consistent concrete for large urban projects, and provides a natural outlet for the Company's cement while reinforcing the brand.

FY26 performance

Segment gross revenue was ₹ 130.89 crore (FY25: ₹ 148.01 crore) with a segment Profit of ₹ 3.50 crore (FY25: ₹ 5.21 crore). Production for the year was [FY26 RMC production 2,76,503 cubic metres] (FY25: 3,15,238 CuM). Continued urban construction in both cities underpins steady medium term growth.



Green and growing.

Renewable Energy

NCL Energy is the flag bearer of renewable energy at the Group. The division operates two mini hydel plants with 15.75 MW of installed capacity — 7.5 MW at the head regulator of the Srisailam Right Main Canal and 8.25 MW at the Tungabhadra Dam Right Bank High Level Canal. In addition, an 8 MW waste heat recovery system and solar installations 12.54 MW reduce power costs at the cement division.

FY26 performance

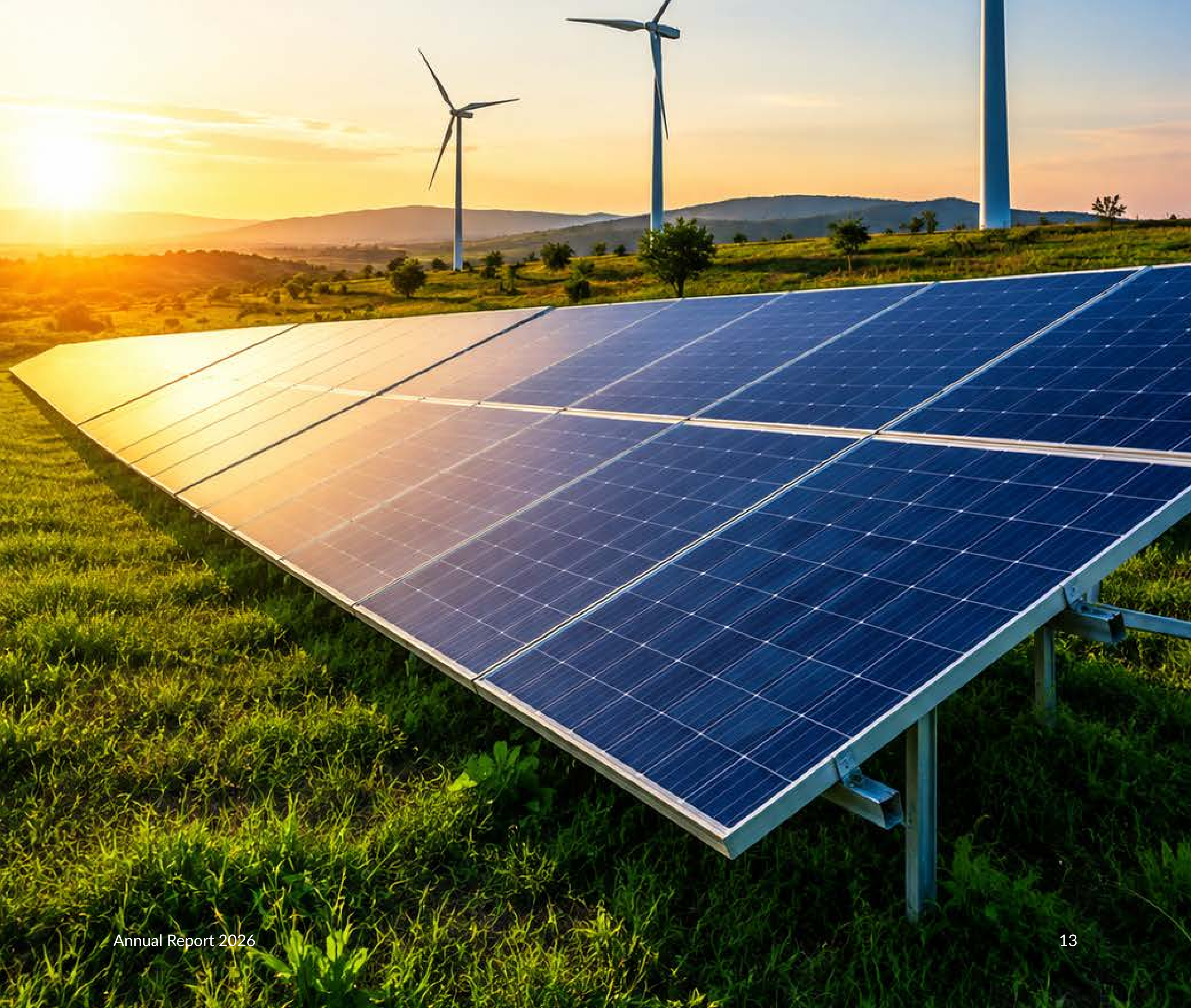
Segment gross revenue rose to ₹ 7.36 crore (FY25: ₹ 6.58 crore) with the segment Profit improving to ₹ 3.41 crore (FY25: 2.67 crore). Generation for the year was FY26 generation 35.58 million units (FY25: 34.44 MU), dependent as always on water releases in the reservoirs.


7.5 MW plant at Srisailam Reservoir


8.25 MW plant at Tungabhadra Dam

The next leap: 130 MW solar wind hybrid

The Company has drawn up a 130 MW solar and wind hybrid renewable project at Kuppanpuram, Thoothukudi district, Tamil Nadu, at an estimated cost of about ₹ 919 crore in phases. Phase I of 50 MW is scheduled for commissioning in the year 2028. At full build out, the project would structurally lower the Company's power cost and materially raise the renewable share of its energy mix.



CSR Initiatives in FY26

Strengthening community infrastructure and access

During FY26, NCL continued to direct its CSR efforts towards education, healthcare and rural development in communities around its operating locations. The Company reported a total CSR outlay of Rs. 507.13 lakhs for the year. Its interventions included support for school and junior college operations, community healthcare, village road development, and measures to strengthen public safety.

₹ **507.13** Lakhs

Total CSR Outlay in FY26

Education: NCL High School and NCL Junior College

NCL supported the normal revenue and operating expenses of NCL High School and NCL Junior College. The institutions serve the education needs of the local community and are supported through the NCL Education & Welfare Society.

Focus: Promotion of education, including special education

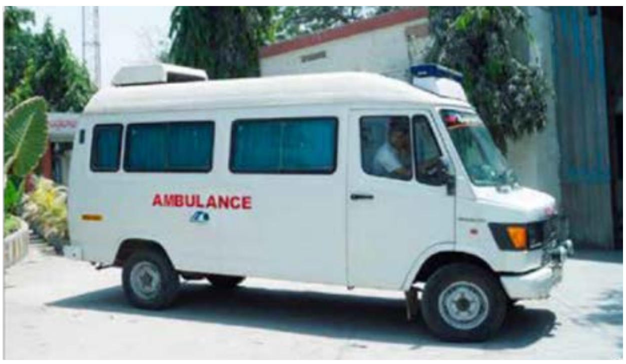
Location: Mattapalli Village, Suryapet district, Telangana

Healthcare: Sri K. Ramachandra Raju Health Center

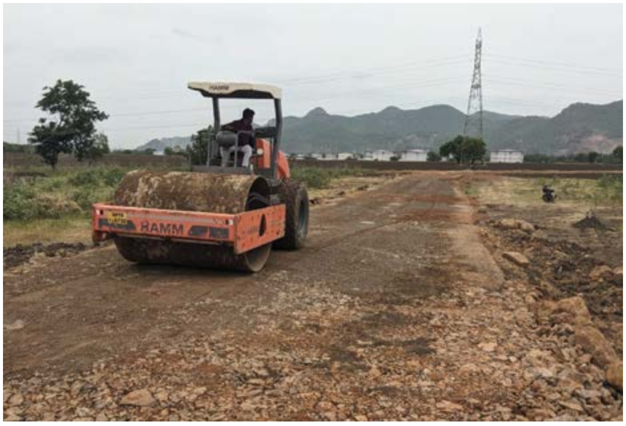
The Company supported the revenue and operating expenses of the Sri K. Ramachandra Raju Health Center, helping sustain access to medical and healthcare services for communities in and around Mattapalli.

Focus: Medical and healthcare

Location: Mattapalli Village, Suryapet district, Telangana



Village development: Road works



As part of its rural development initiatives, NCL undertook road works at Kattubadipalem Village, Kondapalli in Krishna district, Andhra Pradesh, contributing to improved local connectivity and village infrastructure.

Focus: Rural development projects

Location: Kattubadipalem Village, Kondapalli, Krishna district, Andhra Pradesh

Community Safety: CCTV surveillance

NCL installed CCTV cameras for community surveillance and public safety in Mattapalli, with the objective of strengthening local monitoring and supporting a safer community environment.

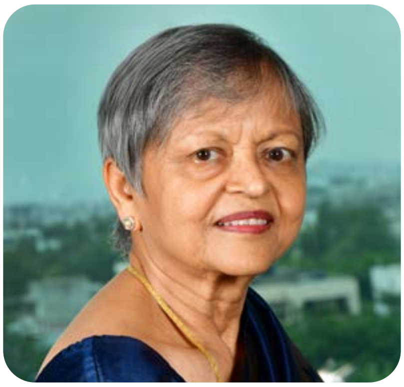
Focus: Rural development projects

Location: Mattapalli Village, Suryapet district, Telangana

NCL INDUSTRIES LIMITED

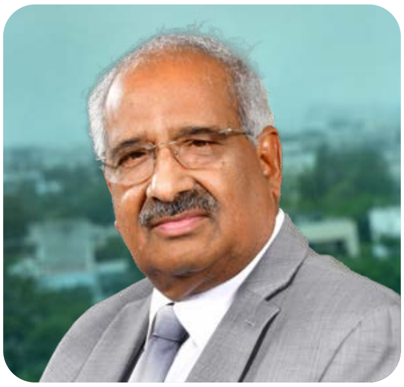
Our driving force

Board of Directors



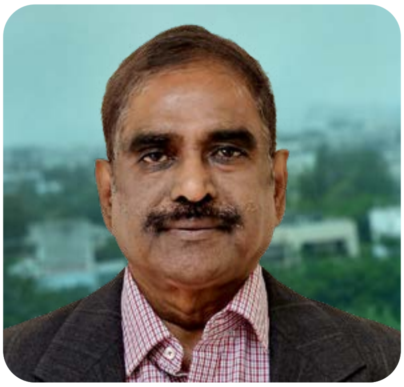
Mrs. Renu Challu
Chairperson & Independent Director

She brings over 40 years of expertise in banking, merchant banking, risk management and corporate governance, having held leadership positions of DMD in SBI, MD of erstwhile SBH, President&COO of SBI Capital Markets and CEO of SBI DFHI. She served as an Independent Director on numerous boards for over a decade, notably Schaeffler India, NCC, Torrent Group, Minda Industries, Fullerton India, Reliance Nippon Life Insurance.



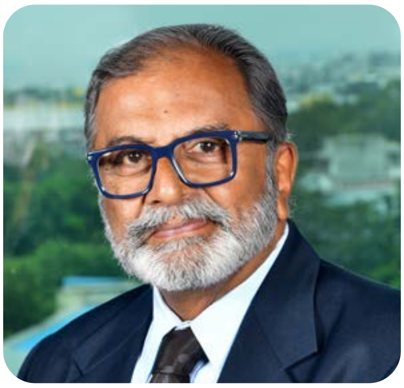
Mr. K. Ravi
Vice Chairman & Managing Director

He is a Diploma holder in Electrical Engineering with over 45 years of experience in cement, building materials, energy and project execution. A Promoter associated with the Company since inception, he has led the expansion of the Cement and Boards divisions, the setting up of RMC and Doors divisions and two small hydro power projects.



Mr. P. Rajagopal Reddy
Independent Director

He is a post graduate in Chemistry with an MBA, bringing over 35 years of experience in finance, materials management and the power sector. He served as Director (Finance) of Central Power Distribution Company of Andhra Pradesh, as a Member of the Andhra Pradesh Electricity Regulatory Commission and as a senior energy consultant at ASCI.



Mr. S.K. Subramanian
Independent Director

He is a Chartered Accountant and a post graduate in Science, bringing over 45 years of experience in finance and accounts, purchase and materials management, and general management. He has held CEO, COO and CFO positions across the Tata Group, telecom ventures and multinational FMCG companies.

Dr. A S Durga Prasad
Independent Director

He is a seasoned executive with over four decades of experience in cost and management accounting, financial management and corporate governance, gained across pharmaceuticals, infrastructure, IT and discrete manufacturing. A Fellow Member of ICMAI holding a PhD, he has also been associated with several academic institutions and served on the board of NCC Limited.

Mrs. Pooja Kalidindi
Non-Executive Director

Mrs Pooja Kalidindi, is a graduate in commerce and PGDPM with specialization in Finance and Marketing. She has completed Management Development Programme – Strategic Management from Kozhikode (IIMK). Ms. Pooja is associated as Executive Director of NCL Buildtek Limited before which she was associated at various designation since 2011 in NCL Buildtek Ltd.

Mrs. Roopa Bhupatiraju
Non Executive Director

She holds an MBA in Marketing and Entrepreneurship and a Master's in Marketing Communications from the Illinois Institute of Technology, USA. With the Company since 2006 and founder of her own venture in California, she brings expertise in marketing, brand strategy and business operations, and oversees Cement Marketing, Operations, HR and Branding.

Mr. K. Gautam
Non Executive Director

He holds a BBM (Hons.) from ICFAI and a Master's degree in Entrepreneurship and Business Management from the University of Luton, UK. Associated with the Company for over 17 years, he brings experience in manufacturing operations, business management and strategy, having served as Executive Director, Joint Managing Director and Managing Director.

Mr. N.G.V.S.G. Prasad
Executive Director & CFO

Mr. N. G. V. S. G. Prasad, is a Graduate in Commerce from Nagarjuna University and is a fellow member of the Institute of Chartered Accountants of India. He is having over 30 years of experience in Finance & Accounts in NCL Group.

Mr. Utkal B. Goradia
Executive Director

Mr. Utkal Goradia, is presently executive director of the company w.e.f 27/09/2022. He has completed the Executive Education Programme on General Management Programme for IT professionals from IIM, Bangalore. He has been associated with NCL since 2006. Prior to joining NCL, he was associated with GE Consumer Finance Services.

NCL INDUSTRIES LIMITED

Corporate Information

CIN : L33130TG1979PLC002521

BOARD OF DIRECTORS

Mrs. Renu Challu
Chairperson & Independent Director

Mr. P Rajagopal Reddy
Independent Director

Mr. S K Subramanian
Independent Director

Dr. A S Durga Prasad
Independent Director

Mrs. Pooja Kalidindi
Non-Executive Director

Mrs. Roopa Bhupatiraju
Non-Executive Director
(from 03.12.2025)

Mr. K. Gautam
Non-Executive Director
(from 03.12.2025)

Mr. Utkal B Goradia
Executive Director

Mr. N.G.V.S.G. Prasad
Executive Director & CFO

Mr. K. Ravi
Vice Chairman & Managing Director
(from 03.12.2025)

Mrs. M Divya Bharathi
Company Secretary & Compliance Officer

AUDITORS

M Bhaskara Rao & Co
Chartered Accountants
5-D, 5th Floor Koutilya, 6-3-652
Somajiguda, Hyderabad - 500082
Email : mbr_co@mbrc.co.in
Website : www.mbrc.co.in

REGD. & ADMN. OFFICE

NCL Industries Ltd.
7th Floor, "NCL Pearl",
Near Rail Nilayam, S D Road,
Secunderabad - 500026, India.
Email : ncl@nclind.com
cs@nclind.com

COST AUDITORS

S R and ASSOCIATES
F 26, Raghavaratna Towers Chirag Ali Lane, Abids Hyderabad 500001, Telangana

SECRETARIAL AUDITORS

AJ SHARMA & ASSOCIATES
Company Secretaries
5-8-352, No. 17, Raghava Ratna Towers, Chirag Ali Lane, Abids, Hyderabad – 500 001.

BANKERS

Axis Bank Ltd HDFC Bank Ltd State Bank of India
Kotak Mahindra Bank Ltd

FACTORIES

Cement Division

Unit – I
Simhapuri,
Mattampally Mandal Suryapet Dist,
Telangana State Pincode – 508204

Unit – II
Kadimpothavaram Village Kondapalli,
Krishna District, A.P.
Pincode – 521228

Unit – III
Sy. NO. 208-1, 209-1&2
Tallapalem Road,
Ugginapalem (V) Kasimkota (M)
AP, Pincode- 531031

Boards Division

UNIT – I & III
Simhapuri,
Mattampally Mandal Suryapet Dist,
Telangana State Pincode – 508204

UNIT – II
Bhothanwali Village, Paonta Sahib,
Sirmour District, Himachal Pradesh
Pincode – 173025

Energy Division

Unit – I
Pothireddypadu, Head Regulator,
Chabolu Village, Pothulapadu Post.
Nandikotkur TQ Kurnool Dist. A.P
Pincode518402

Unit – II
RBHLC Zero Mile Point,
Tungabhadra Dam,
Tungabhadra Board Amaravathi Village, Hospet, Karnataka,
Pincode – 583225

Ready Mix Concrete Division

Unit – I
Plot No. 11, A/2, Phase 1,
IDA, Patancheru (V),
Telangana State Pincode – 502319

Unit – II
Sy.No. 282 (P), Rampally (V),
Keesara (M), Medchal (Dt.),
Telangana State. Pincode 501301

Unit – III
Sy.No. 492, 493, Goudavalli,
Near Gandimysamma, Medchal Dist.,
500043 Telangana State

Unit – IV
Sy. No 29/81, 30/6
Kotwalguda(V), Shamshabad,
Hyderabad, RR Dist 501218,
Telangana State

Unit – V
Sivadatta temple Road,
Dandu Malkapur (V), Choutuppal (M),
Yadadri Dist. 508252 Telangana State

Unit – VI
Plot No 36, Sy. Nos 460/2, 461,
462/2, 479 to 482,
IDA, Mankhal (V), Maheswaram (M),
Rangareddy (Dist.),
Telangana State Pincode - 501359

Unit – VII
Sy.No. 38-09 to 38-19,
Kovvada Grampanchayat,
Kovvada (V), Pusapatirega (M),
Vijayanagaram Dist,
A.P.Pincode - 535204

Unit – VIII
Plot No. 91/C, D Block, Autonagar,
Gajuwaka, Visakhapatnam,
A.P. Pincode - 530026

Unit –IX
Sy.No. 208-1,209-1&2,
Tallapalem Road,
Ugginapalem (V), Kasimkota (M),
A.P. Pincode – 531031

Unit – X
Sy.No. 228/1 & 228/5, Vellanki Village,
Anandapuram Mandal, Visakhapatnam
Pincode – 531163 A.P.

NCL INDUSTRIES LIMITED

CIN:L33130TG1979PLC002521
10-3-162, NCL Pearl, 7th Floor, Opp: Hyderabad Bhawan, East Maredpally,
Hyderabad, Secunderabad - 500026, Telangana, India

Notice

Notice is hereby given that the 45th Annual General Meeting of NCL Industries Limited will be held on Friday 18th September, 2026 at 11.00 A.M IST through Video Conferencing ("VC")/Other Audio Visual Means ("OVAM") platform in accordance with the applicable provisions of the Companies Act, 2013 read with MCA General Circulars and Circular No. 03/2025 dated 22nd September, 2025 to transact the following business.

ORDINARY BUSINESS

1. To receive, consider and adopt the audited Standalone and Consolidated Financial Statements of the Company for the Financial Year ended 31st March 2026 together with reports of the Directors and Auditors thereon.
2. To approve the Interim Dividend paid and declare Final Dividend.
3. To appoint a director in place of Mr. NGVSG Prasad (DIN: 07515455) who retires by rotation and is being eligible for reappointment.
4. To appoint a director in place of Mrs. Pooja Kalidindi (DIN: 03496114) who retires by rotation and is being eligible for reappointment.

SPECIAL BUSINESS

5. **Ratification of remuneration to be paid to Cost Auditors**

   To consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**

   "RESOLVED THAT pursuant to the provisions of Section 148 and other applicable provisions of the Companies Act, 2013 the remuneration payable to M/s. S R. and ASSOCIATES, Cost Accountants, the Cost Auditors appointed by the Board of Directors of the Company, fixed as Rs. 1,20,000/- (Rupees One Lakh Twenty Thousand only) for the financial year ending March 31, 2027 be and is hereby ratified."

By Order of the Board.
for NCL INDUSTRIES LIMITED,

Sd/-
M Divya Bharathi
Company Secretary & Compliance Officer
(M. No: A31170)

Place: Hyderabad
Date: 07th August 2026

NOTES:

1. The Ministry of Corporate Affairs has, vide its circular dated May 5, 2020 (read with other previous circulars issued in this regard) January 13, 2021 and December 8, 2021 respectively, and clarification circular No.21/2021 dated December 14, 2021 , General Circular No.2/2022 dated 5th May, 2022 and General Circular No.10/2022 dated 28th December, 2022 and General Circular No.09/2023 dated 25th September, 2023 and 09/2024 dated 19th September, 2024 and General Circular No. 03/2025 dated 22nd September 2025 with respect to "Clarification on holding of Annual General Meeting ("AGM") issued by the Ministry of Corporate Affairs ('MCA Circulars') and in compliance with the provisions of the Act and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') permitted the companies to hold the Annual General Meeting (AGM), Extra-ordinary General Meeting (EGM), or transact items through Postal Ballot through Video Conference (VC) / Other Audiovisual Mode (OAVM)and thus physical attendance of Members has been dispensed with. Since AGM of the Company is being held VC or OAVM the facility to appoint 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. The deemed venue for the 45th AGM shall be the Registered Office of the Company.
2. In compliance with the above MCA circulars, notice together with Annual Report 2025-26 is being sent only through electronic mode to those members whose email addresses are registered with the company / depositories / RTA. Copies of the Notice and Annual Report 2025-26 will also be uploaded on the company's website at www.nclind.com, websites of BSE Ltd (www.bseindia.com), National Stock Exchange of India Ltd (www.nseindia.com) and on the website of CDSL (www.evotingindia.com)respectively. All documents referred to in the accompanying Notice and the Statement pursuant to Section 102(1) of the Companies Act, 2013 shall be open for inspection in electronic mode by the Members by writing an e-mail to the Company Secretary at cs@nclind.com. Shareholders are advised to visit the company's website www.nclind.com where the notice is uploaded.
3. An Explanatory statement setting out the material facts pursuant to the provisions of Section 102 of the Companies Act, 2013 in respect of item Nos. 5 & 6 of the notice is annexed hereto.
4. Members attending AGM through VC / OAVM shall be counted for the purpose of reckoning the quorum under the provisions of the Companies Act, 2013.

5. Shareholders seeking any information with regard to accounts are requested to write to the Company at least 12 days before the date of the annual general meeting so as to enable the Management to keep the information ready.

6. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 the company is providing e-voting facility to enable shareholders to cast their vote electronically on all the resolutions set forth in the Notice to the **45th Annual General Meeting** to be held on **Friday, 18th September, 2026 at 11.00 am.** The company has engaged the services of Central Depository Services (India) Limited (CDSL) to provide the facility of voting through electronic means to the members to enable them to cast their votes electronically in respect of all the businesses to be transacted at the aforesaid Meeting.

7. The Register of Members and Share Transfer Registers will remain closed from **Friday 11th September, 2026 to Friday 18th September, 2026** (both days inclusive) on account of the Annual General Meeting and record date fixed as **Friday 11th September, 2026** for determination of payment of final dividend if any.

8. Any person, who acquires shares of the Company and becomes Member of the Company after the date of sending of this Notice and holds shares as on the cut-off date i.e., **Friday, 11th September, 2026** can cast the vote by following the instructions as mentioned in this Notice

9. Members holding shares in electronic form are requested to inform the changes, if any, in their address or bank particulars etc., to the Depository Participant with whom the demat account is maintained. In case they hold the shares in Physical mode, they are requested to intimate the changes if any to the company or its Registrars and Share Transfer Agents M/s Venture Capital & Corporate Investments (P) Ltd at an early date.

10. Individual shareholders can avail the facility of nomination. Shareholders holding shares in physical form may write to the Registrar for assistance. Shareholders holding in electronic form may approach their DP with whom they maintain their account quote ledger Folio /Client ID in all the correspondence.

11. The voting rights of shareholders shall be in proportion to their shares of the paid up equity share capital of the Company as on the **cut-off date as on 11th September, 2026. (Record date)**

12. The Scrutinizer, after scrutinizing the votes cast at the meeting through remote e-voting and during AGM will, within two working days from the conclusion of the Meeting, make a consolidated scrutinizer's report and submit the same to the Chairman. The results of the voting shall be declared on or after the Annual General Meeting of the Company. The results declared along with the Scrutinizer's Report shall be placed on the Company's website www.nclind.com and be communicated to the Stock exchanges where the company is listed i.e BSE and NSE and on the website of CDSL <www.cdslindia.com>.

13. The company has paid the listing fees for the year 2026-27 to BSE and NSE where the equity shares of the company are listed.

14. In terms of regulation 36(3) of SEBI (listing Obligations and Disclosure Requirements) Regulations, 2015 brief resumes of Directors proposed to be appointed or reappointed at the meeting are given.

15. The company appreciates and supports this green initiative and requests the members to register their e-mail address to receive the future correspondence, including Annual Reports through e-mails. In the case members who are holding shares in demat form, the email IDs registered with the DP and made available to the company / RTA shall be the registered email IDs unless communication is received to the contrary.

16. Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) and Bank Account details. Members holding shares in electronic form are requested to furnish the PAN Card and Bank Account details to their DPs with whom they are maintaining Demat Accounts. Members holding shares in physical form are requested to submit PAN and Bank Account details to the Registrar and Share Transfer Agents.

17. As per the circular issued by the Securities and Exchange Board of India w.e.f 1st April, 2019 it has been mandated that transfer of securities would be carried out in dematerialized form only. Shareholders who are holding shares in Physical mode should ensure that shares which are lodged for transfer shall be in dematerialized form only. Shareholders are requested to convert their shares which are in physical mode to dematerialised mode for their operational convenience.

18. Shareholders who have not encashed their dividend warrants for the years 2018-19, 2019-20, 2020-21, 2021-22, 2022-23 and 2023-24 may approach the company for revalidation, issue of duplicate warrants etc; quoting the Folio No. / Client ID. Please note that as per Section 24(5) and 124(6) of the Companies Act, 2013 dividend which remains unpaid / unclaimed over a period of 7 years, such unclaimed dividends and such shares whether held in demat form or in physical form are required to be transferred by the company to the Investor Education & Protection Fund (IEPF). Any person whose unclaimed dividends / shares so transferred to IEPF, may claim the shares for refund / apply to IEPF by submitting an online application form to IEPF along with fee specified by IEPF from time to time.

19. Pursuant to Finance Act 2020, dividend income will be taxable in the hands of shareholders w.e.f. April 1, 2020 and the Company is required to deduct tax at source from dividend paid to shareholders at the prescribed rates. For the prescribed rates for various categories, the shareholders are requested to refer to the Finance Act, 2020 and amendments thereof.

SHAREHOLDER INSTRUCTIONS FOR E-VOTING

The Members can join the AGM in the VC/OAVM mode 30 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available to at least 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the EGM/AGM without restriction on account of first come first served basis.

THE INTRUCTIONS OF SHAREHOLDERS FOR E-VOTING AND JOINING VIRTUAL MEETINGS ARE AS UNDER:

Step 1 : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

Step 2 : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

(i) The voting period begins on **<Tuesday 15th September 2026 at 9.00 AM IST**> and ends on **<Thursday 17th September 2026 at 5.00 PM IST>.** During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of <**Friday 11th September, 2026**> may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

(ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.

(iii) Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020,** under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to **all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants**. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

Step 1 : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

(iv) In terms of SEBI circular **no. SEBI/HO/CFD/CMD/CIR/P/2020/242** dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

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

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with **CDSL Depository**	1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit cdsl website www.cdslindia.com and click on login icon & My Easi New (Token) Tab. 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 links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3) If the user is not registered for Easi/Easiest, option to register is available at cdsl website www.cdslindia.com and click on login & My Easi New (Token) 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 e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders holding securities in demat mode with **NSDL Depository**	1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS "Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting 4) For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID,8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on **company name or e-Voting service provider name** and you will be re-directed to **e-Voting service provider website** for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Type of shareholders	Login Method
Individual Shareholders (holding securities in demat mode) login through their **Depository Participants (DP)**	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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

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

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with **CDSL**	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911
Individual Shareholders holding securities in Demat mode with **NSDL**	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.com or call at : 022 - 4886 7000 and 022 - 2499 7000

Step 2 : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

(v) Login method for e-Voting and joining virtual meetings for **Physical shareholders and shareholders other than individual holding in Demat form.**

1) The shareholders should log on to the e-voting website www.evotingindia.com.

2) Click on "Shareholders" module.

3) Now enter your User ID

a. For CDSL: 16 digits beneficiary ID,

b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,

c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.

4) Next enter the Image Verification as displayed and Click on Login.

5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.

6) If you are a first-time user follow the steps given below:

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

(vi) After entering these details appropriately, click on "SUBMIT" tab.

(vii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

(viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

(ix) Click on the EVSN for the relevant <NCL INDUSTRIES LIMITED> on which you choose to vote.

(x) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

(xi) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

(xii) After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.

(xiii) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

(xiv) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.

(xv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

(xvi) There is also an optional provision to upload BR/ POA if any uploaded, which will be made available to scrutinizer for verification.

(xvii) **Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.**

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates" module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
- It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; ncl@nclind.com or cs@nclind.com (designated email address by company) , if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM/EGM THROUGH VC/OAVM & E-VOTING DURING MEETING ARE AS UNDER:

1. The procedure for attending meeting & e-Voting on the day of the AGM/ EGM is same as the instructions mentioned above for e-voting.
2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-voting.
3. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM/EGM.
4. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
6. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
7. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance atleast **12 days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at (company email id). The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance **12 days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at (ncl@nclind.com or **cs@nclind.com**). These queries will be replied to by the company suitably by email.

8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
9. Only those shareholders, who are present in the AGM/EGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the EGM/AGM.
10. If any Votes are cast by the shareholders through the e-voting available during the EGM/AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders may be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to **Company/RTA email id**.
2. For Demat shareholders -, Please update your email id & mobile no. with your respective **Depository Participant (DP)**
3. **For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.**

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

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

Address for Communication:

Company Secretary, **NCL Industries Limited** **#10-3-162, NCL Pearl,** 7th Floor, Opp. Hyderabad Bhavan, **East Marredpally, Secunderabad-500026** **e- mail** cs@nclind.com **CIN: L33130TG1979PLC002521**	**Address of Registrar and Share Transfer Agents** **Unit: NCL Industries Ltd** **Venture Capital & Corporate Investments** (P)Ltd, **"AURUM", DOOR No.4-50/P-II/57/4F & 5F, PLOT No.57, 4th & 5th FLOORS, JAYABHERI ENCLAVE PHASE – II GACHIBOWLI, HYDERABAD 500032, Telangana, India** **e-mail:** info@vccipl.com, investor.relations@vccipl.com Phones: 040-23818475 /76

EXPLANATORY STATEMENT PURSUANT TO THE PROVISIONS OF SECTION 102 READ WITH SECTION 110 OF THE COMPANIES ACT, 2013

ITEM NO. 5:

The Board of Directors in its meeting held on 13th April, 2026 on recommendation of the Audit committee, appointed M/s. S R and Associates, Cost Accountants as Cost Auditors of the Company to conduct the audit of the cost records of the Company for the financial year ending March 31, 2027 in respect of Cement and Ready Mixed Concrete, at a total remuneration of Rs.1,20,000/- (Rupees One lakh Twenty thousand only).

In accordance with the provisions of Section 148 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditors requires to be ratified by the shareholders of the Company and seek your approval for the proposed ratification by considering the following resolution with or without modifications.

The Board recommends that the Resolution be passed.

None of the Directors / Key Managerial Personnel of the Company / their relatives are, in any way concerned or interested, financially or otherwise, in this resolution.

45th Board's Report

Your directors have pleasure in presenting their Report for the financial year ended 31st March, 2026.

FINANCIAL RESULTS

The Audited Financial statements (both Standalone and Consolidated) for the year ended 31st March 2026, and the report of the Auditors thereon are being circulated with this report. The Salient features of the Consolidated financial results are as follows:

Particulars	2025-26 (Rs. in crores)	2024-25 (Rs. in crores)
Total Income (Gross)	2174.27	2181.92
Profit Before Tax	104.30	42.80
Provision for Tax (including deferred tax)	8.91	17.60
Profit for the Year After Tax	95.39	25.20
Transfer to General Reserve	30.00	30.00
Dividend per Equity Share (Face value of Rs.10/ each) (In. Rs.)	3.50	3.00
Earnings per Equity Share (EPS) (In. Rs.)	21.09	5.57

PERFORMANCE REVIEW & STATE OF COMPANY'S AFFAIRS

Your Company delivered a robust financial and operational performance during the financial year 2025-26, driven by improved sales realizations, enhanced operational efficiencies, and strong performance of the Cement Division.

Gross Turnover from continuing operations increased marginally by 1.6% to Rs. 2,136.91 crores as against Rs. 2,103.57 crores in the previous financial year. Net Turnover grew by 4.4% to Rs. 1,422.08 crores from Rs. 1,362.10 crores, reflecting improved business performance during the year.

Operating profitability from continuing operations before exceptional items witnessed significant improvement, with EBITDA increasing by 57.8% to Rs. 221.57 crores from Rs. 140.41 crores in FY 2024-25. Consequently, the EBITDA margin improved from 10% to 16%, primarily on account of better operational efficiencies, cost optimization, and improved product realizations.

Profit Before Tax (PBT) from continuing and discontinued operations more than doubled to Rs. 104.30 crores as compared to Rs. 42.80 crores in the previous financial year, registering a growth of 143.7%, mainly driven by higher operating profits.

The Profit After Tax (PAT) increased significantly by 278.6% to Rs. 95.39 crores vis-a-vis Rs. 25.20 crores in the previous year FY 2024-25, with the PAT margin improving from 2% to 7% despite after absorption of losses of Rs. 28.36 crores sustained by Doors division discontinuance.

The Cement Division remained the primary driver of the Company's performance, contributing approximately 82% of the total net turnover and 90% of the total EBITDA during the year. The improved profitability of the Division was supported by better sales realisation and operational efficiencies. Your Company commissioned 0.66 MTPA cement grinding facility at Thallapalem, near Anakapalle, Visakhapatnam, Andhra Pradesh in November 2025. With this the overall cement production capacity of the Company stands enhanced from 3.30 MTPA to 4.00 MTPA.

The Boards Division contributed approximately 10% of the Company's net turnover and 6% of the total EBITDA during the year. The Company continues to focus on strengthening this businesses through enhanced branding initiatives, expanded market outreach, improved customer engagement, and operational excellence to drive sustainable growth.

The Ready mix concrete (RMC) division contributed 8% of the Company's net turnover and 2% of the total EBITDA during the year.

Overall, the Company's strong operating performance, improved profitability, and continued focus on efficiency enhancement have strengthened its financial position. The Board remains confident that the Company's strategic initiatives, disciplined execution, and focus on its core businesses will support sustainable growth and create long-term value for all stakeholders.

Consolidated Financial Statement

The Consolidated Financial Statement has been prepared in accordance with Indian Accounting Standards (Ind AS) as per the Companies (Indian Accounting Standards) Rules, 2015 notified under Section 133 of the Companies Act, 2013 and other relevant provisions of the Companies Act,2013.

SHARE CAPITAL

Authorised share capital:

The Authorised share capital of the company is Rs. 62,00,00,000/- comprising of 6,20,00,000 Equity Shares of Rs. 10/- each as on March 31, 2026.

Paid-up share capital:

As on March 31, 2026, the paid-up share capital of the company was Rs. 45, 23, 27,900/- divided into 4,52,32,790 equity shares of Rs. 10/- each and there were no changes in the share capital of your Company during the year under report.

TRANSFER TO RESERVES

During the financial year under review, pursuant to the provisions of the Companies Act, 2013, your Board has decided to transfer a sum of Rs. 30 crores to the General Reserve of the Company.

SUBSIDIARY COMPANIES & JOINT VENTURES

As the shareholders are aware, the Company had acquired Tern Distilleries Private Limited (TDPL), its wholly owned subsidiary, for the purpose of establishing a new cement grinding unit near Visakhapatnam. The Company is pleased to inform that the new cement grinding unit, with an installed capacity of 0.66 MTPA commenced commercial operations in November 2025.

Consequent to the commissioning of the new grinding unit, the Company's total cement production capacity has increased from 3.30 MTPA to 4.00 MTPA, further strengthening its manufacturing footprint and enhancing its ability to cater to the growing demand across its key markets.

Vishwamber Cements ltd

During the year under review, there were no business operations in Vishwambhar Cements Limited (VCL), the Company's wholly owned subsidiary, which was acquired primarily for its mining lease covering 322.06 acres of limestone-bearing land.

The Company is evaluating amalgamation of its wholly owned subsidiaries with the Company, subject to the requisite statutory and regulatory approvals. The proposed amalgamation is expected to facilitate consolidation of assets, enable the limestone mines to become captive mines of the Company, simplify the corporate structure, and enhance operational and administrative efficiencies.

There are no Material subsidiaries for the Company for the year under review.

JV Partnership with NCL Buildtek Ltd

As reported in the earlier Annual Reports, your Company, in consortium with NCL Buildtek Limited, had secured an order valued at Rs.1863 Crores from Andhra Pradesh State Housing Corporation Limited (APSHCL) for the supply of pre-painted GI steel window frames with glazed shutters and GI powder-coated door frames. However, against the total order value, orders aggregating only Rs. 46.07 Crores have been received and executed by the joint venture to date. In view of the limited execution of the project, the continued operating losses incurred by the joint venture and the ongoing process for its closure and dissolution, the Company has, based on an assessment of the recoverability of its investment, recognized a provision for diminution in the value of its investment amounting to Rs. 4.14 crores during the year under review. The provision has been recognized as an Exceptional Item in the Statement of Profit and Loss. Further details are provided in the Notes to the Financial Statements.

The Statement containing salient features of the financials of Subsidiaries / Associate Companies / Joint Ventures Pursuant to first proviso to sub-section (3) of Section 129 read with rule 5 of Companies (Accounts) Rules, 2014 in form AOC-1 is enclosed as **Annexure-B**.

Material changes and commitments if any affecting financial position of the company

Financial

There have been no material changes and commitments, affecting the financial position of the company which have occurred between the end of the financial year 2025-26 and the date of this report. The existing sanctioned credit limits from multiple Banks to the Company were utilized to support its operational activities.

OPERATIONS AND NEW PROJECTS

Cement Division

The Company commissioned its new grinding unit near Visakhapatnam on land owned by its wholly owned subsidiary, Tern Distilleries (P) Ltd. With the commissioning of this unit, the Company's overall cement production capacity increased from 3.30 MTPA to 4.00 MTPA.

Doors Division- Discontinuance

During the year, the Company discontinued the operations of the Doors Division following a review of its continued operational and commercial challenges. The decision was taken as a strategic measure to enable the Company to focus on its core businesses, improve operational efficiency and strengthen its overall financial performance.

Notwithstanding the one-time impact of Rs. 28.36 crores arising from the losses sustained by the Doors Division up to its discontinuance, the Company has delivered a substantial improvement in profitability during the year. This performance reflects the resilience of the Company's core businesses and the improvement in its overall operational performance.

Solar & Wind– Hybrid Project 130 MW at Tuticorin

During the year under review, the Company commenced establishing a 130 MW Solar and Wind Power Project, to be implemented in a phased manner by FY 2027–28. Phase I of the project envisages the installation of 50 MW of renewable energy capacity. This initiative reflects the Company's commitment to sustainable operations, enhanced energy efficiency, and reduction of its carbon footprint.

DIVIDEND

Your Directors are pleased to recommend a final dividend of Rs. 2.00 per equity share of the face value of Rs. 10 each (20%) for the financial year ended March 31, 2026, payable to those shareholders whose names appear in the Register of Members or in the records of the Depositories as on the Record Date.

The total dividend for the financial year 2025–26, including the interim dividend of 15% already paid, amounts to 35% (Rs. 3.50 paise per equity share of Rs. 10 each), subject to the approval of the shareholders at the ensuing Annual General Meeting.

DIRECTORS' RESPONSIBILITY STATEMENT

In accordance with the provisions of Section 134 (3) (c) of the Companies Act, 2013, and on the basis of the information furnished to them by the concerned accounting professionals, your Directors confirm that:

I. All applicable accounting standards have been followed in the preparation of annual accounts and that there are no material departures.

II. The Directors 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 as at 31st March, 2026 and of the profit of the Company for the year ended on that date.

III. The Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act 2013, for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities.

IV. The Directors prepared the Annual Accounts on a going concern basis.

V. Proper internal financial controls were in place and that the financial controls were adequate and were operating effectively.

VI. Appropriate systems were devised to ensure compliance with the provisions of all applicable laws were in place and were adequate and operating effectively.

DIRECTORS AND KEY MANAGERIAL PERSONS (KMP)

Independent Directors

During the year under review, there was a change in Independent Directors,

- Dr. R. Kalidas (Technology) and Lt.General T.A.Dcunha (Retd) (Materials Management & Logistics) Completed their second term as Independent Directors w.e.f 13th August 2025. Your Board wishes to place on record its profound appreciation of their immense contribution.
- Mrs. P. Sudha Reddy (Woman Entrepreneur) first term as Independent Director ended on 03rd January 2026. Owing to her preoccupations, she chose not to seek re-appointment for a second term.
- As reported in previous report Mrs. Renu Challu, was appointed as Independent Director on the Board for the first term of five years w.e.f 08th August 2025 and her appointment was approved by the Shareholders in the previous Annual general meeting held on 25th September 2025. She was also appointed as the Chairperson of the Board of Directors w.e.f 14th August 2025.
- Dr. A S Durga Prasad was inducted as Independent Director on the Board effective 22nd January 2026 as recommended by the Nomination and Remuneration Committee, the said appointment was approved by the shareholders through Postal Ballot in the month of March 2026.

Overall, during the end of the year four Independent Directors Mrs. Renu Challu (Banking, Finance, Administration) Mr. P Rajagopal Reddy (Industrial Management), Mr. S K Subramanian (finance, accounting and Taxation) and Dr. AS Durga Prasad (strategic finance professional) constitute the current team of Independent Directors.

The number of Independent Directors was in conformity with the SEBI (LODR) Regulations throughout the year. Persons from diverse fields of expertise and experience have been invited to join the Board as Independent Directors to ensure that the company gets the optimum benefit of wisdom and expertise.

Your company follows a policy of total transparency and proactive information flow to the Independent Directors, in order to avail the optimum benefit of their experience and expertise.

The Independent Directors also actively participate in the Board and Committee proceedings, and offer constructive suggestions, which are implemented by the company after deliberations in the full Board. Apart from this, the Independent Directors hold separate meetings and evaluate the performance of the Board and individual Directors - Executive and Non-Executive. The feedback on the evaluation of varied attributes is furnished to the company on a confidential basis.

The terms and conditions of appointment of independent directors are as per Schedule IV of the Act. The Company has received the requisite declarations from all Independent Directors confirming that they continue to meet criteria of independence as provided in Section 149(6) of the Act and Regulation 16(1)(b) of the Listing Regulations and there has been no change in their status as independent director during the year and the period of their association with the Company. The Independent Directors have also confirmed compliance with the Company's Code of Ethics and Business Conduct and the Code for Independent Directors prescribed under Schedule IV of the Act.

Executive Directors

There were five Executive Directors namely Mr. K Ravi, Vice Chairman, Mr.K.Gautam, Managing Director, Mr. Utkal B. Goradia & Mrs. Roopa Bhupatiraju, and Mr. NGVSG Prasad, ED & CFO at the beginning of the year. Mr. K. Gautam, Managing Director & Mrs. Roopa Bhupatiraju, Executive Director resigned to their Executive positions. At the recommendation of Nomination & Remuneration Committee Mr. K Ravi, Vice chairman was appointed as Vice chairman & Managing Director by the Board w.ef. 03rd December 2025 and Mr. K. Gautam, & Mrs. Roopa Bhupatiraju were appointed as Directors in Non-executive capacity. The said appointments were approved by the Shareholders through Postal Ballot in the month of January 2026.

At the end of the financial year and as on the date of this report, there are three Executive Directors namely Mr. K Ravi, Vice Chairman & Managing Director; Mr. NGVSG Prasad, ED & CFO and Mr. Utkal B Goardia, Executive Director.

In the previous Annual General Meeting held on 25th September 2025, Mr. NGVSG Prasad was re-appointment as Executive Director & CFO w.e.f. October 1, 2025 for a period of five year (5) years with an upward revision in remuneration.

Key Managerial Personnel

Mr. T. Arun Kumar, Company Secretary & Compliance Officer, retired from the services of the Company upon superannuation with effect from 1st October 2025. Consequently, Mrs. M. Divya Bharathi was appointed as the Company Secretary & Compliance Officer and Nodal Officer under the IEPF Rules with effect from 1st October 2025.

The Board places on record its appreciation for the valuable services rendered by Mr. T. Arun Kumar during his tenure.

Non-Executive Directors

As at the end of the financial year 2026, there are three Non-Executive Directors namely Mrs. Pooja Kalidindi, Mr. K Gautam, Mrs. Bh Roopa, apart from the Independent Directors.

Retirement by Rotation

Mr. NGVSG Prasad and Mrs. Pooja Kalidindi retire by rotation at the ensuing Annual General Meeting and are eligible for reappointment.

Particulars of Directors whose appointment / reappointment sought are given in **Annexure C** to this Report as part of the Report on Corporate Governance under SEBI (LODR) Regulations, 2015.

BOARD MEETINGS

During the year under review, Seven Board meetings were held on 30th May 2025, 08th August 2025, 25th September 2025, 14th November, 2025, 03rd December 2025, 22nd January 2026 & 13th February 2026. The maximum time gap between any two consecutive meetings was within the period prescribed under the Companies Act, 2013.

COMMITTEES OF THE BOARD

The Board has constituted various committees as required under the Companies Act, 2013 and SEBI (LODR) Regulations, 2015. The details of such Committees are given in **Annexure – A** as a part of the report on Corporate Governance.

PLANS FOR ORDERLY SUCCESSION FOR APPOINTMENTS TO BOARD ETC:

The Board and the Nomination and Remuneration Committee periodically review succession planning for appointments to the Board and senior management. Your Company has an ongoing process for orderly succession of appointments to the Board and senior management positions as appropriate.

CORPORATE GOVERNANCE

A separate report of compliance with the provisions relating to Corporate Governance as required SEBI (LODR) Regulations, 2015 is enclosed as **Annexure 'A'** and forms part of this Report.

COMPLIANCE WITH SECRETARIAL STANDARDS:

The Company has Complied with the applicable Secretarial Standards (as amended from time to time) issued by The Institute of Company Secretaries of India and approved by Central Government under section 118(10) of the Companies Act, 2013.

BUSINESS RESPONSIBILITY AND SUSTAINABILITY REPORT (BRSR)

Your company did not figure in the top 1000 listed entities based on market capitalization as on 31st December, 2025 as per notification issued by Securities Exchange Board of India. Hence the requirement to furnish BRSR is not applicable to the company.

RISK MANAGEMENT

Your Company has a system of constantly identifying and monitoring the risks that the company may be exposed to. The Risk Management Committee is headed by Independent Director as Chairman. The Committee also constitutes One Executive Director, two Independent Directors & Two Non-Executive Directors. As and when required, the Committee reviews various risks and steps taken to manage the risks. The Board is of the opinion that there are no elements of risks that may threaten the existence of the Company. Kindly refer Point No. 40 of notes to financial statements on financial risks.

INTERNAL FINANCIAL CONTROLS:

The Company has in place adequate internal financial controls with reference to financial statements. These have been designed to provide reasonable assurance with regard to recording and providing reliable financial information; complying with applicable statutes; safeguarding assets from unauthorized use; ensuring that transactions are carried out with adequate authorisation and complying with defined Policies and Procedures. Such controls have been assessed during the year, based on the results no reportable material weakness in the design or operation of such controls was observed. Nonetheless, your Company recognizes that any internal control framework, no matter how well designed, has inherent limitations and accordingly, regular audit and review processes ensure that such systems are reinforced on an ongoing basis.

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

The company has not granted any loans, given any guarantees during the year to any of its Subsidiaries. Inter Corporate loans were granted to group company during the year were repaid. No Inter-Corporate Loans/advances were outstanding as on 31st March 2026 which would be covered under section 186 of the Companies Act, 2013.

RELATED PARTY TRANSACTIONS

The Related Party Transactions entered during the financial year 2025-26 were in ordinary course of business and at arm's length basis. Your Company did not enter into any Material Related Party Transactions during the year under review. Transactions entered into with the related parties are pursuant to the omnibus approval granted and specific approvals by the Audit Committee and the Board of Directors from time to time. These transactions were reviewed by the Audit Committee on quarterly basis. Pursuant to Section 134 (3) (h) of the companies Act, 2013 read with Rule 8(2) of the Companies (Accounts) Rules, 2014, the details of the Related Party Transactions are contained in **Annexure D** to this Report.

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

The Management Discussion & Analysis Report is annexed as **Annexure 'E'** to this Report.

DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS, COURTS AND TRIBUNALS:

During the year under review, no significant or material orders were passed by any regulatory/statutory authorities or courts / tribunals against the company impairing its going concern status and operations in future.

However, members' attention is drawn disclosures under Corporate Governance report and to the statement on contingent liabilities and commitments in the notes forming part of the financial statements.

OTHER DISCLOSURE (Fines levied by Stock Exchanges BSE & NSE)

- The Company received notices from BSE and NSE levying a fine of Rs. 3.39 lakhs (inclusive of GST) each for delayed compliance with Regulation 17(1E) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, relating to the delay in constitution of the Board Committees during August 2025.
- The Company was levied a fine of Rs. 46,000/- by the NSE for delay in submission of Shareholder holding pattern for quarter ended December 2025.

  The Company filed application seeking waiver of the fines. However, the waiver requests were not acceded to by the Exchanges. Subsequently, the Company availed a personal hearing and paid the fines under protest.
- The Company observed that certain fines pertaining to prior period matters were reflected as outstanding in the records of BSE, including fines of ₹10,000 plus GST each for non-compliance with Regulation 44(3) and Regulation 29(2) & 29(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, relating to delay in submission of voting results for March 2019 and prior intimation to the Stock Exchange regarding interim dividend declaration on 30th November 2020, respectively. The said fines had already been levied and paid by the Company at the relevant time to NSE; however, the same were subsequently reflected as outstanding in BSE records. The Company remitted the amounts under protest. These matters pertain to prior periods and do not relate to the current reporting period.

CORPORATE SOCIAL RESPONSIBILITY (CSR) ACTIVITIES

The company has a CSR Committee as prescribed by the Statute with Mr. P. Rajagopal Reddy, Independent Director as Chairman. The Committee constitutes One Executive, One Non-Executive and Two Independent Directors. Your company has in place a CSR Policy which is available at www.nclind.com. Your company's CSR activities are focused on Education, Social Welfare, and Healthcare. One CSR Committee meeting was held on 31st March, 2026 and reviewed the CSR activities.

Under the provisions of Section 135 of the Companies Act, 2013 an amount of Rs. 1.89 crores was required to be spent on CSR activities for the financial year 2025-26. The CSR expenditure incurred during the year was Rs. 5.07 crores was spent during the year under review, leaving a balance of Rs. 3.18 crores is eligible for set off against the mandatory CSR obligation for the succeeding years. The Annual Report on CSR activities during the year under review is placed at **Annexure F** to this Report.

VIGIL MECHANISM

Your Company believes in promoting a fair, transparent, ethical and professional work environment. The Board of Directors of the Company pursuant to the provisions of Section 177 of the Companies Act, 2013 has framed "Whistle Blower Policy" for Directors and employees of the Company for reporting the genuine concerns or grievances or cases of actual or suspected, fraud or violation of the Company's code of conduct and ethics policy. The Whistle Blower Policy of the Company is available on the Company's website at: www.nclind.com.

During the financial year 2025-26, No complaints were received by the Company.

INVESTOR EDUCATION & PROTECTION FUND

The Company has transferred an amount of Rs. 28.94 Lakhs relating to Dividends on the shares transferred to the Investor Education & Protection Fund during the financial year 2025-26.

Apart from above, the Company has also transferred unclaimed Dividend amount of Rs.12.47 Lakhs and 26,542 Equity Shares to the Investor Education & Protection Fund A/c on completion of 7 consecutive years as required by Section 124(5) of the Companies Act, 2013 and the Rules made there under,

DISCLOSURE WITH RESPECT TO DEMAT SUSPENSE ACCOUNT / UNCLAIMED SUSPENSE ACCOUNT:

The Company does not have any Demat Suspense / Unclaimed Suspense Account.

AGREEMENTS IMPACTING MANAGEMENT OR CONTROL OF THE COMPANY

There are no binding agreements, among the Promoters or other parties which impact the management or control of the company or impose any restriction or create any liability upon the company as envisaged by clause 5A of paragraph A of Part A of Schedule III of the SEBI LODR 2015

FIXED DEPOSITS

Pursuant to the provisions of Section 73 to 76 of the Companies Act, 2013, read with its relevant rules governing deposits, the company has obtained the approval of its members by way of passing a special resolution at the Annual general meeting held on 29th September 2014 for inviting, accepting, renewing deposits from members and public within the limits prescribed under the Companies Act, 2013 and the rules framed thereunder.

As of 31st March 2026, the deposits accepted by the company from public and shareholders aggregated to rupees Rs. 63.18 crores, which were within the prescribed limits under Companies Act, 2013 and the rules framed thereunder. The Company has repaid all the matured deposits that have been claimed, and there have been no defaults in payment of interest or repayment of principal.

Further, in accordance with the provisions of Companies Act and the relevant rules made thereunder, the company has obtained a credit rating "CRISIL A / Stable" for its Fixed Deposits from CRISIL Ratings Limited ("the credit rating agency").

The details relating to the deposits covered under Chapter V of the Companies Act, 2013 are given hereunder.

Particulars	Amount (Rs. in crores)
Amount of Deposit as on 01-April-2025	58.88
Deposits accepted during the year	14.29
Deposits repaid during the year	9.99
Amount of Deposits outstanding as on 31/03/2026	63.18
Deposits remained unpaid or unclaimed as at the end of the year	0.10
Whether there has been any default in repayment of deposits of payment of interest thereon during the year and so, number of such cases and the total amount involved	
a. At the beginning of the year	Nil
b. Maximum during the year	Nil
c. At the end of the year	Nil

The details of the deposits which are not in compliance with the requirements of Chapter V is Nil.

In accordance with Rule 16A of Companies (Acceptance of Deposits) Rule, the monies received from the director, if any, have been disclosed under relevant notes to the financial statements.

PARTICULARS OF EMPLOYEES

The details of employees who have been in receipt of remuneration envisaged by Section 197 of the Companies Act, 2013 read with Rule 5 of the Companies (Appointment and Remuneration of Managerial personnel) vide MCA Notification dated 30th June, 2016 are annexed as **Annexure G** to this Report.

AUDITORS

M/s M. Bhaskara Rao & Co, Chartered Accountants, Hyderabad who have been appointed as statutory auditors for a period of five years at the Annual General Meeting held in 2022 who shall hold office till the conclusion of 46th AGM. Hence, they would continue as Statutory Auditors for FY 2026-27and no reappointment/ratification of auditors is being sought at the this AGM. They have confirmed that they are not disqualified from continuing as auditors of the company.

The Notes on the financial statements referred to in the Independent Auditor's Report are self-explanatory. The Auditor's report does not contain any qualification, reservation, or adverse remark.

COST AUDIT

M/s S.R. and Associates, Cost Accountants have been reappointed to conduct the cost audit pertaining to Cement as well as RMC of the company for the year 2025-26. They have been reappointed by the Board of Directors as Cost Auditors of the Company for the Financial Year 2026-27. The remuneration of the cost auditors is required to be ratified by the members in terms of the relevant Rules. Accordingly, the matter is being placed before the Members for ratification at the ensuing Annual General Meeting.

The Cost Audit Report for the financial year ended March, 31st, 2026 is under process and will be duly filed with Ministry of Corporate Affairs.

SECRETARIAL AUDIT

Pursuant to the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Third Amendment) Regulations, 2024, effective April 1, 2025, M/s. A J Sharma & Associates, peer-reviewed Practising Company Secretaries, Hyderabad was appointed as Secretarial Auditor for a term of five consecutive years from the financial year 2025–26 up to FY 2029–30, by the shareholder in the previous AGM held on September 25, 2025.

M/s A. J. Sharma & Associates, Practising Company Secretaries will continue to act as Secretarial Auditors of the Company for the financial year 2026–27, being within the approved tenure.

The Secretarial Audit Report pursuant to the provisions of Section 204 of the Companies Act, 2013 is attached as **Annexure H** to this Report. The observations made by the Secretarial Auditor have been duly noted by the Board. The Company has taken appropriate corrective steps to address the procedural delays in the appointment of Committee members and the related regulatory filings. Necessary measures have also been put in place to ensure timely compliance with the applicable regulatory requirements and to avoid recurrence of similar delays.

DETAILS IN RESPECT OF FRAUDS REPORTED BY AUDITORS UNDER SECTION 143(12) OTHER THAN THOSE WHICH ARE REPORTABLE TO CENTRAL GOVERNMENT

No frauds were reported by the Auditors under Sub Section

12 of Section 143 of the Companies Act, 2013 read with the Rules made there under.

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

The Company is committed to provide a safe and conducive work environment to its employees. The Company's Prevention of Sexual Harassment policy is gender neutral encompassing the requirements of the 'The Sexual Harassment of Women at Workplace (Prohibition, Prevention and Redressal) Act, 2013 and the Rules made there under. The Said policy is made available on website www.nclind.com. The Company has constituted an Internal Complaints Committee to redress complaints received regarding sexual harassment.

During the year under review, there were no references or complaints pursuant to the aforesaid Act.

DISCLOSURE UNDER MATERNITY BENEFIT ACT,1961

The Company is committed to providing a safe, inclusive, and supportive workplace for its employees. The Company has complied with the provisions of the Maternity Benefit Act, 1961, and extends all statutory benefits to eligible women employees in accordance with the applicable provisions of the Act. There are 825 employees on rolls as on 31st March,2026 out of which 807 are male and 18 are female employees. During the year under review no women employee availed maternity leave/benefits.

AWARDS / CERTIFICATIONS

The following Awards were received by the company during the year 2025-26

- Mattapally plant awarded as "Efficient Unit" under Health & Safety Award category at the 4th Environmental and Sustainability Award & Net Zero Awards organized by the QCFI – Hyderabad Chapter.
- Awarded the CSR Excellence Award in recognition of the Company's exemplary Corporate Social Responsibility at the 4th Environmental and Sustainability Award & Net Zero Buildings organized by the QCFI – Hyderabad Chapter.
- Best Energy Efficient Unit, Mattapally at the 26th CII National Award for Excellence in Energy Management 2025.

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

Particulars required under Section 134 (3) (M) of the Companies act, 2013 read with Rule 8 (3) of the Companies (Accounts) Rules, 2014 are furnished under **Annexure 'I"** which forms part of this Report. Your company remains committed to optimizing energy consumption across all operational facets and efficient conservation measures are continuously implemented wherever feasible.

There were no significant investments or developments in this regard during the year under review. The technology procured for the various operating Divisions has been fully absorbed.

PROCEEDING PENDING UNDER INSOLVENCY AND BANKRUPTCY CODE, 2016

There is no proceeding pending against the company under the Insolvency and Bankruptcy Code, 2016 during the year under review.

ONE-TIME SETTLEMENT WITH THE BANKS OR FINANCIAL INSTITUTIONS

There was no instance of onetime settlement with any Bank or Financial Institution during the year under review.

EXTRACT OF ANNUAL RETURN

The Annual Return as required under Section 92 and Section 134 of the Companies Act, 2013 read with Rule 12 of the Companies (Management and Administration) Rules, 2014 is available on the Company's website www.nclind.com.

ACKNOWLEDGEMENTS

Your Directors wish to place on record their deep appreciation for the valuable support and co-operation extended to the Company by the financial institutions and bankers, including Axis Bank, HDFC Bank, State Bank of India, and Kotak Mahindra Bank. The Board also acknowledges the assistance and support received from various central and state government departments, as well as the continued patronage of our dealers, stockists, consumers, and depositors.

Your Directors are highly appreciative of the enthusiastic support and loyalty demonstrated by the shareholders of the Company.

The Board also wishes to place on record its appreciation for the exemplary performance and hard work put in by the dedicated team of executives and staff. Their handsome contribution to the operations of the Company remains invaluable to its growth.

FOR AND ON BEHALF OF THE BOARD

Renu Challu
Chairperson

Place: Hyderabad
Date: 07th August 2026

ANNEXURE-A

REPORT ON CORPORATE GOVERNANCE

(In compliance with Regulation 27&72 SEBI (LODR) Regulations, 2015)

1) Company's philosophy on Corporate Governance

Right from its inception, the company has operated on a foundational philosophy of transparent and fair governance company. Driven by the enduring belief that the stakeholder's interest must be protected through periods of both prosperity and adversity, the company's governance practices remain strictly aligned with this core philosophy.

2) Board of Directors:

Composition and category of Directors.

During the beginning of the year under review, your Board composition include 11 (Eleven) Directors, 5 (Five) being Executive Directors and 6 (Six) Non-Executive Directors. Five of Non-Executive Directors were Independent Directors.

- The tenure of Dr. R Kalidas & Lt. Gen. (Retd.) T.A.D Cunha, Independent Directors were completed on 13th August 2025.
- Mrs. P. Sudha Reddy Independent Director first term as Independent Director completed on 03rd January 2026.
- Mrs. Renu Challu and Dr. A S Durga Prasad were inducted as Independent Directors w.e.f 08th August 2025 and 22nd January 2026 respectively.
- Mr. K. Gautam, Managing Director & Mrs. Roopa Bhupatiraju, Executive Director resigned from their Executive positions w.e.f 02nd December 2025. They were appointed as Directors in Non-executive capacity by the Board & Shareholders w.e.f 03rd December 2025.
- Mr. K Ravi, Vice chairman was appointed as Vice Chairman & Managing Director by the Board & Shareholders w.ef. 03rd December 2025.

As on 31st March, 2026, the total strength of the Board stands at 10 (Ten). The Chairman of the Board has always been an Independent Director and the Company was in compliance of the provisions relating to the number of independent directors prescribed under the Companies Act and the SEBI (LODR) Regulations, 2015.

Number of Board Meetings held during the year along with dates of the meetings:

During the year under review, Seven Board meetings were held on 30th May 2025, 08th August 2025, 25th September 2025, 14th November, 2025, 03rd December 2025, 22nd January 2026 & 13th February 2026.

Attendance of Directors at Board Meetings, AGM, and committees where he/she is a Director / Member.

Name of the Director	Categories of Directorship*	No of Board Meeting attended	Attendance at last AGM	Directorship in other companies***	No. of memberships of other Committees ** as	
					Chairman	Member
Mrs. Renu Challu (w.e.f. 08/08/2025)	I & NED	6	Yes	-	0	1
Mr. Polam Rajagopal Reddy	I & NED	7	Yes	-	0	1
Mr. Sekanipuram Krishnan Subramanian	I & NED	7	Yes	-	1	1
Dr. A.S. Durga Prasad (22/01/2026)	I & NED	2	-	2	1	1
Dr. R. Kalidas (upto 13/08/2025)	I & NED	2	-	-	2	-
Lt. Gen.T.A.D'Cunha (upto 13/08/2025)	I & NED	2	-	-	-	-
Mrs. P. Sudha Reddy (upto 03/01/2026)	I & NED	5	Yes	-	-	-
Mrs. Pooja Kalidindi	NED	6	Yes	7	-	1
Mr. K. Gautam (w.e.f. 03/12/2025)	NED	6	Yes	5	-	-
Mrs. Roopa Bhupatiraju (w.e.f. 03/12/2025)	NED	5	Yes	2	-	1
Mr. N.G.V.S.G. Prasad	ED & CFO	7	Yes	2	-	1
Mr. Utkal B. Goradia	ED	7	Yes	-	-	1
Mr. K. Ravi (w.e.f. 03/12/2025)	VC & MD	7	Yes	9	-	-

**As per the explanation to Regulation 26 of SEBI (LODR) Regulations, 2015, only Audit committee and Stakeholder's relationship committee have been considered for the purpose

I & NED : Independent and Non-Executive Director.

VC : Vice Chairman

NED : Non-Executive Director: ED: Executive Director: WD: Woman Director

***including directorships in private Ltd. companies

The inter se relationship between directors, as envisaged by Schedule V (C)(e) of the SEBI (LODR) Regulations, 2015) are as follows:

Name of Director	Inter se relationship
Mr. K Ravi (upto 02/12/2025)	Vice Chairman
Mrs. Pooja Kalidindi	Sister of Mr. K Gautam
Mr. K Gautam -MD (upto 02/12/2025)	Brother of Ms. Pooja Kalidindi
Mrs. Roopa Bhupatiraju-ED (upto 02/12/2025)	Daughter of Mr. K Ravi

Details of Listed entities in which the directors hold position as director other than NCL Industries Ltd and category of Directorship as on 31st March, 2026: Dr.A.S.Durga Prasad was an Independent Director of NCC Limited upto 23rd May 2026.

Criteria for performance evaluation of Independent Directors and other non-Executive Directors

The Nomination & Remuneration Committee has formulated the criteria for the performance of the Company's Independent Directors and other non-Executive Directors of the company. Accordingly, the performance of each Independent Director has been evaluated by the remaining members of the Board.

Further two separate meetings of the independent Directors were convened on 14th November 2025 and 18th March 2026 during the financial year under review. At this meeting, the independent directors assessed the performance of other Executive and Non-Executive Directors and communicated their findings to the respective individuals.

Familiarization programme for Independent Directors and other directors

For new inductees to the Board, the company follows a familiarization process consisting of plant visits, interaction with the executive directors, other members of the Board and senior management personnel. The company also sponsors independent directors to workshops and seminars on their rights and responsibilities, whenever there is a need and an opportunity. Familiarization is a continuous process whereby Directors are informed, either through presentations at the Board or Committee meetings, board notes and interactions on various developments within the company and external developments affecting the company's fortunes.

3) Audit Committee:

The Board has an Audit Committee constituted in compliance with Regulation 18 of the SEBI (LODR) Regulations, 2015. All members of the Audit Committee are financially literate and bring in expertise in their respective fields. The role of the Audit Committee includes the following:

(a) Overseeing the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient, and credible.

(b) Recommending to the Board, the terms of appointment, re-appointment and, if required, the replacement or removal of the statutory auditor and the fixation of audit fees.

(c) Reviewing, with the management, the quarterly and annual financial statements before submission to the board for approval.

(d) Reviewing the adequacy of internal audit function and the adequacy of the internal control systems.

(e) Framing and reviewing policy on related Party transactions and recommend the same to Board.

(f) The Audit Committee shall have powers to investigate any activity within its terms of reference, seek information from any employee, obtain outside legal or other professional advice and secure attendance of outsiders with relevant expertise, if it considers necessary. The Committee is empowered with the powers as prescribed under Regulation 18(3) of SEBI (LODR) Regulations, 2015 and Section 177 of the Companies Act, 2013.

During the year under review, five meetings of the audit committee were held on the following dates ie., 30th May 2025, 08th August 2025, 14th November, 2025, 22nd January 2026 & 13th February 2026.

The constitution of the committee and attendance of each member at the audit committee meetings held during the year under review is given below.

Name	Designation	Category	Committee meeting attended
Dr. R. Kalidas	Chairman (upto 13/08/2025)	Independent Director	2
Dr. A. S. Durga Prasad	Chairman (w.e.f. 05/02/2026	Independent Director	1
Mrs. Renu Challu *	Member (w.e.f. 01/10/2025)	Independent Director	3
Mr. S K Subramanian	Member	Independent Director	5
Mr. P. Rajagopal Reddy	Member (w.e.f. 01/10/2025)	Independent Director	2
Mrs. K Pooja	Member	Non-Executive Non-Independent Director	4

**Chairperson upto 04.02.2026*

The constitution of the Audit Committee is in compliance of the provisions under SEBI (LODR) Regulations, 2015.

The Managing Director, Executive Directors and the Executive Director & CFO are permanent invitees to this Committee. The terms of reference of the Audit Committee are in accordance with the provisions of the SEBI (LODR) Regulations, 2015.

There were no occasions where the Board did not accept any recommendation of the Audit Committee.

4) Nomination & Remuneration Committee:

The Company has a Nomination and Remuneration Committee. The constitution of the committee and attendance of each member at the committee meetings held during the year under review is given below.

This Committee considers and recommends the remuneration payable to Executive Directors. During the year under review, four meetings of the Committee was convened on 08th May 2025, 25th September 2025, 03rd December 2025 & 22nd January 2026.

Name	Designation	Category	Committee meeting attended
Lt. Gen. T.A. Dcunha	Chairman (upto 13/08/2025)	Independent Director	1
Mr. P. Rajagopal Reddy	Chairman (w.e.f 01/10/2025	Independent Director	4
Mrs. Renu Challu	Member (w.e.f. 01/10/2025	Independent Director	2
Mr. S K Subramanian	Member (w.e.f 03/12/2025)	Independent Director	1
Mrs. K. Pooja	Member (w.e.f 01/10/2025	Non-Executive Director	3
Dr. A.S. Durga Prasad	Member (w.e.f. 05/02/2026)	Independent Director	-

Remuneration Policy

The remuneration policy of the Company is to make the compensation payable to the executive directors comparable to industry standards and commensurate with the performance of the concerned director, while adhering to the ceilings prescribed under the Statute.

The Nomination and Remuneration Committee has adopted a Remuneration Policy which, inter alia, deals with the manner of selection of Directors, Key Managerial Personnel and other employees and their remuneration.

The remuneration / compensation / commission etc. to Directors are determined by the Nomination and Remuneration Committee and recommended to the Board for approval. Such remuneration / compensation / commission etc. are subject to the prior/ subsequent approval of the shareholders of the Company wherever required.

Remuneration paid to Executive Directors

During the period under review, the remuneration paid / payable to the executive directors including the Managing Director is as follows: (Rs. in lakhs)

Name of the Director	Salary	Allowances/Benefits*	Commission	Total
Mr. K. Ravi, EVC (upto 02/12/2025)	132.51	172.97	159.79	465.27
Mr. K. Gautam, MD (upto 02/12/2025)	98.84	79.39	81.22	259.46
Mrs. Roopa Bhupatiraju-ED (upto 02/12/2025)	55.83	45.39	-	101.22
Mr. N.G.V.S.G. Prasad ED & CFO	103.82	83.40	-	187.22
Mr. Utkal B Goradia-ED	45.03	36.18	-	81.20

* Allowances / Benefits include HRA, Contribution to PF etc:

Remuneration paid to Non-Executive Directors

The Non-Executive Directors were paid sitting fees for attending the meetings of the Board or the Committees thereof at the rate of Rs.40,000/- for Board Meeting and any committee thereof per meeting. In addition, they are entitled to commission at the rate of not exceeding 1% of the net profits of the Company. During the year under review, commission @ 0.25% of the net profits of the Company paid.

The remuneration paid to the Non-Executive Directors during the year under review was as follows.

Name of Director	No. of Board/ Committee meetings attended	Sitting Fees paid (Rs Lakhs)	Commission payable (Rs Lakhs)
Mrs. Renu Challu (w.e.f. 08/08/2025)	13	5.20	4.50
Mr. P. Rajagopal Reddy	18	7.20	6.23
Mr. S K Subramanian	19	7.60	6.58
Dr. A. S. Durga Prasad (w.e.f. 22/01/2026)	4	1.60	1.39
Dr. Kalidas Raghavapudi (upto 13/08/2025)	4	1.60	1.39
Lt. Gen(Retd).T. A. Dcunha (upto 13/08/2025)	3	1.20	1.04
Mrs. P. Sudha Reddy (upto 03/01/2026)	6	2.40	2.08
Mrs. K. Pooja	13	5.20	4.50
Mr. K. Gautam (w.e.f. 03/12/2025)	4	1.60	1.39
Mrs. Roopa Bhupatiraju (w.e.f. 03/12/2025)	3	1.20	1.04
TOTAL	**87**	**34.80**	**30.13**

Shareholdings of Non-Executive Directors as on 31st March, 2026:

Non-Executive Directors	No. of Shares
Mrs.Renu Challu (w.e.f. 08/08/2025)	**Nil**
Mr.P.Rajagopal Reddy	**Nil**
Mr.S K Subramanian	**Nil**
Dr. Kalidas Raghavapudi (upto 13/08/2025)	**Nil**
Dr.A.S.Durga Prasad (w.e.f. 22/01/2026)	251
Lt.Gen(Retd).T.A.Dcunha (upto 13/08/2025)	1000
Mrs.K.Pooja	1897669
Mr.K.Gautam (w.e.f. 03/12/2025)	2781201
Mrs.Roopa Bhupatiraju (w.e.f. 03/12/2025)	2704419

5) Stakeholders Relationship Committee:

The Company has a "Stakeholders Relationship Committee" which consisted of Dr. R.Kalidas as its Chairman (upto 13th August. 2025) and the Mr. S K Subramanian, Chairman (w.e.f 1st October,2025) Mrs Roopa Bhupatiraju Mr. Utkal B Goradia and Mr.N.G.V.S.Prasad (w.e.f. 3rd December,2025) as its members. The Committee oversees the compliance with the guidelines on Corporate Governance to monitor redressal of complaints received from the shareholders.

During the period under review, the Committee met once on 31st March 2026. The attendance details of the members are given hereunder.

Name	Designation	Category	meeting attended
Dr.R.Kalidas	Chairman (upto 13/08/2025)	Independent Director	-
Mr.S K Subramanian	Chairman (w.e.f 01/10/2025)	Independent Director	1
Mrs.Roopa Bhupatiraju	Member	NED	1
Mr.Utkal B Goradia	Member	ED	1
Mr. N. G. V.S. G. Prasad	Member (w.e.f. 03/12/2025)	ED & CFO	1

6) Compliance Officer

Mr. T. Arun Kumar, Company Secretary & Compliance Officer, retired from the services of the Company upon superannuation with effect from 1st October 2025. Consequently, Mrs. M. Divya Bharathi was appointed as the Company Secretary & Compliance Officer and Nodal Officer under the IEPF Rules with effect from 1st October 2025.

7) Details of Investors letters / complaints received during the year ended 31st March 2025.

Sl No	Nature of letter / complaints	Received	Disposed of	Pending
1	Non-receipt of Dividend warrant(s)	Nil	Nil	Nil
2	Non - Receipt of Share certificates after transfer / duplicate.	Nil	Nil	Nil
3	Non – Receipt of Annual Report	Nil	Nil	Nil
4	Miscellaneous – others	5	5	Nil

Number of Complaints pending with the Company:

All the complaints / letters/ correspondence/requests received from the shareholders during the financial year were replied / resolved to the satisfaction of the shareholders.

8) CORPORATE SOCIAL RESPONSIBILITY (CSR) COMMITTEE

The Board has a CSR Committee comprising Mr.P.Rajagopal Reddy (Independent Director) as Chairman, Mr. K.Gautam and Mrs. P.Sudha Reddy (upto 03rd January, 2026) and Mr.K.Ravi as members.

This Committee discharges the functions as envisaged by the Act. It recommends to the Board allocation of funds under CSR activities and considers additional voluntary allocations if any for CSR activities of the company. The details of amount spent towards CSR activities during the year under review are enclosed as separate annexure.

During the period under review, the Committee met once on 31st March, 2026.The attendance details of the members are given hereunder.

Name of the Director	Status	Designation	Meetings attended
Mr. P. Rajagopal Reddy	Independent Director	Chairman	1
Mrs. P. Sudha Reddy	Independent Director	Member (Upto 03/01/2026)	0
Mr. K. Gautam	Director	Member	1
Mr. S.K. Subramanian	Independent Director	Member (w.e.f 03/12/2025)	1
Mr. K Ravi	Vice Chairman & Managing Director	Member (w.e.f 03/12/2025)	1

9) RISK MANAGEMENT COMMITTEE

The Company has a Risk Management Committee. The constitution of the committee and attendance of each member at the committee meetings held during the year under review is given below.

The terms of reference of the Risk Management Committee is to ensure that the Company maintains effective risk management and internal control systems and processes, and report to the Board of Directors on the effectiveness of the risk management program in identifying and addressing material business risks. The Committee reviews various risks on half yearly basis and steps taken to manage the risks and recommend the same to Board. Since your company did not figure in Top 1000 listed companies, the provisions of constitution of this committee are not applicable during the year under review.

During the year under review, the Committee met twice on 31st October, 2025 and 31st March, 2026. The attendance details of the members are given hereunder.

Name	Designation	Category	Meeting attended
Mr. S.K. Subramanian	Chairman	Independent Director	2
Mr. P. Rajagopal Reddy	Member (w.e.f 01/10/2025)	Independent Director	2
Mrs. Roopa Bhupatiraju	Member (w.e.f 13/02/2026)	Director	1
Mr. K. Gautam	Member (w.e.f 13/02/2026)	Director	1
Mr. NGVSG Prasad	Member	ED & CFO	2

10) General Body Meetings:

a) Details of the last 3 Annual General Meetings (AGM) are given hereunder:

Year	Date & time of AGM	Place
2024-2025	25/09/2025 at 11.00 AM	NCL Pearl, SD Road, Secunderabad through Video Conference
2023-2024	20/09/2024 at 10.30 AM	NCL Pearl, SD Road, Secunderabad through Video Conference
2022-2023	25/09/2023 at 10.30 AM	NCL Pearl, SD Road, Secunderabad through Video Conference

b) Details of Special Resolutions passed in last three AGMs:

Year	Gist of the Resolutions	
2024-25	1.	Appointment of Mrs. Renu Challu as Independent Director
	2.	Reappointment of Mr.NGVSG Prasad as Executive Director & CFO
2023-24	1.	Appointment of Mr.P.Rajagopal Reddy as Independent Director for a term of 5 years w.e.f 9^{th} August ,2024
	2.	Appointment of Mr.SK Subramanian as Independent Director for a term of 5 years w.e.f 9^{th} August ,2024
	3.	Reappointment of Mrs.Roopa Bhupatiraju as an Executive Director for five years w.e.f 1^{st} October,2024
2022-23	1.	Revision in remuneration of Mr.NGVSG Prasad Executive director w.e.f 1^{st} September, 2023.
	2.	Revision in remuneration of Mrs.Roopa Bhupatiraju, Executive Director w.e.f 1^{st} September, 2023.

c) **Resolutions passed through Postal Ballot:**

During FY 2025-26 18/01/2026	1.	Appointment of Mr. K Ravi (DIN: 00720811) as Vice Chairman and Managing Director of the Company for a term of 5 (five) years.
	2.	Appointment of Mr. Gautam Kalidindi (DIN: 02706060) as a Non-Executive Director of the Company.
	3.	Appointment of Mrs. Roopa Bhupatiraju (DIN: 01197491) as a Non-Executive Director of the Company
31/03/2026	4.	Appointment of Dr. Durga Prasad Subramanyam Anapindi (DIN: 00911306) as an Independent Director of the Company.

11) Disclosures

a) The related party transactions made by the Company with its Promoters, Directors, Management or Relatives are disclosed in the Notes to the Account. There have been no related party transactions that may have conflict with the interests of the Company at large.

b) The Company has a formal whistle blower policy, which was adopted by the Board. The details of the policy are displayed in the company's website in the link https://www.nclind.com/whistle-blower-policy.

c) The Company has a formal Dividend Distribution policy, which was adopted by the Board. The details of the policy are displayed in the company's website in the link https://www.nclind.com/ Dividend Distribution Policy.

d) The Company RPT Policy & Policy for determining the material subsidiaries is available in the link https://nclind.com/policies/

e) The policies applicable to the Company are available on the website of the company www.nclind.com in the link https://nclind.com/policies/

f) The Company has complied with the mandatory requirements stipulated under SEBI (LODR) Regulations, 2015 and / or the erstwhile listing agreement entered into with the stock exchanges except for the instances of delayed compliances, the details of which have been disclosed separately in this Report..

g) Management Discussion and analysis Report and Business Responsibility Report on the business of the Company forms part of this Annual Report.

h) The CEO / CFO certification on the financial statements for the financial year 2025-26 is provided as part of this Annual Report.

i) Any of the associated /group entities of the Company have not paid any fees to the Statutory Auditors of the Company nor availed any services from the Statutory Auditors. The details of fees paid to Statutory Auditors are furnished in the Note No.34.1 of the financial statements.

j) The Company has complied with all the requirements of the Corporate Governance Report relating to the financial year 2025-26.

k) Annual return is hosted on website at the path www.nclind.com<investors<AnnualReturn

l) The Board hereby confirm that in the opinion of the Board, the Independent Directors fulfill the conditions as specified in SEBI (LODR) Regulations, 2015 and are independent of the management.

Other Disclosure (Fines levied by Stock Exchanges BSE & NSE)

- The Company received notices from BSE and NSE levying a fine of ₹3.39 lakhs (inclusive of GST) each for delayed compliance with Regulation 17(1E) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, relating to the constitution of the Board Committees during August 2025.
- The Company was levied a fine of Rs. 46,000/- by the NSE for Delay in submission for quarter ended December 2025.

  The Company application seeking waiver of the fines. However, the waiver requests were not acceded to by the Exchanges. Subsequently, the Company availed a personal hearing and paid the fines under protest.
- The Company observed that certain fines pertaining to prior period matters were reflected as outstanding in the records of BSE, including fines of ₹10,000 plus GST each for non-compliance with Regulation 44(3) and Regulation 29(2) & 29(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, relating to delay in submission of voting results for March 2019 and prior intimation to the Stock Exchange regarding interim dividend declaration on 30th November 2020, respectively. The said fines had already been levied and paid by the Company at the relevant time to NSE; however, the same were subsequently reflected as outstanding in BSE records. The Company remitted the amounts under protest. These matters pertain to prior periods and do not relate to the current reporting period.

12) Means of communication:

a. The quarterly and half yearly financial results are published in the national and local dailies such as Economic Times, Business Standard and Namaste Telangana, Nava Telangana, Eenadu, Financial express.

b. Quarterly / Half yearly financial results of the Company are forwarded to the Stock Exchanges and published in Economic Times/ Business Standard Namaste Telangana /Nava Telangana/ Eenaadu. Half yearly report is not sent to each household of shareholders as the results are published in the newspapers.

c. The results and other official news releases are also posted in the Company's website – www.nclind.com and BSE &NSE websites.

13) Shareholders information:

i)	AGM Date Time Venue	**45th Annual General Meeting** **18th September, 2026 11.00 A.M Through Video Conferencing / Other Audio-Visual Means**
ii)	Financial Year	**April 1 to March 31 next.**
iii)	Record Date	**11/09/2026**
iv)	Final Dividend payment date	**Within 30 days from the date of AGM i.e. on or before 17th October, 2026.**
v)	Listing on Stock Exchanges and status of Listing fees	**BSE & NSE Listing Fees paid Up to date.**
vi)	A) Script Code	**BSE- 502168, NSE – NCLIND**
	B) Demat ISIN No in NSDL & CDSL for Equity Shares	**INE 732C01016**
	C) Corporate Id. No.	**L33130TG1979PLC002521**

Stock Market Data - **SHARE PRICE –BSE & NSE 01/04/2025 to 31/03/2026**

Month	BSE Limited		National Stock Exchange of India Limited	
	High Price	Low Price	High Price	Low Price
Apr-25	218.35	180.10	218.90	179.21
May-25	232.40	180.25	231.98	197.05
Jun-25	238.95	206.35	239.39	206.22
Jul-25	239.20	212.85	238.28	212.50
Aug-25	225.00	207.00	225.00	207.00
Sep-25	220.00	193.00	220.39	193.20
Oct-25	210.60	193.65	211.20	195.00
Nov-25	213.85	191.70	214.45	191.50
Dec-25	205.00	192.50	204.94	192.37
Jan-26	213.00	177.90	214.80	180.00
Feb-26	198.00	180.00	198.18	179.94
Mar-26	186.90	147.65	186.42	147.50

Address of Registrar and Share Transfer Agents

Venture Capital & Corporate Investments (P) Ltd
Aurum, Door No. 4-50/P-II/57/4F &5F
PLOT No.57, 4th & 5th FLOORS
JAYABHERI ENCLAVE PHASE – II
GACHIBOWLI, HYDERABAD 500 032
Phones: 040-23818475/76 & 23868257
E-mail: info @vccipl.com / investor.relations@vccipl.com

14) Share transfer system:

Except transmission / transposition, loss of share certificates and name deletion of Shares which are in physical mode, transfer of shares is permitted only through Demat Modes, and effected by the Depositories. The transmission / transposition, loss of share certificates and name deletion of Shares are duly effected within a period of 30 days from the date of their lodgment with the Registrars and Share Transfer Agents and the duly transferred share certificates will be dispatched provided the transfer documents are in order. The Board of Directors has delegated powers to approve the transmissions / issue of duplicate share certificates to the Company Secretary & Compliance Officer from time to time.

i. Distribution of Shareholding as on 31/03/2026

NCL INDUSTRIES LIMITED				
Distribution of Shareholding as on 31/03/2026				
No of Equity Shares held	**No of Shareholders**	**Percentage %**	**No of Shares**	**Percentage %**
Upto - 500	45816	91.47	4084290	9.03
501 - 1000	1974	3.94	1541434	3.41
1001 - 2000	1014	2.02	1535331	3.39
2001 - 3000	373	0.75	948626	2.10
3001 - 4000	197	0.39	701278	1.55
4001 - 5000	136	0.27	644582	1.43
5001 - 10000	248	0.50	1833878	4.05
10001 and above	329	0.66	33943371	75.04
Total	50087	100.00	45232790	100.00

ii. Shareholding Pattern as on 31/03/2026

Category of Shareholders			No of Shares	Percentage %
A)				
1)	**Indian Promoters & Promoter Group**			
	a)	Individual	16854997	37.26
	b)	Bodies Corporates	1911690	4.23
2)	**Foreign**			
	a)	Individuals(Non Resident foreign Individuals)	30000	0.07
B)				
1)	**Institutions (Domestic)**			
	a)	Mutual Funds / UTI	2750	0.01
	b)	Alternate Investment Funds	75051	0.17
	c)	Banks	8580	0.01
2)	**Institutions (Foreign)**			
	a)	Foreign Portfolio Investors – Individual Category I	1748749	3.87
3)	**Central Government/State Government**			
	a)	Central Government/State Government(s)	7000	0.01
4)	**Non-institutions**			
	a)	Key Managerial Personnel	150	0.00
	b)	IEPF Authority	1029750	2.28
	c)	Individual shareholders holding nominal share capital up to Rs.2 Lakh	10924595	24.15

Category of Shareholders		No of Shares	Percentage %
d)	Individual shareholders holding nominal share capital in excess of Rs. 2 Lakhs	6508013	14.39
e)	Non Resident Indians (NRIs)	748737	1.66
f)	Bodies Corporates	4008045	8.86
g)	Clearing Member	1483	0.00
h)	HUF	1068634	2.36
i)	LLP	299416	0.66
j)	Trust	5150	0.01
Total A+ B		45232790	100.00

iii. Dematerialization of Shares

The shares of the Company are compulsorily traded in DEMAT form by all categories of investors. The Company has arrangements with National Securities Depositories Ltd (NSDL) and Central Depository Services India Ltd (CDSL) to establish electronic connectivity of shares for script-less trading. As stipulated by SEBI, a practicing Company Secretary carries Secretarial Audit to reconcile the total admitted capital with National Securities Depository Ltd (NSDL) and Central Depository Services Ltd (CDSL) and total issued and listed capital. As on 31st March 2026, 98.33 % of shares of the Company were held in Dematerialized form with the following depositories.

SL. No.	Depository	No. of shares	% on Paid up Capital
1	NSDL	31214220	69.01
2	CDSL	13264021	29.32
	Total	**4,44,78,241**	**98.33**
3	**Physical Shares**	**7,54,549**	**1.67**
	Totals	**4,52,32,790**	**100%**

iv. Outstanding GDRs, ADRs or Warrants or Convertible Instruments:

During the year under review, there were no outstanding GDRs or ADRs. As on the date of this Report, the Company has no outstanding convertible instruments.

Plants Location:

CEMENT	UNIT –I Simhapuri Mattampally Mandal Suryapet Dist- 508204 Telangana	UNIT – II Kadimpothavaram Village Kondapalli Krishna District-521228 Andhra Pradesh	UNIT -III Sy.No.208-1,209- 1&2, Tallapalem Road, Ugginapalem (V), Kasimkota (M) 531031 AP		
BOARDS	BOARDS UNIT – I & III Simhapuri Mattampally Mandal Suryapet Dist- 508204 Telangana	UNIT – II Bhothanwali Village Paonta Sahib Sirmour District 173025 Himachal Pradesh			
ENERGY	ENERGY UNIT - I Pothireddypadu Head Regulator Chabolu Village Pothulapadu Post NandikotkurTQ.- 518402Kurnool District, AP	UNIT – II RBHLC Zero Mile Point Tungabhadra Dam, Tungabhadra Board, Amaravathi Village, Hospet-583225, Karnataka			

READY- MIX CONCRETE	UNIT -I Plot No.11 A/2-IDA Patancheru Hyderabad- 502319 Telangana	UNIT -II Survey No.282 (P) Rampally (V) Keesara Mandal Medchal Dist- 501301Telangana	UNIT-III S/y 492,493 Goudavalli, near Gandimysamma, Medchal Dist, 500043 Telangana	UNIT IV Sy No.29/81,30/6 Kotwalguda (V), Shamshabad, Hyderabad, RR Dist. 501218, Telangana	UNIT -V Sivadatta temple Road, Dandu Malkapur (V) Choutuppal (M) Yadadri dist 508252-Telangana
	UNIT -VI Plot No 36. Sy No 460/2, 461, 462/2, 479 to 482, IDA, Mankhal (V), Maheswaram (Mandal), Ranga Reddy (Dist), Telangana. 501359	UNIT -VII Sy.No. 38-08,38-09 to 38-19, Kovvada (V) Kovvada Gram Panchayat, Pusapatirega Mandal, Vijayanagaram Dist 535204, AP	UNIT -VIII Survey No.83 Plot No.91/ C,D-Block- IDA, Auto Nagar, Visakhapatnam- 530026 A P	UNIT -IX Sy.No.208-1,209- 1&2, Tallapalem Road, Ugginapalem (V), Kasimkota (M) 531031 AP	UNIT -X Sy. No.228/1 & 228/5, Vellanki (V) Anandapuram Mandal Visakhapatnam- 531163 AP

v. **Address for Investor Correspondence**

The Company Secretary
NCL Industries Limited
7th Floor, “NCL Pearl”
Near Rail Nilayam,
S D Road, Secunderabad 500026
Mail ID: cs@nclind.com/ncl@nclind.com

vi. **CEO / CFO Certification**

The CEO and CFO of the Company have issued a certificate to the Board on the matters specified under Regulation 17(8) of the SEBI (LODR) Regulations, 2015.

vii. **Procedure for dealing with unclaimed shares in terms of Regulation 39(4) SEBI (LODR) Regulations, 2015.**

There are no unclaimed shares as envisaged by Regulation 39(4) SEBI (LODR) Regulations, 2015.

viii. **Credit Rating**

CRISIL Ratings has migrated its rating in compliance with the regulatory guidelines as per circular issued by the Securities and Exchange Board of India (SEBI) on July 16, 2021 and the subsequent SEBI circular dated April 1, 2022, for standardizing the rating scales used by the Credit Rating Agencies. This migration represents only a recalibration of the rating from one scale to another and does not reflect any change in the credit risk profile of the company on long term and short-term borrowings. It is neither an upgrade nor a downgrade of the underlying credit risk profile of the company’s Term loans and FD programme.

Rating Action	Rating
Long Term Rating	CRISIL A / Stable
Short Term Rating	CRISIL A1
Fixed Deposits	CRISIL A/ Stable

ix. **Core Skills / Expertise / Competencies**

In accordance with Clause C(h)(i) and (ii) of Schedule V read with Regulations 34(3) of SEBI(LODR) Regulations,2015, the Board of Directors have identified the following Core Skills / Expertise / Competencies, required for Board Members in the context of Company’s business and sectors, to function effectively.

- Strategy Management
- Business Management, Sales, Marketing
- Banking and Financial Management
- Project Management, Research & Technical Operations
- Risk Management including Foreign Exchange Management
- Industrial Relationship Management, including Environment,
- Legal Knowledge

- Tax Planning and Management
- General Administration
- Materials Management, &Logistics Planning

The skills / expertise / competencies available with the Directors of the Company are as under.

Sl	Name	Field of Specialization / Expertise / Competence	Details of other Directorship in Listed entities
1	Dr.R.Kalidas (Independent) (upto 13/08/2025)	Research & Technical Operations	Nil
2	Lt.Gen (Retd) T A DCunha (Independent) (upto 13/08/2025)	Materials Management & Logistics Planning	Nil
3	Mrs.P.Sudha Reddy (Woman Independent) (upto 03/01/2026	Business Management, R&D and Administration	Nil
4	Mr.P.Rajagopal Reddy (Independent)	Industrial Management	Nil
5	Mr.S.K. Subramanian (Independent)	Finance, Accounting and Taxation	Nil
6	Mrs.Renu Challu (w.e.f. 08/08/2025)	Banking, Finance and Administration, Strategic Management	Nil
7	Mrs.Pooja Kalidindi (Promoter Non-Executive, Woman)	Business Management and Commercial	Nil
8	Mr. K Gautam (Promoter – Managing Director upto 02/12/2025) & Non-Executive Director (w.e.f. 03/12/2025)	Marketing Industrial and Business Management	Nil
9	Mr.N G V S G Prasad Professional - Executive Director & CFO	Finance, Accounting and Taxation	Nil
10	Mrs. Roopa Bhupatiraju (Promoter Executive Director, upto 02/12/2025) & Non-Executive Director (w.e.f. 03/12/2025)	Business Management	Nil
11	Mr. K Ravi, Vice Chairman & Managing Director (Promoter– Executive) w.e.f. 03/12/2025	Industrial Management	Nil
12	Mr.Utkal B Goradia (Promoter– Executive)	Marketing & Materials Management	Nil
13	Dr. A S Durga Prasad (Independent) (W.e.f 22/01/2026)	Strategic Finance professional	1 (till 23rd May, 2026)

The above Report was adopted by the Board of Directors at their meeting held on 7th August, 2026.

DECLARATION FOR COMPLIANCE WITH CODE OF CONDUCT

The company adopted Code of Conduct for Directors and Senior Management Personnel of the company at the meeting of the Board of Directors held on 30th May, 2015 and Pursuant to Regulation 26(3) and 46(2) (d) of SEBI (LODR) Regulations, 2015 posted the same on the company website. All the Board members and senior management personnel have affirmed compliance with the Code of Conduct.

K. Ravi
Vice Chairman & Managing Director

Date: 7th August, 2026.

NCL INDUSTRIES LIMITED

CERTIFICATE ON CORPORATE GOVERNANCE

To the Members of

NCL Industries Limited

CIN: L33130TG1979PLC002521

We have examined the compliance of conditions of Corporate Governance by NCL Industries Limited, for the year ended on 31st March 2026, as stipulated in SEBI (LODR) Regulations, 2015 of the said Company with stock exchanges. The compliance of conditions of Corporate Governance is the responsibility of the Management. Our examination has been limited to a review of the procedures and implementations thereof adopted by the Company for ensuring compliance with the conditions of the Corporate Governance as stipulated in the said Regulations. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us, and based on the representations made by the Directors and the Management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in SEBI (LODR) Regulations, 2015.

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

For A.J.Sharma & Associates
Company Secretaries

A.J.Sharma
FCS-2120, CP-2176
UDIN: **002120H000855137**
Peer Review Certificate No: 2411/2022

Place: Hyderabad
Date: 16th July 2026

ANNEXURE-B

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 the financial statement of subsidiaries/associate companies/joint ventures

Part "A": Subsidiaries

S.No	Particulars	Details	Details
		All amounts in Rs. Lakhs, unless otherwise stated	
1	**Name of the Subsidiary**	**TERN DISTILLERIES PRIVATE LIMITED**	**VISHWAMBER CEMENTS LIMITED**
2	Reporting period for the Subsidiary concerned, if different from the holding company's reporting period	Same as that of the Holding Company	Same as that of the Holding Company
3	Reporting currency and Exchange rate as on the last date of the relevant financial year in the case of foreign subsidiaries	INR	INR
4	Share Capital	10267.63	776.74
5	Reserves & Surplus	(7931.68)	(115.77)
6	Total Assets	2622.79	673.41
7	Total Liabilities	286.84	12.44
8	Investments	0	0
9	Turnover	0	0
10	Other Income	36.82	35.00
11	Profit before taxation	(31.15)	30.65
12	Provision for taxation	0	0
13	Profit after taxation	(31.15)	22.94
14	Proposed Dividend	0	0
15	% of shareholding	100	99.99

Names of subsidiaries which are yet to commence operations- NIL

Names of subsidiaries which have been liquidated or sold during the year-Nil

DETAILS OF SUBSIDIARIES

S.No	Particulars	Current Year FY (2025-26)		Previous Year (FY 2024-25)	
1	Name of the Subsidiary	TERN DISTILLERIES (P) LIMITED	VISHWAMBER CEMENTS LIMITED*	TERN DISTILLERIES (P) LIMITED	VISHWAMBER CEMENTS LIMITED*
2	CIN of Subsidiary company	U15532TG1999 PTC 031318	U74900TG2007 PLC054843	U15532TG1999 PTC 031318	U74900TG2007 PLC054843
3	Permanent Account Number of Subsidiary company	AABCT9157B	AACCV5208Q	AABCT9157B	AACCV5208Q
4	Principal place of business of Subsidiary company	Secunderabad	Secunderabad	Secunderabad	Secunderabad
5	Country of Incorporation or residence of Subsidiary	India	India	India	India
6	Proportion of Ownership interest in Subsidiary	100%	99.99%	100%	99.99%
7	Proportion of voting rights held in Subsidiary	100%	99.99%	100%	99.99%

NCL INDUSTRIES LIMITED

ANNEXURE-C

Particulars of Directors whose appointment/reappointment is being sought

Name of the Director	Mr. NGVSG Prasad	Mrs. K.Pooja
Date of Birth	01/01/1966	24/09/1984
Qualifications	B. Com, FCA	Graduate in commerce and PGDPM with specialization in Finance and Marketing.
Directorship in other companies	Tern Distilleries (P) Ltd Vishwamber Cements Ltd	Hampi Energy NCL Homes Ltd NCL Holdings (A&S) Ltd Maddi Constructions Pvt.Ltd Kakatiya Industries Pvt Ltd NCL Paints Pvt Ltd Mint Dentistry Pvt Ltd NCL Buildtek Ltd
Membership of Audit/ Stakeholders Relationship Committees of other public Ltd companies	Nil	Member of Audit Committee
No. of shares held in NCL Industries ltd (as on 7th August, 2026)	150	15,94,829
Inter-se relationship with other Directors of the company	NA	Sister of Mr K. Gautam and related to Mrs. Bh Roopa - Director and Mr. K. Ravi (VC & MD)
Awards/ Medals etc:	Nil	Nil

ANNEXURE-D

DETAILS OF RELATED PARTY TRANSACTIONS (FORM AOC-2)

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

Parties and Nature of Relationship:

Name	Nature of Relationship
NCL Buildtek Ltd	Director(s) holding more than 2% equity share capital in the other company or its holding company
NCL Homes Ltd	
Kakatiya Industries (P) Ltd	
Kakatiya Chemicals (P) Ltd	
Vikram Chemicals (P) Ltd	
Deccan Nitrates (P) Ltd	
NCL Holdings (A&S) Ltd	
Hampi Energy Limited	
Tern Distilleries (P) Ltd (100% Subsidiary)	
Vishwamber Cements Ltd (99.99 % Subsidiary)	

1) Details of material contracts or arrangement or transactions at arm's length basis:

A. Nature of Contract: Appointment of Key Managerial Personnel

Mr K Ravi- Executive Vice Chairman (Upto 02/12/2025) & VC & Managing Director (w.e.f 03/12/2025)	From 01/10/2022 to 30/09/2027	Total Remuneration of Rs. 465.27 Lakhs for FY2025-26 (Including salary, other perks/ benefits plus 1% Commission (upto 02/12/2025) & 2% (w.e.f 03/12/2026) of Net profits U/s 198 of the Companies Act, 2013)	Board Approval 30/05/2022 & 03/12/2025 and Shareholders approval 27/09/2022 & 18/01/2026
Mr K. Gautam Managing Director (upto 02/12/2025) and Non-executive Director (w.e.f 03/12/2025)	01/10/2022 to 30/09/2027 Resigned as MD w.e.f 02/12/2025 and appointed as Non-execuitve Director w.e.f 03/12/2025	Total Remuneration of Rs. 259.46 lakhs for F.Y. 2025-26 (Including salary and other perks and benefits) plus 1% Commission of Net profits U/s 198 of the Companies Act, 2013)	Board Approval 27/05/2017, 04/01/2021 and Shareholders' Approval Dt. 22/09/2017 & 28/09/2021 30/05/2022 and Shareholders approval 27/09/2022
Mr. NGVSG Prasad Executive Director & CFO	From 01/10/2025 to 30/09/2030	Total Remuneration of Rs.187.22 Lakhs for F.Y. 2025-26 (Including salary and other perks and benefits)	Board Approval 30/05/2016, 04/01/2021 Shareholders' Approval 20/09/2016 & 28/09/2021 & 25/09/2023 & 25/09/2025

Mrs. Roopa Bhupatiraju Executive Director (upto 02/12/2025) and Non-Executive Director (w.e.f 03/12/2025)	From 01/10/2024 To 30/09/2029 Resigned as ED w.e.f 02/12/2025 and appointed as Non-Execuitve Director w.e.f 03/12/2025	Total Remuneration of Rs 101.22 Lakhs for F.Y. 2025-26 (Including salary and other perks and benefits)	Board Approval 27/09/2019, 04/01/2021, 09/08/2024 Shareholders' Approval 28/09/2020 & 28/09/2021 & 25/09/2023 & 20/09/2024
Mr. Utkal B.Goradia Executive Director	From 27/09/2022 to 26/09/2027	Total Remuneration of Rs.81.20 Lakhs for F.Y. 2025-26 (Including salary and other perks and benefits)	27.09.2022
B. Nature of Contract: Sale of Finished Goods			
NCL Buildtek Ltd	No fixed duration. As per the requirement. Director(s) holding more than 2% equity share capital in the other company.	Rs. 1,952.85 Lakhs	Omnibus Audit Committee approval dated 30/05/2025
NCL Homes Ltd		Rs. 171.11	
Kakatiya Industries (P) Ltd		Rs. 0.04	
C. Nature of Contract: Purchase of Goods/Services			
NCL Buildtek Ltd	No fixed duration. As per the requirement Director(s) holding more than 2% equity share capital in the other company.	Rs. 74.68 Lakhs for the year Terms as applicable to other parties	Omnibus Audit Committee approval dated 30/05/2025
Kakatiya Industries (P) Ltd		Rs. 216.91 Lakhs	
D. Nature of Contract: Interest Paid			
Viswamber Cements Ltd	-	Total amount paid in FY 2025-26 Rs. 35.00 Lakhs.	11/03/2020, 10/05/2024 &
Tern Distilleries (P) Ltd	-	Rs. 35.56 Lakhs	30/05/2025
E. Nature of Contract: Reimbursement of Expenses			
NCL Holdings (A&S) Ltd	No fixed duration. As per the requirement	Rs. 6.63 Lakhs	
NCL Buildtek Ltd		Rs. 30.13 Lakhs	
F. Nature of Contract: Interest Received			
NCL Holdings (A&S) Ltd		Rs. 116.39 Lakhs	12/02/2025
G. Nature of Contract: ICDs Received Back			
NCL Holdings (A&S) Ltd	ICDs Recd.back	Rs. 1885.00 Lakhs	12/02/2025
H Nature of Contract: ICD Paid			
NCL Holdings Ltd	ICD Paid	Rs. 935.00 Lakhs	12/02/2025
I Advances Given			
Tern Distilleries (P) Ltd		Rs. 39.39 Lakhs	12/02/2025
Viswamber Cements Ltd		Rs. 6.13 Lakhs	12/02/2025

ANNEXURE-E

Management Discussion and Analysis Report

For the financial year ended 31 March 2026

The Company's performance during the year ended 31st March 2026 and the Management's view on the future outlook are discussed below. During the year, the Board of Directors approved the discontinuance of the Doors Division, and accordingly its results are presented as discontinued operations under Ind AS 105. The company continues its operations which comprise of the Cement, Boards, Ready Mix Concrete and operation of Energy divisions.

A. INDUSTRY STRUCTURE AND DEVELOPMENTS

Your Company operates as a diversified building materials house with Cement being the major revenue contributor, supported by Cement Bonded Particle Boards, Ready Mix Concrete and Hydel Energy. The industry structure and developments in respect of each division are briefly discussed below.

Cement

The Indian cement industry is the second largest in the world, yet per capita consumption remains among the lowest globally, which itself signals substantial long term headroom. FY 2025-26 was a year of strong volume recovery. Industry cement production grew by about 8.7 per cent, with physical output estimated at around 491 million tonnes against about 453 million tonnes in the previous year, as Government capital expenditure and project execution normalised after the election related slowdown of FY 2024-25 and housing demand stayed resilient. Average cement prices, however, rose only about 2 per cent to around Rs. 345 per 50 kg bag, so the year's growth was led more by throughput than by pricing. Capacity utilisation was about 72 per cent, as roughly 47 to 49 million tonnes of new capacity was commissioned during the year, part of a larger addition of 160 to 170 million tonnes expected across FY 2025-26 to FY 2027-28. Housing and infrastructure together account for close to 90 per cent of domestic demand, keeping the sector closely linked to public investment and residential construction.

Your Company caters to the southern markets with an installed cement capacity of 3.58 MTPA and achieved a capacity utilisation of about 2.77 MTPA ie., 77%. The new green field Vizag grinding Unit with a capacity of 0.66 MnTPA at Thallapalem near Anakapalle in Vishakhapatnam district of Andhra Pradesh, commissioned in the month of November 2025 strengthens the Company's reach in eastern Andhra Pradesh and Odisha. The favourable demand environment and the Company's pan India dealer network support a positive medium term outlook for the division.

Ready Mix Concrete (RMC)

RMC is a natural adjunct to the cement business and offers an outlet for the Company's cement while reinforcing its brand. It is also more eco friendly than site mixed concrete. The short shelf life of RMC limits the distance between plant and end user, but the segment is expected to record steady growth over the coming years on the back of continued urban construction.

Boards

Your Company is the only manufacturer of Cement Bonded Particle Boards in the country, marketed under the brand name Bison Panel, with a total installed capacity of 90,000 MT per annum across three locations. Bison Panels are used in prefabricated structures and more so, in applications such as false ceilings, kitchen platforms and fixed furniture. Growing awareness and new applications continue to expand the demand potential, and the Company is evaluating opportunities to add capacity.

Energy (Hydel and Renewable)

With the two-fold aim of decreasing the cost of production by reducing energy costs and to ensure green energy for a sustainable future your company has commenced implementation of a 130 MW Solar and Wind Hybrid project at Kuppanpuram, Thoothukudi district, Tamil Nadu, at an estimated project cost of about Rs. 919 crores to be implemented in phases. Under the phase I, 50 MW is scheduled to be commissioned by FY28 at an estimated cost of Rs. 392 crores, to be funded through a mix of debt and internal accruals.

Currently in the small hydro segment, your Company operates with an installed capacity of 15.75 MW with generation dependent on the release of water in the reservoirs. In line with its vision of promoting green energy, the Company continues to operate its 8 MW waste heat recovery system and solar arrangements to reduce power costs in the cement division.

Doors (Discontinued Operations)

During the year, the Board of Directors reviewed the operations of the Doors Division and, in view of continued losses and sub optimal capacity utilisation, approved its discontinuance as part of a strategic realignment towards the Company's core operations. The results of the division are presented as discontinued operations in accordance with Ind AS 105.

B. OPPORTUNITIES AND THREATS

The continued focus of the Central and State Governments on infrastructure and housing offers a considerable growth opportunity for cement and building materials. The Company's robust pan India network of distributors, dealers and retailers, and its diversified portfolio spanning cement, boards, RMC and energy, position it to encash the demand across housing, airports and construction.

The principal threats are the volatility in prices of key inputs such as coal, petcoke and freight, limited pricing power in a period of large industry capacity additions, and consolidation by large players, all of which can pressure realisations and margins for medium sized producers. Availability of new limestone mines at reasonable cost remains a constraint factorr on capacity growth. In the Boards business, competition and the emergence of substitute products are the ongoing challenges the company would encounter.

C. SEGMENT WISE / PRODUCT WISE PERFORMANCE

The performance of the operating segments during the year under review (is set out below. Segment revenue is stated inclusive of inter segment revenue and segment results are stated before interest and unallocable items.

Segment Rs.In crores	% of segment revenue	Revenue FY 2025-26	Revenue FY 2024-25	PBIT FY 2025-26	PBIT FY 2024-25
Cement	83.3	1,500.08	1,450.23	129.88	46.54
Boards	9.0	163.40	206.12	10.82	16.84
Ready Mix Concrete	7.3	130.89	148.01	3.50	5.21
Energy	0.4	7.36	6.58	3.41	2.67
Unallocated	-	-	-	9.40	5.81
Total (continuing)	**100.0**	**1,801.72**	**1,810.94**	**157.01**	**77.08**

The improvement was led by the Cement division, whose segment result increased sharply to Rs. 129.88 crores from Rs. 46.54 crores on higher dispatch volumes, better price realisation and improved fixed cost absorption. The Boards result moderated to Rs. 10.82 crores, RMC remained profitable, and the Energy division improved.

Production Volumes

Segment	Unit	FY 2025-26	FY 2024-25
Cement	MT	2,768,119	27,11,868
Boards	MT	50,175	82,299
Energy	Million Units	35.58	34.44
Ready Mix Concrete	Cu. Mtrs	276,503	3,15,238

D. FINANCIAL PERFORMANCE REVIEW (STANDALONE AND CONSOLIDATED)

The financial highlights for the year, on both a standalone and a consolidated basis, are summarised below. Figures relate to continuing operations except where the line item specifically refers to discontinued operations or the profit for the year.

Particulars (Rs Crores)	Standalone FY 2025-26	Standalone FY 2024-25	Consolidated FY 2025-26	Consolidated FY 2024-25
Revenue from operations (net)	1422.08	1362.10	1422.08	1362.10
Other income	31.57	20.27	31.57	21.15
Total income	1453.65	1382.38	1453.66	1383.25
EBIDTA	221.93	140.86	221.57	140.41
EBIDTA margin (%)	15.6	10.3	15.6	10.3
Finance costs	19.74	20.53	19.04	19.86
Depreciation and amortisation	55.15	53.72	55.49	54.07
Exceptional items	9.77	10.06	9.77	10.06
Profit before tax (continuing)	137.27	56.54	137.26	56.42
Profit after tax (continuing)	123.65	34.24	123.75	34.06
Loss after tax (discontinued)	(28.36)	(8.86)	(28.36)	(8.86)

Particulars (Rs Crores)	Standalone FY 2025-26	Standalone FY 2024-25	Consolidated FY 2025-26	Consolidated FY 2024-25
Profit for the year	**95.29**	**25.38**	**95.39**	**25.20**
Earnings per share – total (Rs)	21.07	5.61	21.09	5.57
Net worth	**946.25**	**864.38**	**940.20**	**858.24**

On a standalone basis, while the revenue from operations grew by 4.4 per cent to Rs. 1422.08 crores, the EBIDTA recorded a significant growth by 58 percent ie., Rs. 221.93 crores resulting in an EBIDTA margin of 15.6 percent vis-a-vis 10.3 per cent in the previous year. Profit before tax from continuing operations more than doubled to Rs. 137.27 crores. The discontinued Doors Division recorded a loss after tax of Rs. 28.36 crores, which was recognised in connection with the Company's decision to exit the business.

The profit for the year rose to Rs 95.29 crores vis-à-vis Rs 25.38 crores in FY 2024-25, and earnings per share improved to Rs. 21.07/- from Rs. 5.61/- despite the write-down in the Doors division. The consolidated results are closely aligned with the standalone position, with profit for the year of Rs. 95.39 crores.

During the year, capital work in progress reduced from about Rs. 148.34 crores to Rs 2.29 crores and property, plant and equipment increased correspondingly, reflecting the capitalisation of the major project Vizag Grinding unit. The profit and loss statement includes an exceptional item of Rs 9.77 crores towards Provision for diminution in value of investment in Joint Venture NCL Industries & NCL Buildtek JV and Provision towards Mineral Bearing Cess. The Board has recommended a dividend (Interim & Final) of Rs 3.50 per equity share for FY26.

E. MARKET OUTLOOK

Market Outlook

The medium term outlook for the cement and building materials industry remains highly encouraging, Industry demand is projected to grow in the mid to high single digits for the financial year 2026-27 driven by sustained public capital expenditure and resilient housing sector demand. However operating margins will remain sensitive to the pace of price increases, the price trajectory of coal, petcoke and freight and the absorption rate of newly commissioned industry capacity.

Corporate Strategy and Performance Vectors.

Your company is well positioned to leverage this market recovery. Following our strategic exit from the doors business, we have sharpened our focus on core operations. Performance will be further accelerated by ongoing cost efficiency measures and the expanded deployment of low cost renewable power. Additionally, the boards, ready mix concreted (RMC) and energy divisions are expected to deliver steady revenue contributions.

F. RISKS AND CONCERNS

Your Company does not perceive any serious risks and concerns apart from the normal business risks connected with the industries in which it operates. The principal risks relate to volatility in the prices of key inputs such as coal, petcoke, steel and freight, limited pricing power at a time of large industry capacity additions and consolidation, the availability of new limestone at reasonable cost, and regional demand and monsoon variability. Steep movements in input costs can introduce an element of uncertainty in the outlook for the industry as a whole, and global events can affect market stability. Management continuously monitors these factors and has initiated measures to protect margins and cash flows.

G. INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

The Company has adequate internal financial controls commensurate with its size and nature of operations. The internal controls are periodically reviewed by the management and Audit committee to ensure their effectiveness. The auditors independently assess the adequacy of these controls as part of their audit.

H. DISCUSSION ON FINANCIAL PERFORMANCE WITH RESPECT TO OPERATIONAL PERFORMANCE

The recovery in cement demand and realisations during the year translated directly into stronger operational and financial performance. Higher volumes improved fixed cost absorption, lifting the cement segment result and, in turn, the Company's EBIDTA margin, return on capital employed and return on net worth, as discussed in the segment and financial performance sections above and reflected in the key financial ratios below.

I. MATERIAL DEVELOPMENTS IN HUMAN RESOURCES / INDUSTRIAL RELATIONS

The Company continues to maintain cordial relations with its employees and staff, and the senior management team has been strengthened to provide leadership depth. Systematic training in site operational control and management is imparted regularly. As on 31 March 2026, the Company had 825 employees working in its factories and offices.

J. SIGNIFICANT CHANGES IN KEY FINANCIAL RATIOS

Key financial ratios improved materially during the year, driven by the recovery in cement volumes and improved price realisation. The ratios on both a standalone and a consolidated basis are set out below.

Ratio	Standalone FY26	Standalone FY25	Consolidated FY26	Consolidated FY25
Current Ratio	1.54	1.50	1.60	1.53
Debt Equity Ratio	0.25	0.29	0.25	0.29
Debt Service Coverage Ratio	2.67	1.85	2.68	1.86
Return on Equity (%)	10.53	2.95	10.61	2.95
Inventory Turnover Ratio	8.40	7.42	8.40	7.42
Trade Receivables Turnover Ratio	13.09	11.33	13.09	11.33
Trade Payables Turnover Ratio	3.82	3.85	3.82	3.85
Net Capital Turnover Ratio	55.84	32.04	43.76	27.66
Net Profit Ratio (%)	5.73	1.61	5.73	1.60
Return on Capital Employed (%)	12.26	6.23	12.26	6.20

K. DETAILS OF CHANGE IN RETURN ON NET WORTH

Return on net worth improved to about 10.5 per cent on a standalone basis (about 10.6 per cent consolidated) from 2.95 per cent in the previous year. The increase was driven mainly by the higher profitability of the Cement division, with net worth rising to Rs 946.25 crores on a standalone basis as on 31st March 2026 from Rs. 864.38 crores a year earlier.

L. CAUTIONARY STATEMENT

Some of the statements made in this Report are forward looking and are based on the perceptions and views of the management. The projections and expectations are subject to market uncertainties and changes in circumstances. Shareholders and investors are advised to form their own opinion, and the management assumes no responsibility for any variances in the actual outcome that may emerge.

ANNEXURE-F

ANNUAL REPORT ON CORPORATE SOCIAL RESPONSIBILITY ACTIVITIES FOR THE FY 2025-26

[Pursuant to section 135 of the Companies Act, 2013 and Rule 10 (ii) of the Companies (Corporate Social Responsibility) Rules, 2014]

1. Brief outline on CSR Policy of the Company:

NCL Industries Limited (NCL) is conscious that it is an integral part of the society at large, and it has a responsibility to contribute to the general welfare of the society to which it belongs. Right from its inception, NCL has been actively engaged in efforts to improve the quality of life in the contiguous localities.

The Policy covers current as well as proposed CSR activities to be undertaken by the company and is in alignment with Schedule VII of the Act. The CSR activities under taken / propose to be undertaken in various sectors are for Medical and healthcare, Education, Village Infrastructure development, cleanliness, and hygiene

2. Composition of CSR Committee:

Name of the Director	Status	Designation	No. of Meetings of CSR Committee held during the year	No. of meetings of CSR Committee attended during the year
Mr. P. Rajagopal Reddy	Independent Director	Chairman	1	1
Mrs. P. Sudha Reddy (Upto 03rd January 2026)	Independent Director	Member	1	0
Mr. K. Gautam	Director	Member	1	1
Mr. S.K. Subramanian (w.e.f 03rd December 2025)	Independent Director	Member	1	1
Mr. K. Ravi (w.e.f 03rd December 2025)	Vice Chairman & Managing Director	Member	1	1

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.nclind.com/csr policy

4. Provide the executive Summary along with web-link(s) of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8 of the Companies (Corporate Social responsibility Policy) Rules, 2014, if applicable.

Impact Assessment Not Applicable.

5.

a) Average net profits of the company for last three financial years

Financial Year	Net Profits (Rs.in Lakhs) (Under Section 198 of the Companies Act, 2013)
2022-23	9,294.50
2023-24	14,764.82
2024-25	4,292.55
Average	**28,351.87**

b) Two percent of average net profit of the Company as per Section 135(5) – **Rs. 189.01 Lakhs**

c) Surplus arising out of the CSR Projects or programmers or activities of the previous financial years. – **Nil, since there were no income generating projects.**

d) Amount required to be set off for the financial year, if any. – **Nil**

e) Total CSR obligation for the Financial Year 2025-26 (b+c-d) – **Rs. 189.01 Lakhs**

6.

a) Amount spent on CSR Projects during the FY 2025-26 : **Rs. 507.13 Lakhs**

Total Amount Spent for the Financial Year (In Rs)	Amount Unspent (In Rs) **Nil**	
	Total Amount transferred to Unspent CSR Account as per section 135(6).	Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5).
Rs. 507.13 Lakhs	**Nil**	**Nil**

b) Details of CSR amount spent against ongoing projects for the financial year 2025-26 : **Nil**

c) Details of CSR amount spent against other than ongoing projects for the financial year 2025-26:

S. No	Name of the Project	Items from the List of activities in Sch VII to the Act	Local Area (Yes/ No)	Location of the Project	Amt Spent for the Project (Rs. In Lakhs)	Mode of Imple-men-tation – Direct (Yes / No)	Mode of Imple-mentation - Through Implement-ing Agency Name	CSR Regn No
1	Normal revenue and operating expenses for NCL High School & NCL Junior College	Promotion of Education including special education	Yes	Mattapalli (V), Suryapet district, Telangana State	215.66	No	NCL Educational & Welfare Society	CSR00110538
2	Revenue & Operating Expenses for Sri. K. Rama chandra Raju Health Center	Medical and Health care	Yes	Mattapalli(V), Suryapet district, Telangana State	65.38	No	NCL Educational & Welfare Society	CSR00110538
3	Village Development-Road works	Rural Development Projects	Yes	Kattubadipalem (V) Kondalpalli, Krishna Dist, AP	220.80	Yes	NA	NA
4	Installation of CCTV Cameras for Community Surveillance and Public Safety.	Rural Development Projects	Yes	Mattapalli(V), Suryapet district, Telangana State	5.29	Yes	NA	NA
	Totals				**507.13**			

d) Amount spent in Administrative Overheads : **Nil**

e) Amount spent on Impact Assessment, if applicable : **Nil**

f) Total amount spent for the Financial Year [(a)+(b)+(c)] : **Rs. 507.13 Lakhs**

g) CSR amount spent or unspent for the financial year : Rs. **507.13 Lakhs**

Total Amount Spent for the Financial Year (In Rs.)	**Amount Unspent (in Rs.)**				
	Total Amount transferred to Unspent CSR Account as per section 135(6)		**Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5)**		
	Amount	**Date of transfer**	**Name of the Fund**	**Amount**	**Date of transfer**
Rs.507.13 Lakhs	NA	NA	NA	NA	NA

h) **The amount available for set off in pursuance of sub-Rule (3) of Rule 7 of the Companies (Corporate Social responsibility Policy) Rules, 2014 for the succeeding years and amount required for setoff for the financial year if any is as follows:**

Rs. Lakhs							
Sl No	FY	Mandatory Exp			Actual Amount Spent	Available for set off	Total Setoff Available up to FY
		2% of Average Net Profit	Set-off from previous year	Balance			
1	2023-24	311.26	-13.97	297.29	316.44	19.15	2026-27
2	2024-25	259.41	-19.15	240.26	240.26	Nil	2027-28
3	2025-26	189.01	Nil	189.01	507.13	318.12	2028-29

i) **Excess amount for set off, if any : Rs. 318.12 lakhs**

Sl. No.	Particular	Amount (in Rs.Lakhs)
(i)	Two percent of average net profit of the company as per section 135(5)	189.01
(ii)	Total amount spent for the Financial Year	507.13
(iii)	Excess amount spent for the financial year	318.12
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	Nil
(v)	Total Amount available for set off in succeeding financial years(a)+(b)	318.12

7. Details of Unspent CSR amount for the preceding three financial years: **Nil**

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

   If yes, enter the number of assets created/acquired: **1 (one)**

   Furnish the details relating to such asset (s) so created or acquired through CSR amount spent in the financial year:

   The Company acquired 1.67 acres of land and constructed an approach road of approximately 1.92 km under its CSR programme for public/community access. The transfer of the land and the road to the local Gram Panchayat, in accordance with Rule 7(4) of the Companies (Corporate Social Responsibility Policy) Rules, 2014, is under process.

S. No	Short particulars of the property or asset(s)	Pin code of the property or asset(s)	Date of creation	Amount of CSR spent	Details of entity/ beneficiary under Rule 7(4)	Remarks*
1	Village Development Programme-Land admeasuring 1.67 acres acquired and an approach road of approximately 1.92 km constructed for public/community access.	521228	During FY 2025–26	Rs. 220.80 Lakhs	Gram Panchayat, Kondapalli Village (Public Authority)	Transfer of the land and the road to the local Gram Panchayat is under process, pending completion of the applicable statutory and administrative formalities.

9. Specify the reason(s), if the company has failed to spend two percent of the average net profit as per section 135(5): **The Company has spent 2% of net profits for FY 2025-26.**

K Ravi
Vice Chairman & Managing Director

P. Rajagopal Reddy
Chairperson of CSR Committee

Date: 07th August, 2026
Place: Hyderabad

ANNEXURE-G

Particulars of employees who have been in receipt of the remuneration envisaged by Section 197 of the Companies Act, 2013 read with Rule 5 of the Companies (Appointment and Remuneration of Managerial personnel)

Name:	Mr. K. Ravi	Mr. K. Gautam	Mr. NGVSG Prasad
Age	72 Years	44 Years	60 Years
Qualification	Diploma in Electrical Engineering with specialization in Power Stations network and systems.	BBM(Hons) from ICFAI, and M.Sc (entrepreneurship and Business Management) from University of Luton, Bedfordshire UK	B. Com, FCA
Designation (Present)	Vice Chairman & Managing Director (w.e.f 03rd December, 2025)	Managing Director (upto 02nd December, 2025) Director (w.e.f 03rd December 2025)	Executive Director & CFO
Date of commencement of employment	Since 11th January 2003	Since 1st August, 2009	09th July 2003
No. of year of experience	Over 48 years	Over 19 Years	Over 33 Years
Remuneration	Rs 305.48 Lakhs Per annum*	Rs.178.23 Lakhs Per Annum *	Rs. 187.22 Lakhs
Last employment held	Managing Director of NCL Energy Ltd.	-	General Manager- NCL Seccolor Ltd.
Nature of employment	As per the terms approved by the shareholders	As per the terms approved by the shareholders	As per the terms approved by the shareholders
% of equity shares held in the Company (07/08/2026)	7.01 %	6.14%	150 shares

*Notes*Remuneration as shown above includes salary and other allowances in terms of his appointment.*

The ratio of the remuneration of each director to the median remuneration of the employees of the company during the financial year 2025-26.

Sr. No.	Name of the Director	Ratio of remuneration of each Director to the median remuneration of the employees of the Company
1	Mrs.Renu Challu (w.e.f. 08/08/2025)	Not Comparable
2	Mr.P.Rajagopal Reddy	1.61
3	Mr.S K Subramanian	1.70
4	Dr.A.S.Durga Prasad (w.e.f. 22/01/2026)	Not Comparable
5	Dr.Kalidas Raghavapudi (upto 13/08/2025)	Not Comparable
6	Lt.Gen (Retd) T.A.D'Cunha (upto 13/08/2025)	Not Comparable
7	Mrs.P.Sudha Reddy (upto 03/01/2026)	Not Comparable
8	Mrs.Pooja Kalidindi	1.16
9	Mr. K.Gautam (w.e.f. 03/12/2025)	67.08
10	Mrs.Roopa Bhupatiraju (w.e.f. 03/12/2025)	26.17
11	Mr. Utkal B. Goradia	21.00
12	Mr.N.G.V.S.G.Prasad	48.41
13	Mr. K. Ravi (w.e.f. 03/12/2025)	120.30

The percentage increase in remuneration of directors / KMP if any during the Financial Year 2025-26:

Sr. No	Name of the Director/KMP	Designation	% Increase /Decrease in the Remuneration
1	Mrs.Renu Challu (w.e.f. 08/08/2025)	Independent Director	Not Comparable
2	Mr.P.Rajagopal Reddy	Independent Director	76.84
3	Mr.S K Subramanian	Independent Director	24.44
4	Dr.A.S.Durga Prasad	Independent Director	Not Comparable
5	Dr.Kalidas Raghavapudi (upto 13/08/2025)	Independent Director	Not Comparable
6	Lt.Gen. (Retd) T.A.D'Cunha (upto 13/08/2025)	Independent Director	Not Comparable
7	Mrs.P.Sudha Reddy (upto 03/01/2026)	Independent Director	Not Comparable
8	Mrs.Pooja Kalidindi	Director	(30.34)
9	Mr.K.Gautam (w.e.f. 03/12/2025)	Director	23.69
10	Mrs.Roopa Bhupatiraju (w.e.f. 03/12/2025)	Director	(15.63)
11	Mr.Utkal B Goradia	Executive Director & KMP	28.96
12	Mr.N.G.V.S.G.Prasad	Executive Director & CFO & KMP	48.29
13	Mr. K. Ravi (w.e.f. 03/12/2025)	Vice Chairman & MD & KMP	177.26
14	Mr. T. Arun Kumar (upto 30/09/2025)	Company Secretary / KMP	Not Comparable
15	Mrs.M.Divya Bharathi (w.e.f. 01/10/2025)	Company Secretary / KMP	Not Comparable

ANNEXURE-H

Form No. MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED MARCH 31, 2026

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

To,
The Members,
NCL Industries Limited
10-3-162, NCL Pearl, 7th Floor,
Opp Hyderabad Bhavan, East Marredpally
Secunderabad-500026

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by NCL Industries Limited (hereinafter called the company) bearing CIN L33130TG1979PLC002521. 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, the explanations and clarifications given to us and the representations made by the Management I hereby report that in my opinion, the company has, during the audit period covering the financial year ended on March 31, 2026 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, 2026 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 and External Commercial Borrowings (**Not applicable during the audit period)**

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

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

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

(c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 and amended from time to time

(d) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') to the extent applicable during the Audit Period.

(e) The Securities Exchange Board of India (share based Employee benefits and sweat equity) Regulations 2021. **(Not applicable during the audit period).**

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

(i) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998- **Not applicable to the Company during the audit period**

vi) The management has identified and confirmed the following laws as specifically applicable to the company and the other applicable laws including the following

1. Factories Act, 1948
2. Industrial Disputes Act 1947
3. Payment of wages Act 1936
4. The Minimum wages Act 1948
5. Employees state insurance Act 1948
6. Employees Provident Funds and Miscellaneous Provisions Act 1952
7. Payment of Bonus Act 1965
8. Payment of gratuity Act 1972
9. Contract Labour (Regulation & Abolition) Act, 1970
10. Maternity Benefit Act 1961
11. Equal Remuneration Act.

12. Environment Protection Act 1986
13. Explosives Act 1884
14. Indian Boilers Act 1923
15. Mines Act 1952 & Mines and Minerals (Development & Regulations) Act, 1957
16. Legal Metrology Act 2009
17. Income Tax Act 1961, GST Act
18. Cement Quality Control Order 2003
19. Electricity Act 2003
20. Air (Prevention & control of pollution) Act 1981 and water (Prevention & control of Pollution) Act 1974

I report that the applicable financial laws, such as the Direct and Indirect Tax Laws, have not been reviewed under my audit as the same falls under the review of statutory audit and by other designated professionals.

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) The Listing Agreements entered into by the Company with National Stock Exchange and Bombay Stock Exchange,

During the period under review the Company has generally complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above subject to the following observations:

1. There was delay in filing of one Form DIR-12 with the Ministry of Corporate Affairs and the same was regularized by payment of additional fees

2. Other Disclosures (Fines levied by Stock Exchanges BSE & NSE)

BSE and NSE have levied a fine of ₹3.39 lakhs (inclusive of GST) each for delayed Compliance with Regulation 17(1E) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, relating to the delay in constitution of the Board Committees during August 2025.

The Company was also levied a fine of ₹46,000/- by the NSE for Delay in submission of Shareholding pattern for quarter ended December 2025

The requests made by the Company for waiver of fines were not considered by the Stock exchanges. Subsequently, the Company availed a personal hearing and paid the fines under protest.

The Company noted that certain fines pertaining to prior period matters were reflected as outstanding in the records of BSE, including fines of ₹10,000 plus GST each for non-compliance with Regulation 44(3) and Regulation 29(2) & 29(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, relating to delay in Submission of voting results for March 2019 and prior intimation to the Stock Exchange regarding interim dividend declaration on 30th November 2020, respectively. The said fines were paid by the Company at the relevant time earlier to NSE. However the same were subsequently reflected as outstanding in BSE records. The Company remitted the amounts under protest. These matters pertain to prior periods and do not relate to the current reporting period.

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 is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance for meetings other than those held at shorter notice, 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.

As per the minutes of the Board and Board committees I noticed that all the decisions were carried through unanimously.

I further report that that based on the review of the compliance mechanism established by the company and on the basis of Compliance certificate(s) issued by various departments and taken on record by the Board of Directors at their meetings, we are of the opinion 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, there were no other specific events /actions in pursuance of the above referred laws, rules, regulations, guidelines etc. having major bearing on the Company's affairs.

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

For A.J.Sharma & Associates
Company Secretaries

A.J.Sharma
FCS-2120, CP-2176
UDIN: F002120H000855236
Peer Review Certificate No : 2411/2022

Place: Hyderabad
Date: 16th July 2026

Annexure-H (I)

To,
The Members,
NCL Industries Limited
10-3-162, NCL Pearl, 7th Floor,
Opp Hyderabad Bhavan, East Marredpally
Secunderabad-500026

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

1. Maintenance of secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.

2. 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 Account of the Company

4. Wherever required I have obtained the Management representation about the compliances of laws, rules and regulations and happening of events etc.,

5. The compliance of the provisions of Corporate and other applicable laws, rules and regulations, standards 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 of the efficacy or effectiveness with which the management has conducted the affairs of the Company

For A.J.Sharma & Associates
Company Secretaries

A.J.Sharma
FCS-2120, CP-2176
UDIN: F002120H000855236
Peer Review Certificate No : 2411/2022

Place: Hyderabad
Date: 16th July 2026

ANNEXURE-I

Particulars of Energy Conservation, Technology Absorption and Foreign Exchange Earnings and Outgo required under the Companies (Accounts) Rules, 2014

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

A. Conservation of Energy:

The following are the steps taken on conservation of energy and its impact:

a) Improvement of raw mix design and continuous operation of pyro-process led to higher outputs which resulted in reduction of specific energy consumption.

b) Reduction in specific power consumption of cement mills (ball mills) by optimizing the operations.

c) Improvement of Raw Mill output by using high efficiency fan and optimizing the VRM operations reduced the specific power consumption.

d) Installation of high efficiency process fans to reduce the energy consumption.

e) Installation of Variable Frequency Drives (VFDs) for process fans to reduce the electrical energy consumption.

f) Replacement of normal lights with LED lights to conserve electrical energy.

g) Implementation of Waste heat recovery power project

h) Installation of Solar Power systems wherever feasible

B. Technology Absorption:

The Company is continuously endeavoring to upgrade its technology from time to time in all aspects through in-house R&D with a primary aim of improving the quality and reduction of cost of production. The Company has successfully achieved results in reducing the cost of production, improved technical efficiencies and productivity.

C. Foreign Exchange Earnings and Outgo:

Rs. In Lakhs

Sl. No.	Particulars	For the year 2025-26	For the year 2024-25
1	**Earnings**	-	184.67
2	**Outgo**	5,816.68	2471.72

ANNEXURE-J

To
The Members of,
NCL Industries Limited
10-3-162, NCL Pearl, 7th Floor, Opp Hyderabad Bhavan,
East Marredpally, Secunderabad-500026

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]

We A.J.Sharma & Associates, Practicing Company Secretaries, have examined the relevant registers records, Forms, Returns, disclosures received from Directors, books and papers of NCL Industries Limited (CIN: L33130TG1979PLC002521) having its registered office at 10-3-162, NCL Pearl, 7th Floor, Opp Hyderabad Bhavan, East Marredpally, Secunderabad-500026, Telangana State, (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 and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our information and according to the examinations carried out by us (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations and representation furnished to us by the company, its officers and agents, we certify that none of the following Directors of the Company have been debarred or disqualified from being appointed or continuing as Director of Companies by the SEBI/ Ministry of Corporate Affairs or any such other statutory authority as on 31st March 2026.

S. No	Name of the Director	Designation	DIN	Date of appointment in the Company
1.	Mrs. Renu Challu	Independent Director	00157204	08/08/2025
2	Mr. Rajagopala Reddy Polam	Independent Director	00304527	09/08/2024
3.	Mr. Sekanipuram Krishnan Subramanian	Independent Director	00715661	09/08/2024
4.	Dr. Durga Prasad Subramanyam Anapindi	Independent Director	0911306	22/01/2026
5.	Mr. Kalidindi Ravi (w.e.f. 03.12.2025)	VC & MD	00720811	11/01/2008
6.	Mr. Gautam Kalidindi (w.e.f. 03.12.2025)	Director	02706060	27/07/2009
7.	Mrs. Pooja Kalidindi	Director	03496114	01/02/2020
8.	Mrs. Roopa Kalidindi (w.e.f. 03.12.2025)	Director	01197491	30/05/2014
9.	Mr. Utkal Bimalkumar Goradia	Whole Time Director	08641590	27/09/2022
10.	Mr. Gurunadha Prasad Gnana Venkata Satya Nimmagadda	Executive Director & CFO	07515455	30/05/2016

Notes:

1. The tenure of Dr. R Kalidas & Lt. Gen. (Retd.) T.A.D Cunha, Independent Directors were completed on 13th August 2025.
2. Mrs. Sudha Reddy Independent Director first term as Independent Director completed on 03rd January 2026.
3. Mrs. Renu Challu and Dr. A S Durga Prasad were inducted as Independent Directors w.e.f 08th August 2025 and 22nd January 2026 respectively.
4. Mr.K.Gautam, Managing Director & Mrs. Roopa Bhupatiraju, Executive Director resigned from their Executive positions w.e.f 02nd December 2026. They were appointed as Directors in Non-executive capacity by the Board & Shareholders w.e.f 03rd December 2025.
5. Mr. K Ravi, Vice chairman was appointed as Vice Chairman & Managing Director by the Board & Shareholders w.e f. 03rd December 2025.

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

For A.J.Sharma & Associates
Company Secretaries

A.J. Sharma
FCS-2120, CP-2176
UDIN: F002120H000854983
Peer Review Certificate No: 2411/2022

Place: Hyderabad.
Date: 16th July 2026

SECRETARIAL COMPLIANCE REPORT

OF NCL INDUSTRIES LIMITED FOR THE FINANCIAL YEAR ENDED 31st MARCH 2026

[Pursuant to Circular CIR/CFD/CMD1/27/2019 dated February 08, 2019 for the purpose of compliance with Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

To,
NCL Industries Limited
10-3-162, NCL Pearl, 7th FLOOR,
Opp Hyderabad Bhavan, East Marredpally,
Secunderabad - 500026

CIN of Company: L33130TG1979PLC002521
Authorised Capital : Rs 62,00,00,000/-

We have conducted the review of the compliance of the applicable statutory provisions and the adherence to good corporate practices by NCL Industries Limited. (hereinafter referred as 'the listed entity'), having its Registered Office at **10-3-162, NCL Pearl, 7th Floorp,Opp Hyderabad Bhavan, East Marredpally, Secunderabad – 500026** Secretarial Review was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/ statutory compliances and expressing our opinion thereon.

Based on our verification of the listed entity's books, papers, minutes books, forms and returns filed and other records maintained by the listed entity and also the information provided by the listed entity, its officers, agents and authorized representatives during the conduct of Secretarial Review, we hereby report that in our opinion, the listed entity has, during the review period covering the financial year ended on March 31, 2026, complied with the statutory provisions listed hereunder and also that the listed entity has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter

I/We A.J.Sharma & Associates, Company Secretaries have examined:

(a) All the documents and records made available to us and explanation provided by NCL Industries Limited (Listed entity)

(b) The filings/ submissions made by the listed entity to the stock exchanges,

(c) Website of the listed entity,

(d) any other document/ filing, as may be relevant, which has been relied upon to make this certification, for the year ended 31st March 2026 in respect of compliance with the provisions of :

(a) The Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued there under; and

(b) The Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made there under and the Regulations, circulars, guidelines issued there under by the Securities and Exchange Board of India ("SEBI")

The specific Regulations, whose provisions and the circulars/ guidelines issued there under, have been examined, include:

(a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

(b) Securities and Exchange Board of India (Issue of capital and disclosure requirements) Regulations 2018

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

(d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018-Not applicable during the year under review.

(e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations 2021-Not applicable during the year under review

(f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations 2008 - Not applicable during the year under review

(g) Securities and Exchange Board of India (Issue and Listing of Non- Convertible and Redeemable Preference Shares) Regulations, 2021: Not applicable during the year under review

(h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations 2015

(i) Securities and Exchange Board of India (Delisting of Equity shares (Amendment) Regulations 2016

(j) Securities and Exchange Board of India (Investor Protection and Education Fund) Regulations 2009

(k) Securities and Exchange Board of India (Depository Participant) Regulations 2018 and circulars /guidelines issued there under and based on the examination

We hereby report that during the review period

(a) The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued there under, except in respect of matters specified below:

S. No	Compliance Requirement (Regulations/ circulars/ guidelines Including specific clause)	Regulation/ Circular No.	Deviations	Action taken by	Type of Action/ Advisory/ Clarification/ Fine / Show Cause Notice/ Warning, etc.	Details of Violation	Fine Amount	ObservatiOns / Remarks of the Practicing Company Secretary	Management Response	Remarks
1	Submission of Shareholding Pattern	Regulation 31 of SEBI (LODR) Regulations, 2015	Delay in submission for quarter ended December 2025 (Q3)	NSE	Fine	Delay in submission of Shareholding Pattern with NSE	Rs.46000/- (plus applicable GST)	The Company had filed an application seeking waiver of the fine, which was not acceded to by the Exchange.	The delay occurred due to a bona fide and inadvertent assumption that filing under the “Common Upload” (XBRL) mechanism would reflected across both stock exchanges. For the relevant quarter, the Company had duly filed the Shareholding Pattern with BSE Limited on January 13, 2026, within the prescribed due date. The Company has strengthened its processes to ensure exchange-specific compliance. The fine has been remitted under protest, without prejudice to its rights and contentions.	Procedural delay. No investor prejudice.
2	Constitution of Board Committees	Regulation 17(1E) of SEBI (LODR) Regulations, 2015	Delay in constitution for quarter ended September 2025 (Q2)	NSE & BSE	Fine	Delay in constitution of Board Committees	Rs.288000 (plus applicable GST) by each Stock Exchange	The Company had filed waiver applications with the Exchanges, which were rejected.	The Company submits that the Board, at its meeting held on September 25, 2025, had approved the reconstitution of all Board Committees. The effective date of October 1, 2025 resulted in the Exchanges construing the same as a delay, as it fell post quarter-end. The timing difference in effectiveness was inadvertent and procedural in nature. The Company has taken note of the same and reconstituted all committees with additional members and also strengthened its processes to ensure alignment of approval and effectiveness timelines going forward. The fine levied has been remitted under protest, without prejudice to the Company’s rights and contentions.	Bonafide Procedural delay

(b) The listed entity has taken the following actions to comply with the observations made in previous reports

S. No	Compliance Requirement (Regulations/ Circulars / guidelines including specific clause)	Regulation/ Circular No.	Deviations	Action Taken by	Type of Action	Details of Violation	Fine Amount	Observations/ Remarks of the Practicing Company Secretary	Management Response	Remarks
1	Disclosure of Voting Results	Regulation 44(3) of SEBI (LODR) Regulations, 2015	Non-compliance for **March 2019**	BSE	Fine (Prior period)	Delay / non-submission of voting results	Rs.10,000 + GST	The fine pertaining to the said period was originally levied by NSE and duly paid by the Company at the relevant time. However, the same was subsequently reflected as outstanding by BSE during the year, without any prior intimation or communication to the Company.	The Company submits that the fine for the said period had already been originally levied by NSE and was duly paid at the relevant time. Subsequently, the same was reflected as outstanding fines by BSE without prior communication. To avoid unnecessary correspondence, the Company has remitted the amount under protest.	This pertains to a prior year and does not relate to the current reporting period.
2	Prior Intimation to Stock Exchange-Interim Dividend	Regulation 29(2) & 29(3) of SEBI (LODR) Regulations, 2015	Non-compliance for**30th November 2020**	BSE	Fine(Prior period)	Delay / non-compliance of Prior intimation about Dividend declaration	Rs.10,000 + GST			

C) we hereby report that, during the review period the compliance status of the listed entity with the following requirements:

Sl. No	Particulars	Compliance Status Yes/ No/NA	Observations/ Remarks by PCS
1.	**Secretarial Standards** The compliances of the listed entity are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries India (ICSI)	YES	
2.	**Adoption and timely up dation of the Policies:** • All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the listed entities • All the policies are in conformity with SEBI Regulations and has been reviewed & timely updated as per the regulations/circulars/ guidelines issued by SEBI	YES	
3.	**Maintenance and disclosures on Website:** • The Listed entity is maintaining a functional website • Timely dissemination of the documents/ information under a separate section on the website • Web-links provided in annual corporate governance reports under Regulation 27(2) are accurate and specific which re-directs to the relevant document(s)/ section of the website	YES	
4.	**Disqualification of Director**: None of the Director of the Company are disqualified under Section 164 of Companies Act, 2013	YES	
5.	**To examine details related to Subsidiaries of listed entities**: (a) Identification of material subsidiary companies (b) Requirements with respect to disclosure of material as well as other subsidiaries	YES	There are no material subsidiaries
6.	**Preservation of Documents**: The listed entity is preserving and maintaining records as prescribed under SEBI Regulations and disposal of records as per Policy of Preservation of Documents and Archival policy prescribed under SEBI LODR Regulations, 2015.	YES	
7.	**Performance Evaluation:** The listed entity has conducted performance evaluation of the Board, Independent Directors and the Committees at the start of every financial year as prescribed in SEBI Regulations	YES	
8.	**Related Party Transactions**: (a) The listed entity has obtained prior approval of Audit Committee for all Related party transactions (b) In case no prior approval obtained, the listed entity shall provide detailed reasons along with confirmation whether the transactions were subsequently approved/ratified /rejected by the Audit committee	YES	
9.	**Disclosure of events or information**: The listed entity has provided all the required disclosure(s) under Regulation 30 along with Schedule III of SEBI LODR Regulations, 2015 within the time limits prescribed thereunder	YES	
10	**Prohibition of Insider Trading**: The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015	YES	

Sl. No	Particulars	Compliance Status Yes/ No/NA	Observations/ Remarks by PCS
11.	**Actions taken by SEBI or Stock Exchange(s), if any:** No Actions taken against the listed entity/ its promoters/ directors/subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under SEBI Regulations and circulars/ guidelines issued thereunder	YES	
12.	Compliances related to resignation of statutory auditors from listed entities and their material subsidiaries as per SEBI Circular CIR/CFD/CMD1/114/2019 dated 18th October, 2019:	Yes.The Statutory auditors M/s. M Bhaskara Rao & Co Chartered Accountants, Hyderabad were appointed at the AGM held on 27th September, 2022 for a period of 5 years and continues to hold such office.	
13.	**Additional Non-compliances, if any:** No additional non-compliance observed for all SEBI regulation/circular/guidance note etc.	YES	

Assumptions & Limitation of scope and Review:

1. Compliance of the applicable laws and ensuring the authenticity of documents and information furnished, are the responsibilities of the management of the listed entity.
2. Our responsibility is to certify based upon our examination of relevant documents and information. This is neither an audit nor an expression of opinion.
3. We have not verified the correctness and appropriateness of financial Records and Books of Accounts of the listed entity.
4. This Report is solely for the intended purpose of compliance in terms of Regulation 24A (2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and is neither an assurance as to the future viability of the listed entity nor of the efficacy or effectiveness with which the management has conducted the affairs of the listed entity.

For A.J. SHARMA & ASSOCIATES
COMPANY SECRETARIES

A.J. SHARMA
FCS-2120, CP-2176
Peer Review Certificate No: 2411/2022
UDIN:F002120H000201594

Place: Hyderabad
Date: 25th April 2026

Independent Auditor's Report - Standalone

To the Members of NCL Industries Limited

Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the accompanying standalone financial statements of NCL Industries Limited (the "Company"), which comprise the Standalone Balance Sheet as at 31 March 2026, the Standalone Statement of Profit and Loss (including Other Comprehensive Income), the Standalone Statement of Changes in Equity and the Standalone Statement of Cash Flows for the year then ended, and notes to the standalone financial statements, including a summary of material accounting policies and other explanatory information (hereinafter referred to as the "standalone financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 (the "Act"), as amended, 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 2026, its profit and other comprehensive income, the changes in equity, and its cash flows for the year then ended.

Basis for Opinion

We conducted our audit of the standalone financial statements in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Standalone Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ("ICAI") together with the ethical 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 year. 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.

Key Audit Matter	Auditor's Response
Revenue Recognition	*Principal Audit Procedures*
Revenue is recognised net of discounts and rebates earned by customers. Owing to the Company's presence across diverse marketing regions and the competitive nature of the industry, the quantum of discounts and rebates varies based on customer categories and market conditions. These are determined based on management's market assessment reports and involve manual interventions in their computation and recognition. Accordingly, there is a risk of material misstatement in revenue arising from incorrect determination of discounts and rebates.	• Assessed the appropriateness of the Company's accounting policy relating to discounts and rebates with reference to the applicable accounting standards. • Evaluated the design and tested the operating effectiveness of key internal controls over the approval, computation, accounting and issuance of credit notes. • Tested, on a sample basis, the computation of discounts and rebates, supporting documentation, and credit notes issued during and after the year end for appropriate recognition. • Performed analytical procedures by comparing current year discounts and rebates with historical trends and sales patterns to assess the reasonableness of the amounts recognised

Information Other than the Financial Statements and Auditor's Report Thereon

The Company's Board of Directors are responsible for the preparation of other information. The other information comprises the information included in the Management Discussion and Analysis, Financial and Operational Review, Director's Report, Business Responsibility Report, Corporate Governance Report, Annual Report on CSR activities, but does not include the Standalone financial statements and our auditor's report thereon.

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

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

The other information is expected to be made available to us after the date of this auditor's report. When we read such other information, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance.

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

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

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

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

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

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

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

- Identify and assess the risks of material misstatement of the standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system 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 and Board of Directors 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.

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 for the year ended 31 March 2026 and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

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

2. (A) As required by Section 143(3) of the Act, we report that:

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

   b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books except for the matter stated in the paragraph 2B(vi) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014.

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

   d) In our opinion, the aforesaid standalone financial statements comply with the Ind AS specified under Section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015, as amended.

   e) On the basis of the written representations received from the directors as on 31 March 2026 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2026 from being appointed as a director in terms of Section 164(2) of the Act.

   f) With respect to the adequacy of the internal financial controls with reference to Standalone Financial Statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls with reference to Standalone Financial Statements.

   (B) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, 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 all pending litigations on its financial position in its standalone financial statements. Refer Note 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 as on 31 March, 2026.

   iii. there were no delays in transferring amounts, required to be transferred, to the Investor Education and Protection Fund (IEPF) by the Company during the year.

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

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

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

   v. The final dividend paid by the Company during the year in respect of the previous financial year 2024-25 is in accordance with Section 123 of the Companies Act, 2013 to the extent applicable to the payment of dividend.

   The interim dividend declared and paid by the Company during the year and up to the date of this Auditor's Report is in accordance with Section 123 of the Companies Act, 2013.

   As disclosed in Note 16.1 to the standalone financial statements, the Board of Directors has proposed a final dividend for the year ended March 31, 2026, which is subject to the approval of the members at the ensuing Annual General Meeting. In our opinion, the proposed dividend is in accordance with Section 123 of the Companies Act, 2013 to the extent applicable to the declaration of dividend.

vi. As stated in Note 46 to the standalone financial statements and based on our examination, which included test checks, the Company has used an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility, except that the audit trail (edit log) facility was not enabled at the database level to log any direct data changes. The audit trail (edit log) facility has operated throughout the year for all relevant transactions recorded in the accounting software. We did not come across any instance of the audit trail feature being tampered with during the course of our audit. Additionally, for the periods during which the audit trail (edit log) facility was enabled in the previous years, the audit trail has been preserved by the Company in accordance with the statutory requirements for record retention.

(C) 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 according to the information and explanations given to us, the remuneration paid by the Company to its directors during the current year is in accordance with the provisions of Section 197 of the Act.

For **M Bhaskara Rao & Co.,**
Chartered Accountants
(Firm's Registration No. 000459S)
D. Bapu Raghavendra
Partner
Membership No.213274
UDIN: 26213274ISMQEY1963

Hyderabad, 29 May, 2026

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 NCL Industries 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 has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment and relevant details of right-of-use assets.

(B) The Company has no intangible assets at present. Accordingly, the disclosure under this clause not applicable.

(b) The Company has a programme for the physical verification of Property, Plant and Equipment covering all the items in a phased manner, i.e., at least once every three years, which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. In accordance with the said programme, the management carried out the physical verification of Property, Plant and Equipment during the financial year. According to the information and explanations given to us, the discrepancies noticed during such verification are under reconciliation and will be appropriately accounted for by the Company upon completion of the reconciliation.

(c) The title deeds of immovable properties (other than immovable properties where the Company is the lessee and the leases agreements are duly executed in favour of the lessee) included in the fixed assets register are held in the name of the Company as at the balance sheet date. Immovable properties of land whose title deeds have been mortgaged as security for loans are held in the name of the Company based on the information's received by us.

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

(e) No proceedings have been initiated during the year or are pending against the Company as at 31 March, 2026 for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder.

ii. (a) The company's inventories have been physically verified by the Management during the year at reasonable intervals. In our opinion, the frequency of such verification is reasonable and coverage as followed by management were appropriate. No discrepancies of 10% or more in the aggregate for each class of inventories were noticed on such physical verification of inventories when compared with books of account.

(b) According to the information and explanations given to us, the Company has been sanctioned working capital limits in excess of Rs. 5 crores, in aggregate, at points of time during the year, from banks or financial institutions on the basis of security of current assets. With respect to the differences between quarterly statements submitted to the bank and books of account, refer note 21.3 of the standalone financial statements, which also includes the reasons for the discrepancies.

iii.(a) As per the information and explanations furnished to us, the Company has not made any investments, provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, limited liability partnerships or other parties during the year except to the following companies and parties;

(A) The aggregate amount of investments made during the year and the balance outstanding as at the balance sheet date in respect of investments in subsidiaries are as follows:

Particulars	Investment
Subsidiaries	
-Aggregate amount granted/ provided during the year	Nil
-Balance outstanding as at Balance Sheet date in respect of the above cases:	
Tern Distilleries Pvt Limited	3,000.00
Vishwamber Cements Limited	1,623.91

(B) The aggregate amount of loans granted during the year and the balance outstanding as at the balance sheet date in respect of parties other than subsidiaries, joint ventures and associates are as follows:

Particulars	Loans
Aggregate amount granted/ provided during the year	
NCL Holdings Limited	935 Lakhs
Balance outstanding as at Balance Sheet date in respect of the above cases:	
NCL Holdings Limited	Nil

(b) In our opinion and according to the information and explanations given to us, the terms and conditions of the investments made and loans granted by the Company are not prejudicial to the interest of the Company.

(c) In respect of the loans granted by the Company, the schedule for repayment of principal and payment of interest has been stipulated and the repayments of principal and receipts of interest were in accordance with the terms of the respective loan agreements.

(d) In respect of the loans granted by the Company, there were no overdue amounts as at the balance sheet date, as all loans granted during the year were repaid in accordance with the stipulated terms.

(e) According to the information and explanations given to us and based on the audit procedures performed by us, in respect of loans granted by the Company, no loan falling due during the year has been renewed or extended or fresh loans have been granted to settle the overdues of existing loans given to the same parties.

(f) The Company has not granted any loans or advances in the nature of loans repayable on demand or without specifying any terms or period of repayment. Accordingly, reporting under clause 3(iii)(f) of the Order is not applicable.

iv. The Company has complied with the provisions of Sections 185 and 186 of the Companies Act, 2013 in respect of the loans granted and investments made during the year. The Company has not provided any guarantees or securities to which the provisions of Sections 185 and 186 of the Companies Act, 2013 are applicable.

v. According to the information and explanations given to us and based on our examination of the records of the Company, the Company has complied with the directives issued by the Reserve Bank of India and the provisions of Sections 73 to 76 and other relevant provisions of the Companies Act, 2013 and the rules framed thereunder, to the extent applicable, with regard to the deposits accepted by the Company.

According to the information and explanations given to us, no order has been passed by the Company Law Board, the National Company Law Tribunal, the Reserve Bank of India or any Court or other Tribunal against the Company in respect of the aforesaid deposits. Accordingly, the question of our commenting on compliance with such orders does not arise.

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

vii. In respect of statutory dues:

(a) The Company is generally regular in depositing undisputed statutory dues including goods and service tax, provident fund, employees' state insurance, income tax, sales tax, service tax, customs duty, excise duty, value added tax, cess and any other material statutory dues applicable to it with the appropriate authorities during the year.

There were no undisputed amounts payable in respect of goods and service tax, provident fund, employees' state insurance, income tax, sales tax, service tax, customs duty, excise duty, value added tax and cess which were in arrears as at 31 March 2026 for a period of more than six months from the date they became payable.

(b) Details of statutory dues referred to in sub-clause (a) above which have not been deposited as on 31 March, 2026, on account of disputes, as per the information and explanations furnished to us, are given below:

(Rs. in Lakhs)

Name of the Statute	Nature of Dues	Amount	Period to which it relates	Forum where the dispute is pending
Sales Tax and VAT Laws	Sales Tax	4.26	1996-97	Sales Tax Appellate Tribunal
	Sales Tax	24.45	2013-14	Sales Tax Appellate Dy Commissioner
	Sales Tax	148.50	2010-2012	Sales Tax Appellate Tribunal
Finance Act	Service Tax	1,740.83	2007-2018	CESTAT, Hyderabad
Central Excise Act, 1944	Excise Duty	76.45	2008-2010	CESTAT
	Excise Duty	2.00	2009-2011	CESTAT
	Excise Duty	928.72	2011-2016	CESTAT
	Excise Duty	0.21	20015-16	CESTAT
	Excise Duty	272.29	2016-18	Commissioner of Customs & Central Excise
Customs duty Act, 1962	Customs Duty	42.19	2013-14	Appellate Commissioner of Customs & Central Excise (Appeals)
	Customs Duty	87.79	2013-14	CESTAT
Local Areas Act, 2001	Entry Tax	3.92	2011-2014	Addl. Commissioner (ST), Legal, Telangana
	Entry Tax	531.93	2014-2018	Appellate Joint Commissioner, Writ Petition in High Court

Name of the Statute	Nature of Dues	Amount	Period to which it relates	Forum where the dispute is pending
Goods and Services Tax Act	GST	77.10	2017-18	Appellate Authority, Telangana
		104.89	2017 -2020	Appellate Authority, Andhra Pradesh
		28.96	2017-2022	Appellate Authority, Tamilnadu
		66.24	2020-21	Appellate Authority, Karnataka
		2.48	2021-22	Appellate Authority, Telangana
Income Tax Act, 1961	Income Tax	2,253.62	2023-24	Appellate Authority, Income Tax.

*Amounts given above are net of amounts deposited

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

ix. According to the information and explanations given to us and based on the records examined by us,

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

(b) The Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.

(c) According to the information and explanations given to us and based on the records examined by us, the loans were applied for the purpose for which the loans were obtained.

(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 by the Company.

(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 joint venture or subsidiary

(f) The Company has not raised any loans during the year on the pledge of securities held in its joint venture or subsidiary and hence reporting on clause 3(ix)(f) of the Order is not applicable.

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) During the course of our examination of the books and other records of the Company carried out in accordance with the generally accepted auditing practices in India, no material fraud by the Company or on the Company by its officers or employees has been noticed or reported during the year, nor have we been informed of such case by the management.

(b) 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 up to the date of this report and hence reporting under clause 3(xi) (b) of the Order is not applicable.

(c) As represented to us by the management, the Company has not received any whistle blower complaints during the year (and up to the date of this report).

xii. The Company is not a Nidhi Company and hence reporting under clause 3 (xii) of the Order is not applicable

xiii. In our opinion, 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 standalone financial statements as required by the applicable 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. According to the information and explanations furnished to us, during the year the Company has not entered into any non-cash transactions with its directors or persons connected with its directors.

xvi.(a) In our opinion, based on the information and explanations furnished to us by the company, it is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

(b) The Company has not conducted non-banking financial / housing finance activities during the year. Accordingly, the reporting under clause 3(xvi)(b) of the Order is not applicable to the Company.

(c) The Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, clause 3(xvi)(c) of the Order is not applicable.

(d) In our opinion, there is no core investment company within the Group (as defined in the Core Investment Companies (Reserve Bank) Directors, 2016) and accordingly, paragraph 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 the statutory auditors of the Company during the year and accordingly, reporting under clause 3 (xviii) of the Order is not applicable to the Company.

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

xx.(a) According to the information and explanations furnished to us by the company, there are no unspent amounts towards Corporate Social Responsibility (CSR) other than ongoing projects requiring a transfer to a Fund specified in Schedule VII to the Companies Act in compliance with second proviso to sub-section (5) of Section 135 of the said Act.

(b) There are no unspent amounts in respect of ongoing projects, that are required to be transferred to a Specified Fund under sub-section (6) of section 135 of the Companies Act.

For **M Bhaskara Rao & Co.,**
Chartered Accountants
(Firm's Registration No. 000459S)
D. Bapu Raghavendra
Partner
Membership No.213274
UDIN: 26213274ISMQEY1963

Hyderabad, 29 May, 2026

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 NCL Industries Limited of even date)

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

We have audited the internal financial controls with reference to Standalone Financial Statements of **NCL Industries Limited** (the "Company") as of 31 March, 2026 in conjunction with our audit of the standalone Ind AS financial statements of the Company for the year ended on that date.

Management and Board of Director's Responsibility for Internal Financial Controls

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

Auditor's Responsibility

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

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

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

Meaning of Internal Financial Controls with reference to Standalone Financial Statements

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

Inherent Limitations of Internal Financial Controls with reference to Standalone Financial Statements

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

Opinion

In our opinion, to 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, 2026, based on the criteria for internal financial controls with reference to Standalone Financial Statements established by the Company considering the essential components of internal controls stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the ICAI.

For **M Bhaskara Rao & Co.,**
Chartered Accountants
(Firm's Registration No. 000459S)
D. Bapu Raghavendra
Partner
Membership No.213274
UDIN: 26213274ISMQEY1963

Hyderabad, 29 May, 2026

Standalone Balance Sheet as at 31 March, 2026

(All amounts in Indian Rupees lakhs except for share data or as otherwise stated)

Particulars	Note No	As at 31 March 2026	As at 31 March 2025
ASSETS			
Non-current assets			
(a) Property, Plant and Equipment	2	1,08,831.30	91,844.71
(b) Capital work-in-progress	3	228.61	14,833.89
(c) Right of Use Asset	4	260.79	341.57
(d) Financial Assets			
(i) Investments	5	4,623.91	5,043.97
(ii) Other Financial Assets	6	6,443.78	5,749.17
(e) Other non-current Assets	7	1,566.38	927.44
Current Assets			
(a) Inventories	8	14,806.79	24,810.54
(b) Financial Assets			
(i) Trade Receivables	9	11,833.42	13,578.53
(ii) Cash & Cash Equivalents	10	316.04	1,470.53
(iii) Bank Balances other than (ii) above	11	681.89	667.32
(iv) Loans	12	-	950.00
(v) Other Financial Assets	13	-	18.01
(c) Other Current Assets	14	6,060.51	4,611.70
Assets Held for sale	47	3,178.64	-
TOTAL ASSETS		**1,58,832.06**	**1,64,847.38**
EQUITY AND LIABILITIES			
Equity			
(a) Equity Share Capital	15	4,523.28	4,523.28
(b) Other Equity	16	90,101.32	81,915.21
Liabilities			
Non-current liabilities			
(a) Financial Liabilities			
(i) Borrowings	17	14,932.87	14,670.50
(ii) Lease Liabilities	43	220.49	232.02
(iii) Other Financial Liabilities	18	6,078.36	8,191.40
(b) Provisions	19	1,083.78	1,029.53
(c) Deferred Tax Liabilities (Net)	20	11,172.71	13,103.14
Current liabilities			
(a) Financial Liabilities			
(i) Borrowings	21	8,723.96	10,216.57
(ii) Lease Liabilities	43	70.81	127.91
(iii) Trade payables			
a) total outstanding dues of micro and small enterprises	22	101.48	0.93
b) total outstanding dues of Creditors other than micro and small enterprises	22	6,185.59	15,144.41
(iv) Other Financial Liabilities	23	10,543.86	10,014.74
(b) Provisions	24	334.58	320.79
(c) Current Tax Liabilities (Net)	25	370.50	1,299.24
(d) Other current liabilities	26	4,388.48	4,057.71
TOTAL EQUITY AND LIABILITIES		**1,58,832.06**	**1,64,847.38**

Corporate Information and Summary of material accounting policies 1

The accompanying notes form an integral part of the standalone financial statements

As per our report of even date attached

for M. Bhaskara Rao & Co
Chartered Accountants
Firm Registration Number: 000459S

D. Bapu Raghavendra
Partner
Membership No. 213274

Place : Hyderabad
Date : May 29, 2026

For and on behalf of the Board of Directors of NCL Industries Limited

K Ravi
Vice Chairman & Managing Director
DIN: 02706060

N. G. V. S. G. Prasad
Executive Director & CFO
DIN: 07515455

M Divya Bharathi
Company Secretary
Membership No. A31170

Standalone Statement of Profit and Loss

for the year ended 31 March, 2026

(All amounts in Indian Rupees lakhs except for share data or as otherwise stated)

Particulars		Note No.	Year Ended 31 March 2026	Year Ended 31 March 2025
I.	**Income**			
	Revenue From Operations	27	1,42,208.44	1,36,210.19
	Other Income	28	3,157.01	2,027.41
	Total Income (I)		**1,45,365.45**	**1,38,237.60**
II.	**Expenses**			
	Cost of materials consumed	29	24,414.10	27,678.42
	Changes in inventories of finished goods & Work-in-progress	30	730.58	27.33
	Employee benefit expenses	31	8,248.93	7,697.27
	Finance Costs	32	1,974.17	2,053.06
	Depreciation	33	5,514.91	5,372.46
	Manufacturing Expenses	34(a)	54,686.44	53,565.57
	Administration Expenses	34(b)	2,819.62	2,634.12
	Selling and Distribution Expenses	34(c)	32,272.52	32,548.58
	Total expenses (II)		**1,30,661.29**	**1,31,576.81**
III.	**Profit/(loss) before exceptional items and tax (I-II)**		**14,704.16**	**6,660.79**
	Exceptional Items	48	977.21	1,006.33
IV.	**Profit Before Tax**		**13,726.95**	**5,654.46**
V.	**Tax Expenses**			
	Current Tax	39	3,149.89	1,787.23
	Taxes relating to prior period	39	142.35	22.45
	Deferred Tax charge/(credit)	39	(1,930.43)	420.51
	Total tax expenses (V)		**1,361.81**	**2,230.19**
VI.	**Profit/(loss) for the period from continuing operations (IV-V)**		**12,365.14**	**3,424.28**
VII.	**Loss from discontinued operations**	47	(3,295.93)	(1,361.93)
	Tax credit relating to discontinued operations	47	460.09	475.91
	Loss from discontinued operations (after tax) (VII)	47	(2,835.84)	(886.02)
VIII.	**Profit/(Loss) for the year (VI + VII)**		**9,529.30**	**2,538.26**
IX.	**Other Comprehensive Income**			
Items that will not be reclassified to profit or loss:				
	Remeasurements (Loss)/Gain on the defined benefit plans		320.69	(34.55)
	Income tax relating to above items		(80.71)	12.07
	Other Comprehensive Income (IX)		**239.98**	**(22.48)**
X.	**Total Comprehensive Income for the period (VIII+IX)**		**9,769.28**	**2,515.78**
Earnings per equity share (in Rupees) (Face Value - Rs. 10 each)				
	Continuing Operations - Basic and Diluted (Rs.)	35	27.34	7.57
	Discontinued Operations - Basic and Diluted (Rs.)	35	(6.27)	(1.96)
	Earnings per equity share from both continuing and discontinued operations	35	21.07	5.61
Corporate Information and Summary of material accounting policies		1		

The accompanying notes form an integral part of the standalone financial statements

As per our report of even date attached

for M. Bhaskara Rao & Co
Chartered Accountants
Firm Registration Number: 000459S

D. Bapu Raghavendra
Partner
Membership No. 213274

Place : Hyderabad
Date : May 29, 2026

For and on behalf of the Board of Directors of NCL Industries Limited

K Ravi
Vice Chairman & Managing Director
DIN: 02706060

N. G. V. S. G. Prasad
Executive Director & CFO
DIN: 07515455

M Divya Bharathi
Company Secretary
Membership No. A31170

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

(All amounts in Indian Rupees lakhs except for share data or as otherwise stated)

Particulars	Year Ended 31 March 2026	Year Ended 31 March 2025
A. Cash flow from operating activities		
Profit before income tax from		
Continuing operations	13,726.95	5,654.46
Discontinued operations	(3,295.93)	(1,361.93)
Profit before income tax including discontinued operations	10,431.02	4,292.53
Adjustments for		
Depreciation	5,778.95	5,629.00
Finance costs	2,077.51	2,076.94
Interest Income	(58.30)	(81.58)
Impairment	1,467.86	-
Operating Profit before working capital changes	**19,697.04**	**11,916.90**
Working Capital Adjustments :		
Adjustments for increase /(decrease) in operating assets and liabilities:		
(Increase) / Decrease in trade receivables	1,745.11	681.00
(Increase) / Decrease in inventories	8,508.00	(7,110.92)
Increase / (Decrease) in trade payables	(8,858.27)	6,192.19
(Increase) / Decrease in other financial assets	273.40	(1,797.00)
(Increase) / Decrease in other non-current assets	(638.94)	(323.86)
(Increase) / Decrease in other current assets	(1,448.81)	1,866.53
Increase / (Decrease) in provisions	13.79	(30.98)
Increase / (Decrease) in employee benefit obligations	54.25	258.59
Increase / (Decrease) in other current liabilities	330.73	(2,271.23)
Increase / (Decrease) in financial liabilities	529.12	1,413.91
Increase / (Decrease) in Other financial liabilities non current	(1,792.35)	486.54
Increase/ (Decrease) in other non current liabilities	-	(629.89)
Cash generated from operations	**18,413.07**	**10,651.78**
Less: Income taxes paid	3,841.60	1,005.04
Net Cash Generated from / (Used in) Operating Activities (A)	**14,571.47**	**9,646.74**
B. Cash flows from investing activities		
Payments for property, plant and equipment	(10,981.18)	(11,783.34)
Proceeds from sale of property, plant and equipment	171.01	327.91
Interest Income	58.30	81.58
Movement in bank balances not considered as Cash & Cash Equivalents	(14.57)	260.61
Net Cash Generated from / (Used in) Investing Activities (B)	**(10,766.44)**	**(11,113.24)**
C. Cash flows from financing activities		
Proceeds from non current borrowings	5,285.00	6,646.33
Repayment of non current borrowings	(6,985.78)	(1,374.06)
Proceeds from current borrowings	470.55	2,743.93
Repayment of current borrowings	-	(4,928.79)
Lease Liabilities	(98.27)	(83.53)

Standalone Statement of Cash flows

for the year ended 31 March 2026 Cont...

(All amounts in Indian Rupees lakhs except for share data or as otherwise stated)

Particulars	Year Ended 31 March 2026	Year Ended 31 March 2025
Interest paid	(2,047.87)	(1,967.98)
Dividends paid to Company's share holders	(1,583.15)	(1,583.15)
Net Cash Generated From/(Used In) Financing Activities (C)	**(4,959.52)**	**(547.25)**
Net increase / (decrease) in cash and cash equivalents (A+B+C)	(1,154.49)	(2,013.76)
Cash and cash equivalents at the beginning of the financial year	1,470.53	3,484.29
Cash and cash equivalents at end of the year (Refer Note 10)	**316.04**	**1,470.53**

(i) The accompanying notes form an integral part of the standalone financial statements

(ii) Statement of cash flows has been prepared under the indirect method as set out in Ind AS - 7 Statement of Cashflows

Changes in liabilities arising from financing activities:

Particulars	As at April 01, 2025	Proceeds	Repayment	Liability related changes*	As at March 31, 2026
Non-current borrowings (including current maturities of non-current borrowings)	22,143.14	5,285.00	(6,985.78)	-	20,442.36
Interest accrued but not due	823.11	-	(2,047.87)	-	837.40
Lease liabilities	359.93	-	(98.27)	-	291.29
Dividend Paid	-	-	(1,583.15)	-	-
Current borrowings	2,743.93	470.55	-	-	3,214.48
Total liabilities from financing activities	**26,070.11**	**5,755.55**	**(10,715.07)**	**-**	**24,785.53**

Particulars	As at April 01, 2024	Proceeds	Repayment	Liability related changes*	As at March 31, 2025
Non-current borrowings (including current maturities of non-current borrowings)	21,799.66	6,646.33	(6,302.85)	-	22,143.14
Interest accrued but not due	787.58	-	(1,967.98)	-	823.11
Lease liabilities	-	-	(83.53)	-	359.93
Dividend Paid	-	-	(1,583.15)	-	-
Current borrowings	-	2,743.93	-	-	2,743.93
Total liabilities from financing activities	**22,587.24**	**9,390.26**	**(9,937.51)**	**-**	**26,070.11**

As per our report of even date attached

For and on behalf of the Board of Directors of NCL Industries Limited

for M. Bhaskara Rao & Co
Chartered Accountants
Firm Registration Number: 000459S

K Ravi
Vice Chairman & Managing Director
DIN: 02706060

N. G. V. S. G. Prasad
Executive Director & CFO
DIN: 07515455

D. Bapu Raghavendra
Partner
Membership No. 213274

M Divya Bharathi
Company Secretary
Membership No. A31170

Place : Hyderabad
Date : May 29, 2026

Standalone Statement of Changes in Equity

for the year ended 31.03.2026

(All amounts in Indian Rupees lakhs except for share data or as otherwise stated)

A. Equity Share Capital

Particulars	No of Shares	Amount
Equity shares of Rs. 10 each issued, subscribed and fully paid		
Balance as on 1st April, 2024	4,52,32,790	4,523.28
Changes in Equity Share Capital during the year	-	-
Balance as on 31st March, 2025	**4,52,32,790**	**4,523.28**
Changes in Equity Share Capital during the year	-	-
Balance as on 31st March, 2026	**4,52,32,790**	**4,523.28**

B. Other Equity

Particulars	Reserves and Surplus					Total
	General Reserve	Capital Reserve	Securities Premium Reserve	Retained Earnings	Other Comprehensive Income	
Balance as on 31st March, 2025	**45,000.00**	**240.91**	**21,222.84**	**15,515.03**	**(63.57)**	**81,915.21**
Profit for the year	-	-	-	9,529.30	-	9,529.30
Payment of Dividend and Dividend Distribution Tax	-	-	-	(1,583.16)	-	(1,583.16)
Other comprehensive income for the year	-	-	-	-	239.98	239.98
Transfer to General Reserve	3,000.00	-	-	(3,000.00)	-	-
Balance as on 31st March, 2026	**48,000.00**	**240.91**	**21,222.84**	**20,461.17**	**176.40**	**90,101.32**
Balance as on 1st April, 2024	**42,000.00**	**240.91**	**21,222.84**	**17,559.93**	**(41.10)**	**80,982.58**
Profit for the year	-	-	-	2,538.26	-	2,538.26
Payment of Dividend and Dividend Distribution Tax	-	-	-	(1,583.15)	-	(1,583.15)
Other comprehensive income for the year	-	-	-	-	(22.48)	(22.48)
Transfer to General Reserve	3,000.00	-	-	(3,000.00)	-	-
Balance as on 31st March, 2025	**45,000.00**	**240.91**	**21,222.84**	**15,515.03**	**(63.57)**	**81,915.21**

Corporate Information and Summary of material accounting policies 1

The accompanying notes form an integral part of the standalone financial statements

As per our report of even date attached

For and on behalf of the Board of Directors of NCL Industries Limited

for M. Bhaskara Rao & Co
Chartered Accountants
Firm Registration Number: 000459S

K Ravi
Vice Chairman & Managing Director
DIN: 02706060

N. G. V. S. G. Prasad
Executive Director & CFO
DIN: 07515455

D. Bapu Raghavendra
Partner
Membership No. 213274

M Divya Bharathi
Company Secretary
Membership No. A31170

Place : Hyderabad
Date : May 29, 2026

Notes forming part of the Standalone Financial Statements

Note 1. Corporate Information and Material Accounting Policy Information

a. Company Overview

NCL Industries Limited ("the Company"), is a public company domiciled in India and was incorporated on 10 September 1979 under the provisions of the Companies Act, 1956 applicable in India. Its shares are listed on National Stock Exchange of India (NSE) and Bombay Stock Exchange (BSE) of India. The Registered Office of the Company is located at NCL Pearl, 7th floor, SD Road, Secunderabad, Telangana. The Company is principally engaged in the business of manufacturing and selling of Cement, Ready Mix concrete (RMC), Cement Bonded Particle Boards (CBPB), Doors, and operates two Small Hydro Power (SHP) projects. The Company has manufacturing facilities in the states of Telangana, Andhra Pradesh and Himachal Pradesh, Electricity generating facilities in the states of Andhra Pradesh and Karnataka of India and caters mainly to the domestic market.

b. The Standalone financial statements were approved for issue in accordance with the resolution of the Board of Directors on May 29, 2026.

c. Basis of Preparation, Critical Accounting Estimates and Judgements, Material Accounting Policies and Recent Accounting Pronouncements

i) Statement of compliance

The financial statements have been prepared in accordance with the Indian Accounting Standards ("Ind AS") notified under Section 133 of the Companies Act, 2013 read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015, as amended from time to time, and other accounting principles generally accepted in India. These financial statements also comply with the relevant presentation and disclosure requirements of the Securities and Exchange Board of India (SEBI), where applicable.

The Company has consistently applied accounting policies to all periods.

ii) Basis of Preparation and presentation of Financial Statements:

These financial statements have been prepared under the historical cost convention on accrual basis and company estimates that the carrying amounts stated are reasonable approximations of fair values. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the Company takes into account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date.

iii) Functional and Presentation currency

These 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.

Rounding of amounts

All amounts disclosed in the financial statements which also include the accompanying notes have been rounded off to the nearest lakhs as per the requirement of Schedule III to the Companies Act 2013, unless otherwise stated.

iv) Classification of Current / Non-Current Assets and Liabilities

All the assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria set out in the Schedule III to the Companies Act, 2013.

Assets: An asset is classified as current when it satisfies any of the following criteria:

a) it is expected to be realised in, or is intended for sale or consumption in, the Company's normal operating cycle;

b) it is held primarily for the purpose of being traded;

c) it is expected to be realised within twelve months after the reporting date; or

d) it is cash or cash equivalents unless it is restricted from being exchanged or used to settle a liability for at least twelve months after the reporting date.

Liabilities: A liability is classified as current when it satisfies any of the following criteria:

a) it is expected to be settled in the Company's normal operating cycle;

b) it is held primarily for the purpose of being traded;

c) it is due to be settled within twelve months after the reporting date; or

d) the Company does not have an unconditional right to defer settlement of the liability for at least twelve months after the reporting date.

Terms of a liability that could, at the option of the counterparty, result in its settlement by the issue of equity instruments do not affect its classification.

All other assets/ liabilities are classified as non-current.

Based on the nature of products and the time between the acquisition of assets for processing and their realisation in Cash or cash equivalents, the Company has ascertained its normal operating cycle as 12 months for the purpose of Current / Non-current classification of assets and liabilities.

v) Critical /Significant accounting estimates, judgements and assumptions

In the application of the accounting policies, the management of the Company are required to make judgements, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The Management believes that the estimates used in preparation of the financial statements are prudent and reasonable and the associated assumptions are based on historical experience and other factors that are considered to be relevant.

Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

Actual results could differ from those estimates.

The significant areas of estimation, uncertainty and critical judgements in applying accounting policies that have the most significant effect on the amount recognised in the financial statements is included in the following notes

Useful Lives of Property, Plant and Equipment and Intangible Assets:

The Company has estimated useful life of each class of assets based on the nature of assets, the estimated usage of the asset, the operating condition of the asset, past history of replacement, anticipated technological changes, etc. The Company reviews the useful life of property, plant and equipment and Intangible assets as at the end of each reporting period. This reassessment may result in change in depreciation expense in future periods.

Impairment Testing:

Property, plant and equipment that are subject to depreciation/ amortisation are tested for impairment periodically including when events occur or changes in circumstances indicate that the recoverable amount of the cash generating unit is less than its carrying value. The recoverable amount of cash generating units is higher of value-in-use and fair value less cost to sell. The calculation involves use of significant estimates and assumptions which includes turnover and earnings multiples, growth rates and net margins used to calculate projected future cash flows, risk-adjusted discount rate, future economic and market conditions.

Income Taxes:

Deferred tax assets are recognised to the extent that it is regarded as probable that deductible temporary differences can be realised. The Company estimates deferred tax assets and liabilities based on current tax laws and rates and in certain cases, business plans, including management's expectations regarding the manner and timing of recovery of the related assets. Changes in these estimates may affect the amount of deferred tax liabilities or the valuation of deferred tax assets and thereby the tax charge in the Statement of Profit and Loss.

Provision for tax liabilities require judgements on the interpretation of tax legislation, developments in case laws and the potential outcomes of tax audits and appeals which may be subject to significant uncertainty. Therefore, the actual results may vary from expectations resulting in adjustments to provisions, the valuation of deferred tax assets, cash tax settlements and therefore the tax charge in the Statement of Profit and Loss.

Defined Benefit Plans:

The cost of the defined benefit plans and the present value of the defined benefit obligation are based on actuarial valuation using the projected unit credit method. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases and mortality rates. Due to the complexities involved in the valuation and its long term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each Balance Sheet date.

The parameter most subject to change is the discount rate. In determining the appropriate discount rate, the management considers the interest rates of government bonds in currencies consistent with the currencies of the post-employment benefit obligation. The mortality rate is based on publicly available mortality tables for the specific countries. Those mortality tables tend to change only at intervals in response to demographic changes. Future salary increases and gratuity increases are based on expected future inflation rates.

Allowance for uncollectible trade receivables

Trade receivables do not carry interest and are stated at their nominal values as reduced by appropriate allowances for estimated irrecoverable amounts. Estimated irrecoverable amounts are based on the aging of the receivable balances and historical experiences. Individual trade receivables are written off when management deems them not be collectible.

Provisions and Contingency: The Company has assessed the probable unfavourable outcomes and creates provisions where necessary. Where these are assessed as not probable or where they are probable upon a contingency, they are disclosed as contingent liability.

Mine closure, site restoration and decommissioning obligations

The obligation is estimated on the basis of cash flows expected to be incurred as per applicable mining regulations. The Company reviews the cash flows as at the end of each reporting period. This reassessment may result in change in amount of expense in future periods.

vi) Revenue of Recognition:

The Company primarily generates revenue from simply structured sales of building materials, such as cement, Cement Bonded Particle Boards, Ready Mix Concrete and Power generation, for which the control passes to the customer at a specific point in time. In the context of the sale of the products, separate performance obligations may arise from freight and transport services as well as from services directly related to the sale of the products. These services are generally performed at the time that the control of the products is transferred.

Revenue is the amount of consideration expected to be received in exchange for transferring promised goods or services to a customer, excluding amounts collected on behalf of third parties (GST). Revenue is recognized when (or as) a performance obligation is satisfied by transferring the control of a promised good or service to the customer. A customer obtains control of a good or service if it has the ability to direct the use of and obtain substantially all of the remaining benefits from that good or service. Control is transferred over time or at a point in time. Revenue from the sale of goods is recognised when control of the good is transferred to the customer, usually upon delivery and there is no unfulfilled obligation that could affect the customer's acceptance of the products.

Rendering of services: Revenue arising from services is recognised in the accounting period in which the services are rendered, and it is measured using either output methods or input methods, depending on the nature of service provided. A receivable is recognized when there is an unconditional right to consideration for the performance obligations to the customer that are satisfied.

A contract asset is recognized when the performance obligation to the customer is satisfied before the customers pays or before payment is due, usually when goods or services are transferred to the customer before the Company has a right to invoice.

A contract liability is recognized when there is an obligation to transfer goods or services to a customer for which the Company has received consideration from the customer (prepayments) or there is an unconditional right to receive consideration before the Company transfers a good or a service (deferred income). The contract liability is derecognized when the promise is fulfilled and revenue is recorded in the statement of profit and loss.

Revenue is net of GST wherever applicable, recognized on accrual basis, to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured.

Sale of Goods: The Company recognises the revenue when it transfers control over the goods to the customer. Revenue towards satisfaction of a performance obligation is measured at the amount of transaction price (net of variable consideration) allocated to that performance obligation. The transaction price of goods sold is net of variable consideration on account of various discounts and schemes offered by the Company as part of the contract.

Rental Income: Income from rental of immovable property is recognised on a straight-line basis over the lease term, in accordance with the terms of the lease agreement.

Rendering of services: Revenue from services is recognised with reference to the stage of completion of a contract when outcome can be measured reliably. Stage of completion is measured by the services performed till Balance Sheet date as a percentage of total services contracted.

Sale of Power: Revenue from generation and supply of power is recognised on the supply of net units generated from the plant to the Grid, as per the terms of the respective Power Purchase Agreements entered into with such user.

Interest income is recognized using the effective interest rate method.

vii) Property Plant and Equipment:

Property Plant and equipment are stated at cost, net of credit availed in respect of any taxes, duties less accumulated depreciation. Property, plant and equipment is capitalised only when it is probable that future economic benefits associated with these will flow to the Company and the cost of the item can be measured reliably.

Cost comprises the purchase price and any attributable cost to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management. Borrowing costs relating to acquisition of qualifying asset which takes substantial period of time to get ready for intended use are also included to the extent they relate to the period up to such assets are ready for their intended use. Expenditure directly relating to construction/ erection activity is capitalized. Indirect expenditure incurred during construction period is capitalized as part of the construction cost to the extent such expenditure is related to construction or is incidental thereto.

Subsequent expenditure incurred on existing Property Plant and equipment is added to their book value only if such expenditure increases the future benefits from the existing assets beyond their previously assessed standard of performance.

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in the Statement of Profit and Loss. Proportionate depreciation is charged for the addition and disposal of an item of property, plant and equipment made during the year.

In the transition to Ind-AS, the Company has elected to continue with the carrying value of all of its property, plant and equipment recognized as of April 1, 2015 (transition date) measured as per the previous GAAP and use that carrying value as its deemed cost as of the transition date.

Depreciation and amortization

i) Depreciation of Buildings and Plant & Machinery is provided on straight line method of depreciation based on the useful lives of the assets, as per Schedule II of the Companies Act 2013

ii) Depreciation of Other Assets is provided on Written Down Value method based on the useful lives of the assets, as per Schedule II of the Companies Act 2013

iii) Depreciation of Assets of Energy Division is charged as per Part B of the Schedule. Depreciation on fixed assets of Energy Division is provided on straight line method at the rates and in the manner prescribed as per notification no.151 dated 29.03.1994 issued by Ministry of Power (Department of Power).

iv) The assets' residual values are measured at not more than 5% of the original cost of the asset.

v) On tangible property, plant and equipment added / disposed-off during the year, depreciation is charged on pro-rata basis from the date of addition / till the date of disposal.

vi) Gains and losses on disposal of assets are determined by comparing the sale proceeds with the carrying amount. These are included in profit or loss within other income.

vii) Individual low-cost assets (acquired for Rs. 5,000/- or less) are depreciated at 100 % in the year of acquisition/ purchase

viii) The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate

Impairment of assets

Assets are tested for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognized for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs of disposal and value in use. For the purposes of assessing impairment, assets are grouped at the lowest levels for which separately identifiable cash inflows can be generated which are largely independent of the cash inflows from other assets or group of assets (cash-generating units).

CWIP (Capital Work in Progress)

Capital works in progress are stated at cost net of impairment loss, if any. Cost of the Assets in the course of construction are accounted in capital work in progress account. At the point when an asset is capable of operating in the manner intended by management, the cost of construction is transferred to the appropriate category of property, plant and equipment.

Tangible assets not ready for the intended use on the date of Balance Sheet are disclosed as "Capital work-in progress". Advances given towards acquisition /construction of fixed assets outstanding at each Balance Sheet date are disclosed as Capital Advances under "Other Non-Current Assets" as appropriate.

viii) Investments In Subsidiaries And Joint Venture:

Investments in subsidiaries and joint ventures 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 to its recoverable amount. On disposal of investments in subsidiaries and joint venture, the difference between net disposal proceeds and the carrying amounts are recognised in the Statement of Profit and Loss.

The Share of profit or loss from the joint venture (a partnership firm) is considered and accounted as other income or other expenses in the standalone financial statements.

ix) Inventories

Inventories are valued at the lower of cost and estimated net realisable value (net of allowances) after providing for obsolescence and other losses, where considered necessary.

Cost of raw materials, stores and spares and packing material includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition.

Cost of finished goods and work-in progress include all costs of purchases, conversion costs and other costs incurred in bringing the inventories to their present location and condition. It includes the appropriate portion of overheads. Cost of conversion of inventories include costs directly related to the units of production, such as direct labour. They also include a systematic allocation of fixed and variable production overheads that are incurred in converting materials into finished goods.

Trade discounts or rebates are deducted in determining the costs of purchase.Net realisable value represents the estimated selling price for inventories less all estimated costs of completion and costs necessary to make the sale. The cost (net of taxes subsequently recoverable from tax authorities) of raw materials, stores & spares is determined on moving weighted average basis.

Net realisable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and estimated costs necessary to make the sale.

The methods of determining cost of various categories of inventories are as follows:

Type of Inventory	Method
Raw materials and coal	Weighted average method
Stores and spares and packing materials	Weighted average method
Work-in-progress and finished goods (manufactured)	Weighted average method and including an appropriate share of applicable overheads

x) Borrowings

Borrowings are initially recognised at fair value, net of transaction cost incurred. Borrowings are subsequently measured at amortised cost. Any difference between the proceeds (net of transaction cost) and the redemption amount is recognised in statement of profit and loss over the period of the borrowings, using the effective interest method. Fees paid on the established loan facilities are recognised as transaction cost of the loan, to the extent that it is probable that some or all the facility will be drawn down.

xi) Borrowing Costs

Borrowing cost directly attributable to acquisition and construction of qualifying assets that necessarily takes substantial period of time are capitalised as part of the cost of such assets up to the date when such assets are ready for intended use or sale are capitalised as part of the cost of the asset. All other borrowing costs are expensed in the period in which they occur.

Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds.

xii) Foreign Exchange Transactions/Translation

Transactions in foreign currencies are accounted at functional currency, at the exchange rate prevailing on the date of transactions. Gains/ losses arising out of the fluctuations in the exchange rate between functional currency and foreign currency are recognized in the Statement of Profit &Loss in the period in which they arise. The fluctuations between foreign currency and functional currency relating to monetary items at the year ending are accounted as gains / losses in the Statement of Profit & Loss.

xiii) Research and Development

All expenses incurred for Research & Development are charged to revenue as incurred. Capital Expenditure incurred during the year on Research & Development is shown as additions to Fixed Assets.

xiv) Provisions, Contingent Assets/ Contingent Liabilities

Provisions

Provisions are recognized when the company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation.

Contingent Liabilities

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Company or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation.

A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognized because it cannot be measured reliably. The Company does not recognize a contingent liability but discloses its existence in the financial statements.

Contingent Assets

A contingent asset is a possible asset that arises 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 entity.

The Company does not recognize a contingent asset but discloses its existence in the financial statements if the inflow of economic benefits is probable

xv) **Leases**

The Company evaluates contracts at inception to determine whether they contain a lease as defined under **Ind AS 116 – Leases**.

A contract is, or contains, a lease if it conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

Although the Company has been applying Ind AS 116 since its mandatory adoption, this is the first year in which the Company has recognised a material lease arrangement in its financial statements.

Accordingly, for contracts identified as leases, the Company recognises a **right-of-use (ROU) asset** and a corresponding **lease liability** at the lease commencement date. The ROU asset is measured at cost, comprising:

- The initial lease liability amount,
- Lease payments made at or before commencement,
- Initial direct costs,
- An estimate of dismantling or restoration costs,
- Less any lease incentives received.

The ROU asset is depreciated on a straight-line basis over the lease term or the useful life of the asset, whichever is shorter, and is subject to impairment testing under Ind AS 36.

The lease liability is initially measured at the present value of unpaid lease payments, discounted using the Company's incremental borrowing rate. Lease liabilities are remeasured for changes in lease terms, indices, rates, or estimates affecting residual value guarantees or exercise of options. Any resulting adjustment is made to the ROU asset or profit or loss if the carrying amount of the ROU asset has been reduced to zero.

The Company continues to apply the **practical expedients** for:

- Short-term leases (lease term of 12 months or less), and
- Leases of low-value assets,

by recognising the related lease payments as an expense over the lease term.

xvi) **Mine closure, site restoration and decommissioning obligations:**

An obligation for restoration, rehabilitation and environmental costs arises when environmental disturbance is caused by the development or ongoing extraction from mines.

The company recognises unavoidable obligations, legal or assumed, to restore the mines upon exhaustion of reserves/end of lease period whichever is earlier. The obligation is estimated on the basis of cash flows expected to be incurred as per applicable mining regulations.

The estimate of expenses are discounted at a discount rate that reflects the current market assessment of the time value of money and the risks, such that the amount of provision reflects the present value of the expenditures expected to be required to be settle the obligation.

The company records the liability for final reclamation and mine closure. The obligation is recognised in the period in which the liability is incurred.

The value of the provision is progressively increased over time as the effect of discounting unwinds creating an expense recognised as financial expenses. Subsequent adjustments if any to the obligation for changes in the estimated cashflows/disbursement period/ discount rate is modified prospectively.

xvii) **Income Tax:**

Income tax expense comprises current and deferred income tax. Income tax expense is recognized in the net profit in the statement of profit or loss except to the extent that it relates to items recognized in Other comprehensive income.

Current income tax for current and prior periods is recognized at the amount expected to be paid to or recovered from the tax authorities, using the tax rates and tax laws that have been enacted or substantially enacted by the balance sheet date.

Deferred income tax assets and liabilities are recognized for all temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements.

Deferred tax assets are generally recognized for all deductable temporary differences to the extent that it is probable that the taxable profits will be available against which those deductable temporary differences can be utilized. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that is no longer probable that related tax benefits will be realized.

Deferred income tax is determined using tax rates (and laws) that have been enacted or substantially enacted by the end of the reporting period and are expected to apply when the related deferred income tax asset is realized, or the deferred income tax liability is settled.

Current tax assets and tax liabilities are offset where the entity has a legally enforceable right to offset and intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

Where the Company is entitled to claim special tax deductions for investments in qualifying assets or in relation to qualifying expenditure, the Company accounts for such allowances as tax credits, which means that the allowance reduce income tax payable and current tax expense.

Deferred tax relating to items recognised outside statement of profit or loss is recognised outside statement of profit or loss (either in other comprehensive income or in equity). Deferred tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity.

A deferred tax asset is recognized for unclaimed tax credits that are carried forward as deferred tax assets.

Minimum Alternate Tax (MAT) Credit entitlement

Minimum Alternative Tax ('MAT') under the provisions of the Income Tax Act, 1961 is recognised as current tax in the statement of profit and loss. The credit available under the Act in respect of MAT paid is recognised as an asset only when and to the extent there is convincing evidence that the company will pay normal income tax during the period for which the MAT credit can be carried forward for set-off against the normal tax liability. MAT credit recognised as an asset is reviewed at each balance sheet date and written down to the extent the aforesaid convincing evidence no longer exists.

xviii) Employee Benefits:

Employee benefits includes short term employee benefits, Post employment benefits, Other long-term benefits and Termination benefits.

Short term employee benefits:

The undiscounted amount of short-term employee benefits expected to be paid in exchange for the services rendered by employees are recognized during the year when the employees render the service. These benefits include performance incentive and compensated absences which are expected to occur within twelve months after the end of the period in which the employee renders the related service.

Post employment benefits:

a) Defined contribution plans:

These benefits include Pension, superannuation and Employee State Insurance (ESI). Entity contributes at statutorily prescribed minimum rates, monthly to Provident fund, ESI and will have no legal obligation to pay further contribution if fund doesn't have sufficient assets to pay all employee benefits relating to employee service in current and prior periods. Whereas yearly contribution is paid to Life Insurance Corporation towards superannuation Pension, monthly contributions are made in the case of Provident Fund and ESI. Thus, PF, Superannuation, ESI benefits are defined contribution plans. These contributions are recognized in statement of profit and loss by way of charge against income.

b) Defined benefits plans:

Leave Absences and Gratuity Cost of providing these benefits is determined using projected unit credit method by actuary at the end of each reporting period. Re-measurement, comprising actuarial gains and losses, the effect of the changes to the asset ceiling (if applicable) and the return on plan assets (excluding net interest), is reflected immediately in the balance sheet with a charge or credit recognised in other comprehensive income in the period in which they occur. Re-measurement recognised in other comprehensive income is reflected immediately in retained earnings and is not reclassified to profit and loss. Past service cost is recognised in statement of profit and loss when the plan amendment or curtailment occurs. Gains or losses on settlement of a defined benefit plan are recognised when the settlement occurs. Net interest is calculated by applying the discount rate at the beginning of the period to the net defined benefit liability or asset.

It has two components, one is service cost and other is remeasurements.

Service cost comprises a) current service cost including gains/ loss on curtailment or settlements, b) past service cost in case of plan amendment c) net Interest expense or income. Remeasurements comprise actuarial gains/losses, return on plan assets excluding interest and effect of change in assets ceiling. Service cost is recognized in statement of profit or loss while remeasurements are in other comprehensive income.

c) Compensated Absences:

The employees of the Company are entitled to compensate absences. The employees can carry-forward a portion of the unutilised accrued compensated absence and utilise it in

future periods or receive cash compensation at retirement or termination of employment for the unutilised accrued compensated absence. The Company records an obligation for compensated absences in the period in which the employee renders the services that increase this entitlement.

The Company measures the expected cost of compensated absence based on actuarial valuation made by an independent actuary as at the balance sheet date on projected unit credit method.

Compensated absences expected to be maturing after 12 months from the date of balance sheet are classified as non-current.

xix) Earnings per Share

The Company presents basic and diluted earnings per share data for its ordinary shares.

Basic earnings per share is calculated by dividing the profit or loss attributable to ordinary shareholders of the Company by the weighted average number of ordinary shares outstanding during the year, adjusted for shares held. Diluted earnings per share is determined by adjusting the profit or loss attribute to ordinary shareholders and the weighted average number of ordinary shares outstanding, adjusted for shares held, for the effects of all dilutive potential ordinary shares.

xx) Financial Instruments:

Non-derivative financial instruments

Non-derivative financial instruments consist of:

Financial assets, which include cash and cash equivalents, trade receivables, other advances and eligible current and non-current assets;

Financial liabilities, which include long and short-term loans and borrowings, trade payables, eligible current and non-current liabilities.

Non derivative financial instruments are recognized initially at fair value including any directly attributable transaction costs. Financial assets are derecognized when substantial risks and rewards of ownership of the financial asset have been transferred. In cases where substantial risks and rewards of ownership of the financial assets are neither transferred nor retained, financial assets are derecognized only when the Company has not retained control over the financial asset.

Subsequent to initial recognition, non-derivative financial instruments are measured as described below:

Cash and cash equivalents

Cash comprises cash on hand, in bank and demand deposits with banks. Cash equivalents are short term balances (with an original maturity of three months or less from the date of acquisition), highly liquid investments that are readily convertible into known amounts of cash and which are subject to insignificant risk of changes in value

Loans and receivables

Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. They are presented as current assets, except for those maturing later than 12 months after the reporting date which are presented as non-current assets. Loans and receivables are initially recognized at fair value plus directly attributable transaction costs and subsequently measured at amortized cost, less any impairment losses. Loans and receivables comprise trade receivables and other assets.

The company estimates the un-collectability of accounts receivable by analyzing historical payment patterns, customer concentrations, customer credit-worthiness and current economic trends. If the financial condition of a customer deteriorates, additional allowances may be required.

Borrowings

Borrowings are initially recognized when a Company becomes a party to the contractual provisions subsequently measured at amortised cost using the EIR method.

Trade and payable

Liabilities are recognized for amounts to be paid in future for goods or services received, whether billed by the supplier or not.

xxi) Cash Flow Statement:

Cash flows are reported using the indirect method, whereby profit before tax is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing cash flows. The cash flows from operating, investing and financing activities of the Company are segregated.

xxii) Segment Information:

Identification of segments: An operating segment is a component of the Company that engages in business activities from which it may earn revenues and incur expenses, whose operating results are regularly reviewed by the company's Chief Operating Decision Maker ("CODM") to make decisions for which discrete financial information is available. The Company has identified Managing Director and Executive Director & Chief Financial Officer as CODM.

The Company's operating businesses are organized and managed separately according to the nature of products and services provided, with each segment representing a strategic business unit that offers different products and serves different markets.

Allocation of common costs

Common allocable costs are allocated to each segment according to the relative contribution of each segment to the total common costs. Inter-segment transfers Inter-segment revenue has been accounted for based on the transaction price agreed to between segments which is based on current market prices.

a) Segment Assets and Liabilities:

Segment assets include all operating assets used by the segment and consist principally of fixed assets, inventories, sundry debtors and loans & advances less current liabilities. Segment assets and liabilities do not include investments, cash and bank balances, inter corporate deposits, reserves and surplus, borrowings, provision for contingencies and income tax (both current and deferred).

b) Segment Revenue and Expenses:

Segment revenue and expenses are taken directly as attributable to the segment. It does not include interest income on inter-corporate deposits, profit on sale of investments, interest expense, provision for contingencies and income tax.

Unallocated items

Revenue, expenses, assets and liabilities which relate to the Company as a whole and not allocable to segments on reasonable basis have been included under 'unallocated revenue/expenses/assets/liabilities.

The Company prepares its segment information in conformity with the accounting policies adopted for preparing and presenting the financial statements of the Company as a whole.

Operating segment is reported in a manner consistent with the internal reporting provided to Chief Operating Decision Maker (CODM)

xxiii) Events after the reporting period:

Adjusting events are events that provide further evidence of condition that existed at the end of the reporting period. The financial statements are adjusted for such events before authorization for issue.

xxiv) Prior Period Errors

Errors of material amount relating to prior period(s) are disclosed by a note with nature of prior period errors, amount of correction of each such prior period presented retrospectively, to the extent practicable along with change in basic and diluted earnings per share. However, where retrospective restatement is not practicable for a particular period then the circumstances that lead to the existence of that condition and the description of how and from where the error is corrected are disclosed in Notes to Accounts.

xxv) Dividend Distribution

Dividends paid (including income tax thereon) is recognised in the period in which the interim dividends are approved by the Board of Directors, or in respect of the final dividend when approved by shareholders.

(All amounts in Indian Rupees lakhs except for share data or as otherwise stated)

2 Property, Plant and Equipment

Particulars	Gross carrying value As at 01 April 2025	Additions	Disposal/ adjustments	Gross carrying value As at 31 March 2026	Accumulated depreciation as at 01 April 2025	Depreciation for the Year	Disposal/ adjustments/ Impairment (Refer Note 2.2)	Accumulated depreciation As at 31 March 2026	Carrying Value As at 31 March 2026
Freehold Land - Refer Note.2.1	7,763.44	3,257.37	161.02	**10,859.79**	-	-	-	-	**10,859.79**
Buildings	22,056.00	8,887.79	-	**30,943.79**	4,654.75	950.37	-	5,605.12	**25,338.66**
Plant and Machinery	91,297.23	13,806.45	-	**1,05,103.68**	25,731.00	4,464.19	1,467.86	31,663.04	**73,440.64**
Electrical Installations	2,322.41	-	-	**2,322.41**	2,287.80	17.91	-	2,305.71	**16.70**
Railway Siding	521.41	-	-	**521.41**	323.58	6.65	-	330.24	**191.17**
Furniture and Fixtures	567.01	0.29	-	**567.30**	386.99	39.35	-	426.34	**140.96**
Office Equipment & Appliances	478.47	19.65	-	**498.12**	388.08	33.56	-	421.64	**76.48**
Vehicles	4,041.07	34.97	90.14	**3,985.90**	3,430.12	186.14	80.15	3,536.11	**449.79**
Less: Assets held for sale (Refer Note.50)	**4,062.31**	**-**	**-**	**4,062.31**	**757.10**	**154.46**	**1,467.86**	**2,379.42**	**1,682.89**
Total	**1,24,984.72**	**26,006.52**	**251.16**	**1,50,740.08**	**36,445.22**	**5,543.71**	**80.15**	**41,908.78**	**1,08,831.30**

Particulars	Gross carrying value As at 01 April 2024	Additions	Disposal/ad-justments	Gross carrying value As at 31 March 2025	Accumulated depreciation as at 01 April 2024	Depreciation for the Year	Disposal/ adjustments/ Impairment	Accumulated depreciation As at 31 March 2025	Carrying Value As at 31 March 2025
Land	7,427.64	335.80	-	**7,763.44**	-	-	-	**-**	**7,763.44**
Buildings	22,218.01	84.96	246.97	**22,056.00**	3,750.36	915.30	10.91	**4,654.75**	**17,401.24**
Plant and Machinery	91,119.98	177.25	-	**91,297.23**	21,483.35	4,247.65	-	**25,731.00**	**65,566.23**
Electrical Installations	2,322.41	-	-	**2,322.41**	2,269.97	17.83	-	**2,287.80**	**34.61**
Railway Siding	521.41	-	-	**521.41**	316.93	6.65	-	**323.58**	**197.82**
Furniture and Fixtures	544.56	22.45	-	**567.01**	328.18	58.81	-	**386.99**	**180.02**
Office Equipment & Appliances	436.32	42.15	-	**478.47**	355.21	32.87	-	**388.08**	**90.39**
Vehicles	4,616.56	164.61	740.10	**4,041.07**	3,800.45	277.92	648.25	**3,430.12**	**610.95**
Total	**1,29,206.88**	**827.22**	**987.07**	**1,29,047.03**	**32,304.45**	**5,557.03**	**659.16**	**37,202.32**	**91,844.71**

2.1 Land includes compensatory afforestation land amounting to ₹335.98 lakhs comprising 40.07 acres situated at Guledi Village, Bheempur Mandal, Adilabad District, Telangana and 11.19 acres situated at Bember Village, Tanur Mandal, Nirmal District, Telangana. These lands are proposed to be transferred to the Forest Department in lieu of the forest land utilised for the Company's plant operations at Mattapalli Village, Mattampalli Mandal, Suryapet District, Telangana.

2.2 During the year, the Company recognised an impairment loss of Rs.1,467.86 lakhs on Plant and Machinery relating to the Doors Division. Refer Note 47 on Discontinued Operations for further details.

2.3 The Company has constructed a grinding unit at Visakhapatnam on land leased from Tern Distilleries Private Limited, a wholly owned subsidiary of the Company. The property, plant and equipment relating to the grinding unit were capitalised during the year upon commencement of commercial operations.

2.4 Refer Note No.21.2 for details of Property, Plant and Equipment offered as security for the borrowing facilities availed by the Company.

(All amounts in Indian Rupees lakhs except for share data or as otherwise stated)

2.5 The Company has not revalued any of its Property, Plant and Equipment during the year.

2.6 The Property, Plant and Equipment were physically verified by the Management during the year in accordance with a phased programme of verification. The results of such verification are under reconciliation and the consequential adjustments, if any, will be accounted for upon completion of the reconciliation process.

3 Capital Work in Progress

Particulars	As at 31 March 2026	As at 31 March 2025
Opening balance	14,833.89	3,856.68
Add : Additions during the year (net)	7,739.01	10,977.21
Less : Capitalised during the year	22,344.29	-
Closing balance	**228.61**	**14,833.89**

3.1 Capital Work in Progress Ageing

Ageing for capital work-in-progress as at March 31, 2026 is as follows:

Particulars	Amount of Capital work in progress for				
	Less than 1 Year	1-2 years	2-3 years	More than 3 years	Total
Projects in progress					
Grinding unit	-	-	-	-	-
Other Projects in progress	193.11	-	-	35.50	228.61
Projects temporarily suspended	-	-	-	-	-
Total	**193.11**	**-**	**-**	**35.50**	**228.61**

Ageing for capital work-in-progress as at March 31, 2025 is as follows:

Particulars	Amount of Capital work in progress for				
	Less than 1 Year	1-2 years	2-3 years	More than 3 years	Total
Projects in progress:					
Grinding unit	11,199.79	2,762.87	693.64	84.94	14,741.24
Other Projects in progress	7.65	24.13	60.87	-	92.65
Projects temporarily suspended	-	-	-	-	-
Total	**11,207.44**	**2,787.00**	**754.51**	**84.94**	**14,833.89**

3.2 There are no projects under capital work-in-progress, whose completion is either overdue or has exceeded its cost compared to its original plan as on 31st March, 2026 and 31st March, 2025

3.3 There are no suspended projects as at March 31, 2026 and March 31, 2025

4 Right of Use Assets

Particulars	Land	Building	Total
Cost			
At April 1, 2024	-	-	-
Additions	239.23	174.31	413.54
Disposals	-	-	-
At March 31, 2025	**239.23**	**174.31**	**413.54**
Additions	-	-	-
Disposals	-	-	-
At March 31, 2026	**239.23**	**174.31**	**413.54**

Notes to the Standalone Financial Statements for the year ended 31 March 2026

(All amounts in Indian Rupees lakhs except for share data or as otherwise stated)

Particulars	Land	Building	Total
Accumulated Depreciation			
At April 1, 2024	-	-	-
Charge for the year	43.99	27.98	71.97
At March 31, 2025	**43.99**	**27.98**	**71.97**
Charge for the year	49.48	31.30	80.78
At March 31, 2026	**93.47**	**59.28**	**152.75**
Net book value			
March 31, 2026	**145.76**	**115.04**	**260.79**
March 31, 2025	**195.24**	**146.33**	**341.57**

4.1 The Company's Right-of-Use assets primarily comprise leasehold land and building premises taken on lease for use in manufacturing operations, warehousing facilities and other operational purposes.

4.2 The Company has elected to apply the recognition exemptions available under Ind AS 116 for short-term leases. Lease payments relating to such leases are recognised as an expense in the Statement of Profit and Loss. Refer Note.43

5. Investments

Non-current Investments (Carried at Cost)	Place of domicile	As at 31 March 2026	As at 31 March 2025
Fully Paid Unquoted Equity Investments (carried at cost)			
(A) Investment in Subsidiaries			
(i) Investment in Tern Distilleries Private Limited – 10,26,76,347 equity shares of Rs.10 each (March 31, 2025: 10,26,76,347 equity shares of Rs.10 each).	India	3,000.00	3,000.00
(ii) Vishwamber Cements Limited – 77,67,030 equity shares of Rs.10 each (March 31, 2025: 77,67,030 equity shares of Rs.10 each).	India	1,623.91	1,623.91
(B) Other Investments			
Investments in partnership firms			
NCL Buildtek & NCL Industries JV		420.06	420.06
Less: Share of loss for the quarter ended June'2025		(5.88)	-
Less: Impairement of Investment - Refer below note.48		(414.18)	-
Total Non-current Investments		**4,623.91**	**5,043.97**

5.1 NCL Buildtek & NCL Industries Joint Venture

Partner Name	Share of Profit	Capital Contributed as on 31st March 2026
NCL Industries Limited	50%	317.46
NCL Buildtek Limited	50%	357.07

5.2 The Company's investment represents its capital contribution in a joint venture partnership firm. There was no change in the constitution of the firm during the year ended March 31, 2026. The firm follows the same reporting period as that of the Company. The total capital of the firm as at March 31, 2026 amounted to Rs.674.53 lakhs.

(All amounts in Indian Rupees lakhs except for share data or as otherwise stated)

6. Other Financial Assets – Non-Current

Particulars	As at 31 March 2026	As at 31 March 2025
Unsecured (considered good)		
Security Deposits		
Deposits with Electricity Authorities	2,355.97	2,264.14
Deposits with Government Departments	2,935.26	2,696.38
Deposits with Others	186.14	151.46
Margin Money Deposits (with maturity beyond 12 months from the reporting date)	853.54	524.32
Rental Deposits	112.87	112.87
Total	**6,443.78**	**5,749.17**

7. Other Non-Current Assets

Particulars	As at 31 March 2026	As at 31 March 2025
Advances for Capital Goods	1,069.77	480.67
Balances with Government Authorities (Taxes paid under protest) - Refer note.36	496.61	446.77
Total	**1,566.38**	**927.44**

8. Inventories (Valued at lower of cost and net realisable value)

Particulars	As at 31 March 2026	As at 31 March 2025
Raw Materials	3,254.01	4,335.86
Work in Progress	1,608.76	887.64
Finished Goods	2,474.27	3,929.69
Packing & Other Materials	1,826.51	2,013.39
Stores & Spares	6,585.98	7,298.46
Stock in transit - Coal (PY - Pet Coke)	553.01	6,345.50
Less: Assets held for sale - Refer note.47	1,495.75	-
Total	**14,806.79**	**24,810.54**

8.1. Inventories are pledged as security towards working capital facilities availed from various banks. Refer Note 21.2

9. Trade Receivables - Current

Particulars	As at 31 March 2026	As at 31 March 2025
(i) Trade Receivables from related parties		
Secured, considered good	-	-
Unsecured, considered good	748.98	952.94
Trade receivables which have significant increase in credit risk	-	-
Trade receivables - credit impaired	-	-
Sub-total (A)	**748.98**	**952.94**
(ii) Other Trade Receivables		
Secured, considered good	-	-
Unsecured, considered good	11,084.44	12,625.59
Trade receivables which have significant increase in credit risk	-	-
Trade receivables - credit impaired	393.07	1,058.42
Sub-total (B)	**11,477.51**	**13,684.01**
Total Receivable (A+B)	**12,226.49**	**14,636.95**
Less: Allowance for Expected Credit Loss	**393.07**	**1,058.42**
Total Trade Receivables	**11,833.42**	**13,578.53**

Notes to the Standalone Financial Statements for the year ended 31 March 2026

(All amounts in Indian Rupees lakhs except for share data or as otherwise stated)

Trade receivables current Ageing Schedule - FY 2025-26

Particulars	Outstanding for the following Periods from due date of Payment					
	Less than six months	6 months to 1 year	1-2 years	2-3 years	More than 3 years	Total
Undisputed Trade Receivables - Considered Good	11,161.02	524.53	127.48	20.39	-	11,833.42
Undisputed Trade Receivables - Which have Significant Increase in Credit Risk	-	-	-	-	-	-
Undisputed Trade Receivables - Credit Impaired	1.22	59.43	87.70	49.50	195.23	393.07
Disputed Trade Receivables - Considered Good	-	-	-	-	-	-
Disputed Trade Receivables which have Significant Increase in Credit Risk	-	-	-	-	-	-
Disputed Trade Receivables – Credit Impaired	-	-	-	-	-	-
Total	**11,162.24**	**583.96**	**215.18**	**69.88**	**195.23**	**12,226.49**

Trade receivables current Ageing Schedule - FY 2024-25

Particulars	Outstanding for the following Periods from due date of Payment					
	Less than six months*	6 months to 1 year	1-2 years	2-3 years	More than 3 years	Total
Undisputed Trade Receivables - Considered Good	12,678.06	879.02	21.44	-	-	13,578.53
Undisputed Trade Receivables - Which have Significant Increase in Credit Risk	-	-	-	-	-	-
Undisputed Trade Receivables - Credit Impaired	-	-	856.05	113.93	88.44	1,058.42
Disputed Trade Receivables - Considered Good	-	-	-	-	-	-
Disputed Trade Receivables which have Significant Increase in Credit Risk	-	-	-	-	-	-
Disputed Trade Receivables – Credit Impaired	-	-	-	-	-	-
Total	**12,678.06**	**879.02**	**877.50**	**113.93**	**88.44**	**14,636.95**

9.1. *Includes unbilled revenue amounting to Rs.35.44 lakhs (Refer Note 27(e)).

9.2. The Company's trade receivables are pledged as security for the working capital facilities sanctioned by various banks. Refer Note 21.2

9.3. There are no receivables due from Directors or other officers of the Company, or from firms or private companies in which any Director is a partner, director, or member, as at the Balance Sheet date, except for balances arising in the ordinary course of business and subject to the Company's normal credit terms. Refer Note 42 for details of receivables outstanding from companies in which Directors are interested.

(All amounts in Indian Rupees lakhs except for share data or as otherwise stated)

10. Cash & Cash Equivalents

Particulars	As at 31 March 2026	As at 31 March 2025
Cash on hand	5.75	2.93
Balances with Banks		
(a) in Current Accounts	50.30	75.15
(b) in Cash Credit Accounts	259.99	1,392.46
Total	**316.04**	**1,470.53**

11. Bank balances other than cash and cash equivalents

Particulars	As at 31 March 2026	As at 31 March 2025
Earmarked balances with banks		
Unclaimed dividend accounts	149.20	152.81
Public deposits redemption reserve	532.68	514.51
Total	**681.89**	**667.32**

12. Loans

Particulars	As at 31 March 2026	As at 31 March 2025
Measured at amortised cost		
Current		
Loans to related parties - (Unsecured, Considered good)		
NCL Holdings Limited - Refer Note No.42	-	950.00
Total	**-**	**950.00**

During the year, the Company granted loans aggregating to Rs.935.00 lakhs (Previous year: Rs.735.00 lakhs) to a related party. The outstanding balance as at March 31, 2026 is Nil (March 31, 2025: Rs.950.00 lakhs). These loans are unsecured and repayable on demand, together with applicable interest.

13. Other Financial Assets

Particulars	As at 31 March 2026	As at 31 March 2025
Current:		
(Unsecured, Considered good)		
Incentives Receivable from Andhra Pradesh / Telangana Governments	-	18.01
Total	**-**	**18.01**

14. Other Assets

Particulars	As at 31 March 2026	As at 31 March 2025
Current:		
(Unsecured, Considered good)		
Advances to suppliers and service providers		
Advances to Suppliers	3,889.67	2,223.08
Advances to Others	577.77	580.83
Balances with government authorities - GST	959.70	1,300.19
Accrued Interest - Refer note 14.1	200.10	209.77
Prepaid expenses	115.15	297.83
CSR Expenditure available for set-off against future CSR Obligations - Refer note 34.2	318.12	-
Total	**6,060.51**	**4,611.70**

Notes to the Standalone Financial Statements for the year ended 31 March 2026

(All amounts in Indian Rupees lakhs except for share data or as otherwise stated)

14.1. Accrued interest includes interest accrued on electricity deposits and margin money deposits with banks

14.2. The Company was required to spend Rs.189.01 lakhs towards Corporate Social Responsibility (CSR) activities during the year. The Company incurred CSR expenditure of Rs.507.14 lakhs during the year, resulting in an excess spend of Rs.318.12 lakhs. The excess amount spent has been carried forward for set-off against future CSR obligations in accordance with the applicable provisions of the Companies Act, 2013.

15 Equity Share Capital

Particulars	As at 31 March 2026	As at 31 March 2025
Authorised Share Capital		
6,20,00,000 (Previous year: 6,20,00,000) equity shares of Rs.10 each	**6,200.00**	**6,200.00**
Issued, Subscribed & Fully Paid up Share capital		
4,52,32,790 (Previous year: 4,52,32,790) equity shares of Rs.10 each	4,523.28	4,523.28
Total	**4,523.28**	**4,523.28**

(a) Rights, preferences and restrictions attached to equity shares

The Company has one class of equity shares having a face value of Rs.10 each. Each holder of equity shares is entitled to one vote per share. The equity shareholders are entitled to receive dividends as and when declared by the Company. In the event of liquidation of the Company, the equity shareholders will be entitled to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding.

(b) Reconciliation of equity shares outstanding at the beginning and at the end of the reporting year:

Particulars	As at 31 March 2026		As at 31 March 2025	
	No. of shares	Rs. Lakhs	No. of shares	Rs. Lakhs
Shares outstanding at the beginning of the year	4,52,32,790	4,523.28	4,52,32,790	4,523.28
Add : Shares Issued during the year	-	-	-	-
Shares outstanding at the end of the year	**4,52,32,790**	**4,523.28**	**4,52,32,790**	**4,523.28**

(c) Details of shareholders holding more than 5% shares in the Company

Name of the Shareholder	As at 31 March 2026		As at 31 March 2025	
	No of Shares	% of Holding	No of Shares	% of Holding
K. Ravi	30,92,183	6.84	28,73,015	6.35
K Gautam	27,81,201	6.15	25,49,798	5.64
Roopa Bhupatiraju	27,04,419	5.98	27,04,419	5.98

(d) Details of shareholding of the promoters

Promoter Name	As at 31 March 2026		As at 31 March 2025		Change in % of holding during the year
	As at 31 March 2026	% of Holding	As at 31 March 2025	% of Holding	
Kalidindi Madhu HUF	1,99,229	0.44	1,30,667	0.29	(0.15)
Nirhmal V Goradia & Geeta Goradia	92,463	0.20	92,463	0.20	(0.00)
Geeta Goradia & Nirhmal V Goradia	1,39,015	0.31	1,39,015	0.31	0.00
Meena Shah	12,474	0.03	12,474	0.03	0.00
Ashwin Goradia & Bharti Goradia	86,859	0.19	86,859	0.19	(0.00)
Vinodrai V Goradia & Charulata V Goradia	6,22,318	1.38	6,22,318	1.38	0.00
Meera Bimal Goradia & Bimal V Goradia	1,29,135	0.29	1,29,135	0.29	0.00
Bimal V Goradia & Meera B Goradia	3,46,547	0.77	3,46,547	0.77	0.00
G Jyothi	1,66,992	0.37	1,66,992	0.37	0.00

(All amounts in Indian Rupees lakhs except for share data or as otherwise stated)

Promoter Name	As at 31 March 2026		As at 31 March 2025		Change in % of holding during the year
	As at 31 March 2026	% of Holding	As at 31 March 2025	% of Holding	
Kanumilli Malathi	8,493	0.02	8,493	0.02	0.00
Ashven Datla	3,32,555	0.74	3,32,555	0.74	0.00
Kalidindi Ravi	30,92,183	6.84	28,73,015	6.35	(0.49)
Madhu Kalidindi	50,000	0.11	50,000	0.11	(0.00)
Bharti Goradia & Ashwin Goradia	53,191	0.12	53,191	0.12	0.00
Penumatsa Satyanarayana Raju	10,000	0.02	57,314	0.13	0.11
K Anuradha	14,98,760	3.31	14,98,760	3.31	(0.00)
N Janaki	45,155	0.10	45,155	0.10	0.00
Goradia Charulata Vinodrai Goradia & Vinodrai Vachharaj	3,73,981	0.83	3,73,981	0.83	0.00
Utkal B Goradia Bimal V Goradia	1,58,143	0.35	1,58,143	0.35	0.00
Penmetsa Narasimha Raju	3,75,500	0.83	5,14,545	1.14	0.31
Penmetsa Vara Lakshmi	1,76,355	0.39	3,50,355	0.77	0.38
Venkata Satya Padmavathi Gottumukkala	72,445	0.16	72,445	0.16	(0.00)
Madhavi Penumasta	92,402	0.20	92,402	0.20	(0.00)
Kanumilli Sudheer	87,307	0.19	87,307	0.19	(0.00)
Gautam Kalidindi	27,81,201	6.15	25,49,798	5.64	(0.51)
Sridhar Bhupatiraju	-	-	2,04,642	0.45	0.45
S Gokul	96,399	0.21	95,449	0.21	(0.00)
Pooja Kalidindi	18,97,669	4.20	15,94,829	3.53	(0.67)
G.T.Sandeep	81,722	0.18	1,71,222	0.38	0.20
Vegesana Sailaja	40,152	0.09	40,152	0.09	0.00
K Mallika	36,263	0.08	36,263	0.08	(0.00)
Roopa Kalidindi	27,04,419	5.98	27,04,419	5.98	0.00
Divya Penumacha	5,79,857	1.28	4,46,221	0.99	(0.29)
Diti Ashwin Goradia	30,000	0.07	30,000	0.07	0.00
Nishi Ashwin Goradia	30,000	0.07	30,000	0.07	0.00
Subba Raju Bhupatiraju	3,00,588	0.66	3,00,588	0.66	(0.00)
Padma Gottumukkala	85,225	0.19	85,225	0.19	0.00
Blue Valley Developers Private Limited	2,19,485	0.49	2,19,485	0.49	0.00
NCL Homes Limited	2,96,088	0.65	2,95,813	0.65	(0.00)
NCL Holdings (A&S) Limited	3,00,000	0.66	15,15,864	3.35	2.69
Kakatiya Industries Private Limited	6,05,572	1.34	66,014	0.15	(1.19)
NCL Buildtek Limited	4,90,545	1.08	4,38,744	0.97	(0.11)

Notes to the Standalone Financial Statements for the year ended 31 March 2026

(All amounts in Indian Rupees lakhs except for share data or as otherwise stated)

16. Other Equity

Particulars	As at 31 March 2026	As at 31 March 2025
A. Reserves		
(a) Capital Reserve		
Opening Balance at the beginning of the year	240.91	240.91
Closing balances at the end of the year	**240.91**	**240.91**
(b) Securities Premium		
Opening Balance at the beginning of the year	21,222.84	21,222.84
Closing balances at the end of the year	**21,222.84**	**21,222.84**
(c) General Reserve		
Opening Balance at the beginning of the year	45,000.00	42,000.00
Add: Amount transferred from Retained Earnings	3,000.00	3,000.00
Closing balances at the end of the year	**48,000.00**	**45,000.00**
B. Surplus		
Retained Earnings		
Opening Balance	15,515.03	17,559.93
Add: Profit for the year	9,529.30	2,538.26
Less: Final Dividend for FY 2024-25 - Refer note 16.1	904.66	1,130.83
Less: Interim dividend paid for FY 2025-26 - Refer note 16.1	678.50	452.33
Less: Transfer to General Reserve	3,000.00	3,000.00
Closing balances at the end of the year	**20,461.17**	**15,515.03**
C. Other Comprehensive Income		
Opening Balance at the beginning of the year	(63.57)	(41.10)
Remeasurement gains/(losses) on defined benefit plans	320.69	(34.55)
Income tax relating to above items	(80.71)	12.07
Closing balances at the end of the year	**176.40**	**(63.57)**
Total	**90,101.32**	**81,915.21**

Description of nature and purpose of each reserve

(i) **'Capital Reserve:** Capital Reserve comprises capital subsidies received from the Government in earlier years.

(ii) **'Securities Premium:** Securities premium represents the amount received by the Company in excess of the face value of its equity shares. The utilisation of the securities premium account is governed by the provisions of Section 52 of the Companies Act, 2013.

(iii) **'General Reserve:** General reserve represents appropriations made out of retained earnings in earlier years in accordance with the provisions of the Companies Act applicable at the relevant time. The reserve is available for utilisation in accordance with the provisions of the Companies Act, 2013.

(iv) **'Retained Earnings:** Retained earnings represent accumulated profits of the Company, net of distributions to shareholders and transfers to reserves. Retained earnings are available for distribution to shareholders as dividend in accordance with the provisions of the Companies Act, 2013.

(v) **Other Comprehensive Income:** 'This reserve represents cumulative remeasurement gains and losses arising on defined benefit plans recognised through Other Comprehensive Income, net of related deferred tax. The balance in this reserve is not reclassified subsequently to profit or loss.

(All amounts in Indian Rupees lakhs except for share data or as otherwise stated)

16.1. Dividends

Particulars	As at 31 March 2026	As at 31 March 2025
Dividends Recognised		
Final dividend of Rs.2.00 per equity share for the year ended March 31, 2025 (Previous year: Rs.2.50 per equity share for the year ended March 31, 2024).	904.66	1,130.83
Interim dividend of Rs.1.50 per equity share for the year ended March 31, 2026 (Previous year: Rs.1.00 per equity share for the year ended March 31, 2025).	678.50	452.33
Dividends not recognised at the end of the reporting period		
In addition to the above, the Board of Directors has recommended a final dividend of Rs.2.00 per equity share for the year ended March 31, 2026 (Previous year: Rs.2.00 per equity share for the year ended March 31, 2025). The proposed dividend is subject to the approval of the shareholders at the ensuing Annual General Meeting and has not been recognised as a liability as at March 31, 2026.	904.66	904.66

17. Borrowings

Particulars	As at 31 March 2026	As at 31 March 2025
Non Current Borrowings		
Secured:		
Term Loans from Banks	10,742.98	10,731.28
Vehicle & Equipment Finance Loans from Banks	85.64	174.47
Total	**10,828.62**	**10,905.75**
Unsecured:		
Public Deposits - Refer Note 17.1	4,104.25	3,764.75
Total	**4,104.25**	**3,764.75**
Total	**14,932.87**	**14,670.50**

17.1. Public deposits represent unsecured deposits accepted from the public, shareholders and directors under the Company's deposit scheme in accordance with the applicable provisions of the Companies Act, 2013. Refer Note No. 42 for details of deposits accepted from related parties.

17.2. Refer Note No. 21.2 for details of the nature of security, terms of repayment and rate of interest relating to the above borrowings.

18 – Other Financial Liabilities (Non-Current)

Particulars	As at 31 March 2026	As at 31 March 2025
Creditors for capital expenditure	451.24	1,423.63
Deposits from Dealers/Stockists	5,627.12	6,767.77
Total	**6,078.36**	**8,191.40**

18.1. Deposits from Dealers/Stockists represent refundable security deposits received from dealers, stockists and agents at the time of granting dealership rights for the sale of the Company's products. These deposits are repayable upon termination or cancellation of the dealership arrangement and carry interest at the rate of 4% per annum.

Notes to the Standalone Financial Statements for the year ended 31 March 2026

(All amounts in Indian Rupees lakhs except for share data or as otherwise stated)

19 – Provisions (Non-Current)

Particulars	As at 31 March 2026	As at 31 March 2025
Provision for Employee Benefits		
Provision for Gratuity (Refer Note 38)	**227.10**	199.73
Provision for compensated absences	**582.17**	623.92
Others		
Provision for Decommissioning Expenses - Refer note 19.1	**274.51**	**205.88**
Total	**1,083.78**	**1,029.53**

19.1. Movement in provision for decommissioning Expenses

Particulars	As at 31 March 2026	As at 31 March 2025
Opening balance	205.88	137.25
Add: Provision recognised during the year	48.62	52.99
Add: Unwinding of discount	20.01	15.63
Less: Utilisation during the year	-	-
Less: Reversal of provision	-	-
Closing balance	**274.51**	**205.88**

20. Deferred Tax Laibilities (net)

Particulars	As at 31 March 2026	As at 31 March 2025
Deferred Tax Liability		
Depreciation on Property, plant and equipment	11,274.66	13,193.94
Total (A)	**11,274.66**	**13,193.94**
Deferred tax Assets		
Provision for Employee Benefits	(39.87)	(90.81)
Provision for doubtful debts	(62.08)	-
Total (B)	**(101.95)**	**(90.81)**
Net Deferred Tax Liabilities (A-B)	**11,172.71**	**13,103.14**

21 – Borrowings (Current)

Particulars	As at 31 March 2026	As at 31 March 2025
Secured:		
Loans payable on Demand:		
Cash Credit from Banks - Secured	3,214.48	2,743.93
Current maturities of long term borrowings	3,180.67	5,187.19
Vehicle & Equipment Finance Loans from Banks	115.06	162.55
Unsecured:		
Deposits from Public & Shareholders - Refer Note 21.1	2,213.75	2,122.90
Total	**8,723.96**	**10,216.57**

21.1. Includes matured deposits remaining unclaimed by deposit holders amounting to Rs.10 lakhs (Previous year: Rs.29 lakhs).

(All amounts in Indian Rupees lakhs except for share data or as otherwise stated)

21.2. Nature of Security, Terms of Repayment and Rate of Interest

Term Loans:

(i) Term loan from Axis Bank Limited amounting to Rs.198.08 lakhs (March 31, 2025: Rs.2,350.08 lakhs) was availed for the Waste Heat Recovery (WHR) Project at Mattapally. The loan carries interest at MCLR-linked rates of 8.70% per annum and is repayable in 20 structured quarterly instalments commencing from September 2021. The sanctioned loan amount is Rs.6,725.00 lakhs and includes a moratorium period of two years.

(ii) Term loan from Axis Bank Limited amounting to Rs.975.00 lakhs (March 31, 2025: Rs.1,625.00 lakhs) was availed for the modernisation of Line 1 at Mattapally. The loan carries interest at MCLR-linked rates of 8.70% per annum and is repayable in 24 equal quarterly instalments of Rs.162.50 lakhs each commencing from December 2021. The sanctioned loan amount is Rs.3,900.00 lakhs and includes a moratorium period of one year.

(iii) Term loan from Kotak Mahindra Bank Limited amounting to Rs.3,751.24 lakhs (March 31, 2025: Rs.4,798.10 lakhs) was availed for Line 3 at Mattapally. The loan carries interest at MCLR-linked rates of 9.00% per annum and is repayable in 78 quarterly instalments commencing from May 2023. The sanctioned loan amount is Rs.7,500.00 lakhs and includes a moratorium period of 1.5 years.

(iv) The Company had availed loans from Axis Bank Limited under the Emergency Credit Line Guarantee Scheme (ECLGS 2.0) notified by the Government of India in two tranches of Rs.2,500.00 lakhs and Rs.1,350.00 lakhs. The outstanding balance as at March 31, 2026 is Nil (March 31, 2025: Rs.1,448.96 lakhs). The loans were repayable in 48 equated monthly instalments after a moratorium period of 24 months from the date of disbursement and carried interest at rates of 8.00% per annum and 7.85% per annum linked to the Repo Rate.

(v) The Company had availed a loan from HDFC Bank under the Emergency Credit Line Guarantee Scheme notified by the Government of India. The outstanding balance as at March 31, 2026 is Nil (March 31, 2025: Rs.520.00 lakhs). The loan was repayable in 48 equated monthly instalments after a moratorium period of 12 months from the date of disbursement and carried interest at 9.00% per annum linked to the Repo Rate.

(vi) Term loan from HDFC Bank Limited amounting to Rs.9,000.00 lakhs (March 31, 2025: Rs.5,176.33 lakhs) was availed for the Vizag Grinding Unit. The loan carries interest at 1M T-Bill linked rates of 7.00% per annum and is repayable in 28 quarterly instalments commencing from June 2026. The sanctioned loan amount is Rs.9,000.00 lakhs and includes a moratorium period of two years.

(vii) The above loans are secured by a first charge on the fixed assets of the Company, ranking pari passu with other term lenders, and further secured by a second charge on the current assets of the Company, except for the land referred to in Note 2.1.

Loans repayable on demand from Banks:

(i) Cash credit facility from Axis Bank Limited amounting to Nil (March 31, 2025: Nil) carries interest at MCLR-linked rates of 8.70% per annum. The sanctioned limit under the facility is Rs.2,000.00 lakhs.

(ii) Cash credit facility from HDFC Bank Limited amounting to Rs.3,258.04 lakhs (March 31, 2025: Rs.2,500.00 lakhs) carries interest at MCLR-linked rates of 8.70% per annum. The sanctioned limit under the facility is Rs.7,500.00 lakhs.

(iii) Cash credit facility from State Bank of India carrying interest at MCLR-linked rates of 8.60% per annum. The sanctioned limit under the facility is Rs.2,500.00 lakhs. The outstanding balance as at March 31, 2026 is Nil (March 31, 2025: Rs.243.93 lakhs).

(iv) Cash credit facility from Kotak Mahindra Bank Limited carrying interest at MCLR-linked rates of 8.35% per annum. The sanctioned limit under the facility is Rs.6,000.00 lakhs. The outstanding balance as at March 31, 2026 and March 31, 2025 is Nil.

(v) The above working capital facilities are secured by a first charge on the current assets of the Company, ranking pari passu with other working capital lenders, and further secured by a second charge on the fixed assets of the Company, except for the land referred to in Note 2.1.

Vehicle & Equipment Loans

Vehicle and equipment loans from various banks are secured by hypothecation of the respective assets financed, have repayment tenures ranging from 35 to 47 months, and carry interest rates ranging from 8.25% to 9.00% per annum.

Deposits From Public

Public deposits represent unsecured deposits accepted from the public carrying interest rates ranging from 8.00% to 10.00% per annum. The deposits are repayable on various maturity dates based on the respective dates of acceptance.

21.3. Statement Showing the differences of Book debts,stocks and creditors between the books of account and amount reported in quarterly returns submitted to Banks

Notes to the Standalone Financial Statements for the year ended 31 March 2026

(All amounts in Indian Rupees lakhs except for share data or as otherwise stated)

Name of the Banks to whom the statements were submitted	Quarter ending	Particulars of securities Provided	Amounts as per books of account	Amount as reported in the statements submitted	Difference
State Bank of India,HDFC Bank Ltd, Axis Bank Limited and Kotak Mahindra Bank Ltd	June'25	Debtors and Stocks	27,032.46	22,170.75	4,861.71
	Sept'25		25,739.25	20,462.73	5,276.52
	Dec'25		24,625.04	22,189.17	2,435.87
	Mar'26		20,353.14	18,917.91	1,435.22

The quarterly statements of inventory, trade receivables and trade creditors submitted to the Company's bankers are prepared in accordance with the eligibility criteria prescribed by the respective lending banks for computation of drawing power. Accordingly, the amounts reported therein may differ from the corresponding balances as per the books of account due to the exclusion of certain items, including the non-consideration of certain overheads in the valuation of inventory, as per the lending arrangements.

22. Trade Payables

Particulars	As at 31 March 2026	As at 31 March 2025
Total outstanding dues of micro enterprises and small enterprises (MSME)	101.48	0.93
Total outstanding dues of creditors other than micro enterprises and small enterprises (Refer note below)	6,185.59	15,144.41
Total	**6,287.07**	**15,145.34**

22.1. The amount due if any to Micro and Small Enterprises as defined in the "The Micro, Small and Medium Enterprises Development Act, 2006" is determined to the extent such parties have been identified on the basis of information received from them by the Company.

Details of dues to micro and small enterprises as defined under the Micro, Small and Medium Enterprises Development Act, 2006

Particulars	As at 31 March 2026	As at 31 March 2025
(a) Principal amount remaining unpaid to micro and small enterprises as at the end of the accounting year	101.48	0.93
(b) Interest due thereon remaining unpaid as at the end of the accounting year	-	-
(c) Interest paid in terms of Section 16 of the MSMED Act, 2006, along with the amount of payment made beyond the appointed day during the year	-	-
(d) The amount of interest due and payable for the period	-	-
(e) The amount of interest accrued and remaining unpaid at the end of the accounting period	-	-
(f) The amount of further interest due and payable even in the succeeding year, until such date when the interest dues as above are actually paid"	-	-

Trade payables ageing schedule for the Year Ended 31 March 2026

Particulars	Unbilled	Not due	<1year	1-2 years	2-3 years	>3 Years	Total
Undisputed Trade Payables - MSME	-	101.48	-	-	-	-	101.48
Undisputed Trade Payables - Others	298.02	2,622.69	1,411.27	1,447.81	331.38	74.42	6,185.59
Disputed Trade Payables - MSME	-	-	-	-	-	-	-
Disputed Trade Payables - Others	-	-	-	-	-	-	-
Total	**298.02**	**2,724.17**	**1,411.27**	**1,447.81**	**331.38**	**74.42**	**6,287.07**

Trade payables ageing schedule for the Year Ended 31 March 2025

Particulars	Unbilled	Not due	<1year	1-2 years	2-3 years	>3 Years	Total
Undisputed Trade Payables - MSME	-	0.93	-	-	-	-	0.93
Undisputed Trade Payables - Others	2,449.32	8,283.67	3,957.57	179.76	236.05	38.04	15,144.41
Disputed Trade Payables - MSME	-	-	-	-	-	-	-
Disputed Trade Payables - Others	-	-	-	-	-	-	-
Total	**2,449.32**	**8,284.60**	**3,957.57**	**179.76**	**236.05**	**38.04**	**15,145.34**

(All amounts in Indian Rupees lakhs except for share data or as otherwise stated)

23. Other Financial Liabilities (Current)

Particulars	As at 31 March 2026	As at 31 March 2025
Interest accrued and not due on Public deposits	837.40	823.11
Unclaimed Dividend - Refer Note 23.1	149.19	152.81
Other Expenses Payables	8,479.05	7,980.00
Advances from Subsidiaries (Refer Note 42)	1,078.22	1,058.82
Total	**10,543.86**	**10,014.74**

23.1. During the year, an amount of Rs.12.47 lakhs (Previous year: Rs.30.60 lakhs) pertaining to unclaimed dividend for the financial year 2017-18 was transferred to the Investor Education and Protection Fund (IEPF) in accordance with the provisions of the Companies Act, 2013.

24. Provisions- Current

Particulars	As at 31 March 2026	As at 31 March 2025
Provision for Employee Benefits		
Provision for Gratuity (Refer Note 38)	**150.47**	**110.62**
Provision for compensated absences	**51.75**	**51.15**
Provision for Employee Bonus & Ex-gratia	**132.36**	**159.02**
Total	**334.58**	**320.79**

25. Current Tax Liabilities (Net)

Particulars	As at 31 March 2026	As at 31 March 2025
Opening Balance	1,299.24	960.13
Taxes relating to the prior period	142.35	22.45
Total	**1,441.60**	**982.58**
Current Tax Payable for the Year	2,770.50	1,321.70
Less: Taxes paid relating to the previous year	1,441.60	1,005.04
Less: Advance Tax paid for the current year	2,400.00	-
Total	**370.50**	**1,299.24**

25.1. During the year, the Company exercised the option available under Section 115BAA of the Income-tax Act, 1961. Accordingly, current tax and deferred tax have been measured at the effective tax rate of 25.168% (22% plus applicable surcharge and cess) as against the effective tax rate of 34.944% (30% plus applicable surcharge and cess) applicable under the normal provisions of the Act.

26. Other Liabilities - Current

Particulars	As at 31 March 2026	As at 31 March 2025
Advance Received from Customers	2,933.85	2,387.94
Advance received for sale of Property, plant and Equipment	350.00	-
Statutory Liabilities		
GST Payable	926.57	1,443.29
TDS Payable	121.04	166.00
Employee related payables	57.02	60.48
Total	**4,388.48**	**4,057.71**

Notes to the Standalone Financial Statements for the year ended 31 March 2026

(All amounts in Indian Rupees lakhs except for share data or as otherwise stated)

27. Revenue From Operations

(a) Revenue recognised from contracts with customers

Particulars	Year Ended 31 March 2026	Year Ended 31 March 2025
Sale of Products		
Finished goods	1,98,146.73	1,95,062.23
Sale of Power	736.07	657.90
Total Gross Sales	**1,98,882.80**	**1,95,720.13**
Less: Inter segment Transfers	2,809.55	3,712.95
Less: Rebates & Discounts	21,351.59	17,827.97
Less: Taxes on Sales	32,513.23	37,969.02
Revenue from Operations	**1,42,208.44**	**1,36,210.19**

(b) Reconciliation of revenue as per contract price and recognised in Statement of Profit and Loss:

Particulars	Year Ended 31 March 2026	Year Ended 31 March 2025
Revenue as per Contract price	1,63,560.03	1,54,038.16
Less: Discounts and incentives	21,351.59	17,827.97
Revenue as per statement of profit and loss	**1,42,208.44**	**1,36,210.19**

(c) Disaggregation of Revenue:

Revenue by timing of recognition

Particulars	Year Ended 31 March 2026	Year Ended 31 March 2025
Goods transferred at a point of time	1,42,208.44	1,36,210.19

(d) Contract Balances

Movement in Contract Liabilities

Particulars	As at 31 March 2026	As at 31 March 2025
Advances from Customers		
Opening balance	2,387.94	2,468.14
Movement during the year, net	545.91	80.20
Closing balance	**2,933.85**	**2,387.94**

e) Contract Assets-Unbilled

The Company recognized contract assets when it satisfies its obligation by transferring the goods or services to the customer and right to receive the consideration is established which is subject to some conditions to be fulfilled by the company in future before receipt of consideration amount. Such assets are as follows:

Particulars	Year Ended 31 March 2026	Year Ended 31 March 2025
Opening Balance	35.44	15.90
Movement during the current year	(35.44)	19.54
Closing Balance	-	**35.44**

(All amounts in Indian Rupees lakhs except for share data or as otherwise stated)

28. Other Income

Particulars	Year Ended 31 March 2026	Year Ended 31 March 2025
Interest Income on financial assets at amortised cost		
From fixed deposits - banks	58.30	81.58
From Others	280.09	221.83
Sale of scrap	641.33	292.64
Rental Income		
Trucks	251.97	295.74
Buildings	608.73	581.25
Profit on sale of property, plant and equipments	12.84	343.61
Gain on exchange rate fluctuations (net)	17.46	48.72
Other non-operating income	1,286.28	162.05
Total	**3,157.01**	**2,027.41**

29. Cost of Materials Consumed

Particulars	Year Ended 31 March 2026	Year Ended 31 March 2025
Details of Rawmaterials Consumed		
Limestone and Clinker	5,621.07	4,781.27
Al. Laterite	2,421.02	3,151.84
Gypsum	1,543.58	1,976.28
Iron ore / Iron ore powder	26.21	179.49
FlyAsh	4,547.96	4,850.29
Cement Consumption in Other Divisions	4,592.96	6,070.21
Wood	2,527.02	4,108.27
Chemicals	367.67	552.09
Paper	307.77	343.59
Ready Mix Concrete Materials	3,883.92	4,582.37
Other Materials	1,384.47	795.66
Total	**27,223.65**	**31,391.37**
Less: Inter Segment Transfers	2,809.55	3,712.95
Net Consumption of Materials	**24,414.10**	**27,678.42**

30. Changes in inventories of Finished goods & Work-in-progress

Particulars	Year Ended 31 March 2026	Year Ended 31 March 2025
A. Finished Goods		
Inventories at the beginning of the year:	3,860.78	3,465.30
Inventories at the end of the year	2,408.74	3,860.78
Changes in Inventory of finished goods	1,452.04	(395.48)
B. Work in Progress		
Inventories at the beginning of the year:	870.20	1,293.01
Inventories at the end of the year	1,591.66	870.20
Changes in Inventory of Work in Progress	(721.46)	422.81
Net (Increase) /Decrease	**730.58**	**27.33**

Notes to the Standalone Financial Statements for the year ended 31 March 2026

(All amounts in Indian Rupees lakhs except for share data or as otherwise stated)

31. Employees Benefit Expenses

Particulars	Year Ended 31 March 2026	Year Ended 31 March 2025
Salaries, Wages and Bonus	6,380.81	5,741.58
Leave Encashment	103.18	330.74
Gratuity (Refer Note 38)	107.23	230.96
Managerial Remuneration (Refer Note 42)	1,124.50	823.80
Contribution to Provident Fund & Other Funds	360.84	315.74
Staff Welfare Expenses	172.37	254.45
Total	**8,248.93**	**7,697.27**

31.1. Refer Note No.42 for Related party transactions

32. Finance Cost

Particulars	Year Ended 31 March 2026	Year Ended 31 March 2025
Interest on borrowings from Banks	1,295.91	1,381.61
Interest on Public deposits	465.57	433.85
Interest on Others	88.93	121.35
Other Borrowing Costs	74.11	70.69
Unwinding of discount on mine restoration provision (Refer Note 19.1)	20.01	15.63
Interest on Lease liability (Refer Note.43)	29.64	29.92
Total	**1,974.17**	**2,053.06**

33. Depreciation and Amortization Expenses

Particulars	Year Ended 31 March 2026	Year Ended 31 March 2025
Depreciation on Plant, Property & Equipment - (Refer Note 2)	5,434.13	5,300.49
Depreciation on Right of Use Asset - (Refer Note 4)	80.78	71.97
Total	**5,514.91**	**5,372.46**

34. Other Expenses

Particulars	Year Ended 31 March 2026	Year Ended 31 March 2025
(a) Manufacturing Expenses :		
Cost of Fuel	29,509.46	28,488.23
Cost of Power	12,390.04	13,112.14
Packing Materials	4,995.63	4,799.07
Stores & Spares consumed	3,707.38	3,057.64
Rep & Maintenance Plant & Machinery	2,634.79	2,324.88
Rep & Maintenance Buildings	43.97	10.41
Rep & Maintenance Others	25.71	16.38
Direct Manufacturing Expenses	1,379.46	1,756.82
Total	**54,686.44**	**53,565.57**

(All amounts in Indian Rupees lakhs except for share data or as otherwise stated)

Particulars	Year Ended 31 March 2026	Year Ended 31 March 2025
(b) Administrative Expenses :		
Rent - (Refer Note 43)	241.72	244.19
Security Expenses	325.94	295.46
Directors' Sitting fees	34.82	25.60
Licences, Fees & Taxes	223.41	132.11
Insurance	114.87	118.12
Computer Maintenance	58.74	77.75
Office Maintenance	264.48	257.71
Printing & Stationery	24.33	21.91
Postage & Courier	7.10	9.23
Telephone	59.02	64.08
Travelling	440.29	433.90
Vehicle Maintenance	79.40	86.48
Legal & Professional Charges	124.46	183.52
Auditors' Remuneration Refer note 34.1	25.00	18.00
Bank Charges	166.47	231.28
Staff recruitment and training	27.40	17.33
CSR Expenditure Refer note 34.2	189.01	240.26
Donations	2.84	4.00
Repairs & Maintenance - Vehicles	11.04	20.76
R & D Expenses	-	-
Bad debts written off (against the provision below)	983.78	755.38
Provision for bad debts	(983.78)	(755.38)
Allowance for bad and doubtful debts	246.66	-
Miscellaneous Expenses	152.62	152.43
Total	**2,819.62**	**2,634.12**
(c) Selling & Distribution Expenses		
Transportation paid	30,673.90	31,124.72
Advertisement & Publicity	1,338.31	1,338.98
Selling Expenses	260.31	84.88
Total	**32,272.52**	**32,548.58**

34.1. Auditors' Remuneration

Particulars	Year Ended 31 March 2026	Year Ended 31 March 2025
Statutory Audit fees	22.00	15.50
Tax Audit fees	3.00	2.50
Total	**25.00**	**18.00**

Notes to the Standalone Financial Statements for the year ended 31 March 2026

(All amounts in Indian Rupees lakhs except for share data or as otherwise stated)

34.2. Corporate Social Responsibility

Particulars	Year Ended 31 March 2026	Year Ended 31 March 2025
(a) Amount required to be spent during the year	189.01	259.41
(b) Adjustment from balances brought forward from previous years	-	19.15
(c) Total CSR obligation for the year (a - b)	189.01	240.26
(d) Amount actually spent during the year	507.14	240.26
(e) Shortfall, if any (c-d)	-	-
(f) Amount available for set-off in succeeding years - Refer note.14.2	318.12	-
(g) Nature of CSR activities - Refer note below		

The Company undertook CSR activities in the areas of promotion of education, preventive healthcare, public safety and community infrastructure development. The initiatives included support for schools and junior colleges, healthcare services through health centres, installation of CCTV cameras for public surveillance and safety, and development and improvement of road infrastructure in the local area.

35. Earnings per share (EPS)

Particulars	Year Ended 31 March 2026	Year Ended 31 March 2025
Profit after tax from the continuing operations	12,365.14	3,424.28
Net Profit for calculation of basic and diluted EPS	12,365.14	3,424.28
Weighted average number of Equity shares for basic EPS and Diluted EPS	4,52,32,790	4,52,32,790
Earnings per equity share of Rs.10 each - Basic and Diluted (in Rs.)	27.34	7.57
Profit after tax from the discontinued operations	(2,835.84)	(886.02)
Net Profit for calculation of basic and diluted EPS	(2,835.84)	(886.02)
Weighted average number of Equity shares for basic EPS and Diluted EPS	4,52,32,790	4,52,32,790
Earnings per equity share of Rs.10 each - Basic and Diluted (in Rs.)	(6.27)	(1.96)
Earnings per equity share of the Company - Basic and Diluted (in Rs.)	**21.07**	**5.61**

(All amounts in Indian Rupees lakhs except for share data or as otherwise stated)

36. Contingent Liabilities:

Based on the Legal opinion/advice obtained, no financial implication to the Company with respect to the following cases is perceived as on the Date of the Balance Sheet

(i) Claims against the Company not acknowledged as debt:

Particulars	As at 31 March 2026		As at 31 March 2025	
	Disputed Amount	Paid Under Protest	Disputed Amount	Paid Under Protest
Income tax - Refer note below	2,253.62	-	229.56	-
Indirect taxes	4,639.82	496.61	4,370.49	446.77
Others - Refer note below	9,186.22	1,828.53	9,859.31	1,828.53

(i) The Company has received an assessment order under Section 143(3) read with Section 144B of the Income-tax Act, 1961 for Assessment Year 2024-25, resulting in a tax demand of Rs.22.54 crores (including applicable interest). The demand primarily relates to disallowances and additions made by the Income Tax Department on account of documentation, substantiation and interpretation of certain provisions of the Income-tax Act. The Company has filed an appeal against the assessment order before the appropriate appellate authority.

(ii) The Company has received a demand notice from the Department of Mines and Geology amounting to 91.43 crores. Against the said demand, the Company has filed a writ petition before the Hon'ble High Court of Telangana. The Hon'ble Court has granted an interim order subject to the payment of a pre-deposit of 18.28 crores by the Company.

37. Capital Comittments

Particulars	As at 31 March 2026	As at 31 March 2025
Estimated amount of contracts remaining to be executed on capital account and not provided for (net of capital advance)	574.02	3,799.31

38. Employee Benefits

a) Provident Fund:

The Company contributes to the Employees' Provident Fund, a defined contribution plan administered by the Government. Contributions are made at prescribed rates to the relevant authorities and are recognised as an expense in the Statement of Profit and Loss in the period in which the related employee services are rendered. During the year, the Company recognised provident fund contributions, including administrative charges, amounting to Rs.331.34 lakhs (Previous Year: Rs.381.85 lakhs).

b) Leave Encashment: The Company operates an unfunded leave encashment scheme for eligible employees in accordance with its leave policy. The obligation towards compensated absences is actuarially valued at each reporting date using the Projected Unit Credit Method in accordance with Ind AS 19, Employee Benefits. The liability recognised in the financial statements represents the present value of the defined benefit obligation as determined by an independent actuary and is classified into current and non-current portions based on the expected timing of settlement.

c) Gratuity:

The Company operates a funded gratuity scheme in accordance with the provisions of the Payment of Gratuity Act, 1972, covering all eligible employees. Gratuity is a defined benefit plan payable to employees upon retirement, resignation, death, disablement or termination of employment, subject to completion of the prescribed period of service. The Company's obligation under the gratuity plan is determined based on an actuarial valuation carried out at the balance sheet date using the Projected Unit Credit Method. The gratuity fund is administered through a group gratuity scheme with Life Insurance Corporation of India (LIC), and the plan assets are held and managed by LIC."

The following tables summarise the components of net benefit expense recognised in the Statement of Profit and Loss and the funded status and amounts recognised in the balance sheet for the plan.

Components of defined benefit costs recognised in statement of profit and loss

Particulars	Year Ended 31 March 2026	Year Ended 31 March 2025
Current Service Cost	219.24	181.04
Interest Cost	21.97	15.37
Net Actuarial (Gain) / Loss	(133.98)	34.55
Defined benefit cost included in profit and loss	**107.23**	**230.96**

Notes to the Standalone Financial Statements for the year ended 31 March 2026

(All amounts in Indian Rupees lakhs except for share data or as otherwise stated)

Amounts recognized in Other Comprehensive Income (OCI) are as follows:

Particulars	Year Ended 31 March 2026	Year Ended 31 March 2025
Remeasurements – Due to demographic adjustments	-	(44.19)
Remeasurements – Due to financial adjustments	(112.95)	59.68
Remeasurements – Due to experience adjustments	(6.93)	32.83
Return on plan assets (excluding interest income)	(14.10)	(13.77)
Components of defined benefit costs recognised in OCI	**(133.98)**	**34.55**

Movement in present value of defined benefits obligation are as follows:

Particulars	Year Ended 31 March 2026	Year Ended 31 March 2025
Defined benefit obligation at the beginning of the year	310.36	395.74
Current Service Cost	219.24	181.04
Interest Cost	21.97	15.37
Actuarial Loss / (Gain)	(133.98)	34.55
Past Service Cost	-	-
Settlements	(40.13)	(316.34)
Defined benefit obligation at the year end	**377.46**	**310.36**
Present Value of Obligations - Current	150.47	110.62
Present Value of Obligations - Non - Current	226.99	199.74

Reconciliation of fair value of assets and defined benefit obligations

Particulars	Year Ended 31 March 2026	Year Ended 31 March 2025
Present value of funded defined benefit obligations	1,731.20	1,538.53
Fair value of plan assets	1,420.83	1,142.79
Net liability arising from defined benefit obligation	310.36	395.74

The major categories of plan assets are as under:

Particulars	Year Ended 31 March 2026	Year Ended 31 March 2025
Insurer managed funds (Funded with LIC)*	1,369.16	1,420.83

Actuarial assumptions

Particulars	Year Ended 31 March 2026	Year Ended 31 March 2025
Mortality rate	IALM 2012-14 (ultimate)	IALM 2012-14 (ultimate)
Discount rate	7.29%	6.61%
Expected average remaining working lives of employees	11.22	11.29
Rate of escalation in salary	10%	10%

Sensitivity Analysis:

The sensitivity analysis has been determined based on reasonably possible changes in the respective actuarial assumptions occurring at the end of the reporting period, while holding all other assumptions constant. The methods and types of assumptions used in preparing the sensitivity analysis did not change compared to the previous year.

Gratuity

Particulars	As at 31 March 2026		As at 31 March 2025	
	1% Increase	1% decrease	1% Increase	1% decrease
Effect of 1% change in assumed discount rate	1,600.74	1,917.12	1,573.61	1,917.00
Effect of 1% change in assumed salary rate	1,883.69	1,620.09	1,878.78	1,595.56

(All amounts in Indian Rupees lakhs except for share data or as otherwise stated)

39. Income Tax Disclosures:

Income Tax recognised in the statement of Profit and Loss	Year Ended March 31, 2026	Year Ended March 31, 2025
Current Tax - from continuing operations		
(i) In respect of current year	3,149.89	1,787.23
(ii) In respect of previous year	142.35	22.45
Current Tax - from discontinued operations		
(i) In respect of current year	(460.09)	(475.91)
Total Current Tax from the continuing and discontinued operations for the year	**2,832.15**	**1,333.76**
Deferred Tax		
(i) In respect of current year - Refer note.25.1	(1,930.43)	420.51
Total Deferred Tax	**(1,930.43)**	**420.51**
Total Tax Expense	**901.72**	**1,754.27**

Movement in deferred tax balances during the year 2025-26

Particulars	Balance As at March 31, 2025	Recognised in Profit and Loss	Recognised in OCI	Recognised Directly in equity	Reclassified from Equity to Profit and Loss Statement	Balance As at March 31, 2026
Depreciation on Property, plant and equipment	13,193.94	(1,919.28)	-	-	-	11,274.66
Provision for Employee benefits	(90.81)	50.94	-	-	-	(39.87)
Provision for bad and doubtful debts	-	(62.08)	-	-	-	(62.08)
Total	13,103.14	(1,930.43)	-	-	-	11,172.71

Movement in deferred tax balances during the year 2024-25

Particulars	Balance As at April 01, 2024	Recognised in profit & loss	Recognised in OCI	Recognised Directly in equity	Reclassified from Equity to Profit and Loss Statement	Balance As at March 31, 2025
Depreciation on Property, plant and equipment	12,828.50	365.44	-	-	-	13,193.94
Provision for Employee benefits	(64.58)	(26.23)	-	-	-	(90.81)
Provision	(81.30)	81.30	-	-	-	-
Total	12,682.63	420.51	-	-	-	13,103.14

Particulars	Year Ended 31 March 2026	Year Ended 31 March 2025
Profit before tax	**13,726.95**	**5,654.46**
Income tax rate as applicable	**25.17%**	**34.94%**
Calculated taxes based on above, without any adjustments for deductions	3,454.80	1,975.90
Permanent tax differences due to:		
Effect of income that is exempt from taxation	(575.51)	(324.23)
Income considered as capital in nature under tax and tax provisions	-	-
Effect of expenses that are not deductible in determining taxable profit	270.60	135.56
Expense considered to be capital in nature under tax and tax provisions	-	-
Others	-	-
Income tax expense recognised in the Statement of Profit and Loss	**3,149.89**	**1,787.23**
Rounded off to	**3,149.89**	**1,787.23**

Notes to the Standalone Financial Statements for the year ended 31 March 2026

(All amounts in Indian Rupees lakhs except for share data or as otherwise stated)

40. Financial Instruments- Fair Values and Risk Management

a. Financial Instruments by Categories

The carrying amounts of financial assets and financial liabilities recognised in the financial statements and measured at amortised cost are considered to be a reasonable approximation of their fair values due to their short-term nature or because they bear interest rates that approximate current market rates.

The following tables show the carrying amounts and fair values of financial assets and financial liabilities by category. Fair value information has not been disclosed for those financial assets and financial liabilities whose carrying amounts are a reasonable approximation of their fair values.

The fair values of financial instruments measured at fair value are categorised into different levels in the fair value hierarchy based on the inputs used in the valuation techniques, as follows:

Level 1: Quoted (unadjusted) prices in active markets for identical assets or liabilities.

Level 2: Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly.

Level 3: Inputs for the asset or liability that are not based on observable market data.

There were no financial assets or financial liabilities measured at fair value as at 31 March 2026 and 31 March 2025. Accordingly, disclosure of fair value hierarchy levels is not applicable. Investments in subsidiaries are measured at cost in accordance with Ind AS 27 and are therefore excluded from the fair value hierarchy disclosures.

As at 31 March 2026	Cost	Amortised Cost	Total Carrying Value	Total Fair Value
Financial Assets				
Investments	4,623.91		4,623.91	4,623.91
Other Financial Assets - Non-Current	6,443.78		6,443.78	6,443.78
Trade Receivables	11,833.42		11,833.42	11,833.42
Cash and Cash Equivalents	316.04		316.04	316.04
Bank Balances other than Cash and Cash Equivalents	681.89		681.89	681.89
Other Financial Assets - Current	-		-	-
Financial Liabilities				
Borrowings - Non-Current	14,932.87		14,932.87	14,932.87
Lease Liabilities - Non-Current	220.49		220.49	220.49
Other Financial Liabilities - Non-Current	6,078.36		6,078.36	6,078.36
Borrowings - Current	8,723.96		8,723.96	8,723.96
Lease Liabilities - Current	70.81		70.81	70.81
Trade Payables	6,287.07		6,287.07	6,287.07
Other Financial Liabilities - Current	10,543.86		10,543.86	10,543.86

*Investments in subsidiaries and joint ventures are measured at cost in accordance with Ind AS 27

As at 31 March 2025	Cost	Amortised Cost	Total Carrying Value	Total Fair Value
Financial Assets				
Investments	5,043.97		5,043.97	5,043.97
Other Financial Assets - Non-Current	5,749.17		5,749.17	5,749.17
Trade Receivables	13,578.53		13,578.53	13,578.53
Cash and Cash Equivalents	1,470.53		1,470.53	1,470.53
Bank Balances other than Cash and Cash Equivalents	667.32		667.32	667.32
Other Financial Assets - Current	968.01		968.01	968.01
Financial Liabilities				
Borrowings - Non-Current	14,670.50		14,670.50	14,670.50
Lease Liabilities - Non-Current	232.02		232.02	232.02
Other Financial Liabilities - Non-Current	8,191.40		8,191.40	8,191.40
Borrowings - Current	10,216.57		10,216.57	10,216.57
Lease Liabilities - Current	127.91		127.91	127.91
Trade Payables	15,145.34		15,145.34	15,145.34
Other Financial Liabilities - Current	10,014.74		10,014.74	10,014.74

*Investments in subsidiaries and joint ventures are measured at cost in accordance with Ind AS 27

(All amounts in Indian Rupees lakhs except for share data or as otherwise stated)

b) Financial Risk Management:

The Company is exposed to various financial risks arising from its financial instruments. The key financial risks include market risk, credit risk and liquidity risk. The Company's risk management framework seeks to identify, assess and mitigate these risks in order to minimise their potential adverse impact on the Company's financial performance and financial position.

c) Management of Market Risk:

Market risk comprises foreign currency risk, interest rate risk and price risk. The Company's exposure to market risk is primarily on account of foreign currency fluctuations arising from import transactions. The Company is not exposed to significant interest rate risk as it does not hold material financial assets or financial liabilities subject to variable interest rates. Further, the Company does not hold investments or financial instruments that are exposed to significant price risk.

d) Foreign Currency Risks:

The Company is exposed to foreign currency risk arising from various currency exposures, primarily with respect to United States Dollars (USD) and Euro (EUR), relating to imports and other transactions denominated in foreign currencies. The Company's exposure to foreign currency risk as at the end of the reporting period, expressed in Indian Rupees, is set out in the table below. Management continuously monitors foreign currency exposures and takes appropriate measures to minimise the impact of exchange rate fluctuations on the Company's financial performance.

Particulars	As at 31 March 2026	As at 31 March 2025
Financial Liabilities:		
Trade Payables	5.63	5,537.55

e) Credit Risk:

Credit risk is the risk of financial loss to the Company if a customer or counterparty fails to meet its contractual obligations. The Company's maximum exposure to credit risk arises principally from trade receivables, bank balances, deposits and other financial assets.

The Company has established procedures to minimise credit risk arising from its business operations. The creditworthiness of customers is evaluated based on their financial position, past payment experience and other relevant factors. Credit limits are reviewed periodically and security deposits or other collateral are obtained from customers, where considered necessary. The carrying amount of trade receivables represents the maximum exposure to credit risk in respect of such assets. The Company places its bank balances and deposits only with reputable banks and financial institutions having high credit ratings. Accordingly, no significant credit risk is considered to arise from such balances.

The Company assesses the expected credit loss associated with its financial assets at each reporting date. The management considers all available information, including historical payment patterns, current financial conditions and forward-looking factors that may affect the ability of customers to settle their obligations. Financial assets that are neither impaired nor past due are considered to be of good credit quality.

The Company also holds security deposits from certain customers to mitigate credit risk. The maximum exposure to credit risk at the reporting date is the carrying value of the respective financial assets recognised in the financial statements. Credit risk on trade receivables and other financial assets is evaluated as follows:

As at 31 March 2026

Particulars	Gross Carriying Amount	Less than one year	More than one year	More than two year	More than three year
Gross Carrying Amount	12,226.49	11,746.20	215.18	69.88	195.23
Expected Credit loss	393.07	60.65	87.70	49.50	195.23
Carrying amount (net of impairment)	11,833.42	11,685.55	127.48	20.39	-

As at 31 March 2025

Particulars	Gross Carriying Amount	Less than one year	More than one year	More than two year	More than three year
Gross Carrying Amount	14,636.95	13,557.08	877.50	113.93	88.44
Expected Credit loss	1,058.42	-	856.05	113.93	88.44
Carrying amount (net of impairment)	13,578.53	13,557.08	21.44	-	-

Notes to the Standalone Financial Statements for the year ended 31 March 2026

(All amounts in Indian Rupees lakhs except for share data or as otherwise stated)

f) Liquidity Risk

Liquidity risk is the risk that the Company may encounter difficulty in meeting its financial obligations as they fall due. The Company's objective is to maintain a balance between continuity of funding and flexibility through the use of cash and cash equivalents, cash flows generated from operations and available banking facilities.

The Company's liquidity requirements are monitored on a regular basis through cash flow projections and budgetary processes. The principal sources of liquidity include cash and cash equivalents, cash generated from operations and available working capital facilities, including cash credit and overdraft arrangements.

Short-term liquidity requirements primarily comprise trade payables, accrued expenses, employee benefit obligations and other liabilities arising in the normal course of business. The Company maintains adequate cash balances and sanctioned working capital facilities to meet its short-term operational requirements.

Long-term liquidity requirements are assessed periodically and are managed through internal accruals, long-term borrowings and committed credit facilities. The table below summarises the maturity profile of the Company's financial liabilities based on contractual undiscounted cash flows as at the reporting date.

Paticulars	Gross Carriying Amount	Less than one year	More than one year	More than two year	More than three year
As on March 31 2026					
Trade Payables	6,287.07	4,433.47	1,447.81	331.38	74.42
Other Financial liabilities	10,543.86	10,543.86	-	-	-
As on March 31 2025					
Trade Payables	15,145.34	14,691.48	179.76	236.05	38.04
Other Financial liabilities	10,014.74	10,014.74	-	-	-

41. Capital Management

The Company's objective while managing capital is to safeguard its ability to continue as a going concern, provide returns to shareholders and benefits to other stakeholders, and maintain an optimal capital structure to minimise the cost of capital.

The Company manages its capital structure and makes adjustments in light of changes in economic conditions and business requirements. To maintain or adjust the capital structure, the Company may adjust dividend payments to shareholders, return capital to shareholders, issue new equity instruments or dispose of assets to reduce borrowings.

The Company monitors its capital using a gearing ratio, which is calculated as net debt divided by total equity. Net debt comprises total borrowings less cash and cash equivalents. Total equity includes equity attributable to the owners of the Company as presented in the balance sheet.

Gearing Ratio:

Particulars	As at 31 March 2026	As at 31 March 2025
Current borrowings	5,428.23	4,866.83
Current maturities of non-current borrowings	3,295.73	5,349.74
Non-current borrowings	14,932.87	14,670.50
Total Borrowings	**23,656.83**	**24,887.07**
Less: Cash and cash equivalents	316.04	1,470.53
Net Debt	**23,340.79**	**23,416.54**
Equity share capital	4,523.28	4,523.28
Other equity	90,101.32	81,915.21
Total Equity	**94,624.60**	**86,438.49**
Gearing Ratio (Net Debt / Total Equity)	**24.67**	**27.09**

In order to achieve the overall objective , the Company’s capital management, amongst other things, aims to ensure that it meets financial covenants attached to the interest-bearing loans and borrowings that define capital structure requirements.

There are no changes in the objectives, policies or processes for managing capital during the years ended 31 March 2026 and 31 March 2025.

(All amounts in Indian Rupees lakhs except for share data or as otherwise stated)

42. Related Party Transactions

a) Names of related parties and nature of relationships:	
i) Subsidiaries:	
1. Tern Distilleries Private Limited (Wholly owned Subsidiary Company)	
2. Vishwamber Cements Limited (Subsidiary Company)	
ii) Joint Ventures	
1. NCL Buildtek & NCL Industries JV	
iii) Key Managerial Personnel (KMP):	
Whole time Directors:	
1. Mr. K Ravi	Vice Chairman & Managing Director (w.e.f. 03/12/2025)
2. Mr. K Gautam	Managing Director (up to 02/12/2025)
3. Mr. N G V S G Prasad	Executive Director & CFO
4. Mrs. Roopa Bhoopathiraju	Executive Director (up to 02/12/2025)
5. Mr. Utkal B Goradia	Executive Director
Non Whole time Directors & Other KMPs	
1. Dr. R Kalidas	Director - Chairman (upto 13th August, 2025)
2. Mrs.Renu Challu	Director - (w.e.f. 08th August, 2025) Chairperson - W.e.f 14th August, 2025
3. Lt. Gen. T A Dcunha (Retd)	Director - (upto 13th August, 2025)
4. Mrs Pooja Kalidindi	Independent Director
5. Mrs P Sudha Reddy	Independent Director (upto 03/01/2026)
6. Mr. P Rajagopal Reddy	Independent Director
7. Mr. SK Subramanian	Independent Director
8. Mr. A.S.Durga Prasad	Independent Director (w.e.f. 22/01/2026)
9. Mr. K Gautam	Director (w.e.f. 03/12/2025)
10. Mrs. Roopa Bhoopathiraju	Director (w.e.f. 03/12/2025)
11. Mr. T Arun Kumar	Company Secretary (upto 30/09/2025)
12. Mrs.M.Divya Bharathi	Company Secretary (w.e.f. 01/10/2025)
iv) Close member of Key Management Personnel with whom there are transactions	
1. Mrs K Sarojini	Mother of Mr. K Ravi
2. Ms N Suchitra Katyayani	Daughter of Mr. N G V S G Prasad
3. Mrs Sita Maha Lakshmi	Mother of Mr. N G V S G Prasad
4. Mrs. V Sailaja	Wife of Mr. K Ravi
5.Pardhu V	Step Son of Mr. K. Ravi
6. Master Arjun Bhupatiraju	Son of Mrs. Roopa Bhoopathiraju
7. Ms. Anika Bhupatiraju	Daughter of Mrs. Roopa Bhoopathiraju
8. Mrs. Rani Raghavapudi	Wife of Dr. R Kalidas
9. Mr. Arun Raghavapudi	Son of Dr. R Kalidas
v) Enterprises controlled by Key Management Personnel / Close members of Key Management Personnel	
1. NCL Buildtek Limited	
2. NCL Homes Limited	
3. Kakatiya Industries (P) Limited	
4. Kakatiya Chemicals (P) Ltd	
5. Vikram Chemicals Pvt Limited	
6. Deccan Nitrates Pvt Limited	
7. NCL Holdings (A&S) Ltd	
8. Hampi Energy Limited	
9. Sora Chem Industries P.Ltd	

(All amounts in Indian Rupees lakhs except for share data or as otherwise stated)

b. Details of transactions during the year with the related parties

Compensation to Key Managerial Personnel

Nature of transaction	Party Name	Year Ended 31 March 2026	Year Ended 31 March 2025
Short-term benefits	EVC, MD, ED, CFO and CS - Refer note below	1,126.00	838.20
Short-term benefits	Non Executive Directors	30.13	12.00
Sitting fee	Chairman and Directors	34.82	25.60

ii) Transactions during the year where related party relationship was existing:

Nature of transaction	Year Ended 31 March 2026	Year Ended 31 March 2025
Sale of Finished Goods		
NCL Buildtek Limited	1,952.85	1,914.61
NCL Homes Limited	171.11	348.26
Kakatiya Industries (P) Limited	0.04	1.79
Purchases / Services		
NCL Buildtek Limited	74.68	82.71
Kakatiya Industries (P) Limited	216.91	131.46
Advances received		
TERN Distilleries Pvt Ltd	-	506.73
Vishwamber Cements Ltd	-	490.39
Advances given		
TERN Distilleries Pvt Ltd	39.39	-
Vishwamber Cements Ltd	6.13	-
ICD paid		
NCL Holdings Limited	935.00	735.00
Hampi Energy Limited	-	35.00
ICD received back		
NCL Holdings Limited	1,885.00	-
Hampi Energy Limited	-	35.00
Rent Paid		
Mrs. Roopa Bhoopathiraju	12.58	12.03
Tern Distilleries Private Limited	1.42	1.20
Intererst Received		
NCL Buildtek Limited	-	-
NCL Holdings Limited	116.39	58.04
Hampi Energy Limited	-	1.20
Interest Paid		
Tern Distilleries Private Limited	35.56	32.61
Vishwamber Cements Ltd	35.00	34.62
Public Deposits Received		
Mrs. Roopa Bhoopathiraju	55.00	40.00
Master Arjun Bhupatiraju	2.00	28.00
Ms. Anika Bhupatiraju	-	22.00
Mr. K Ravi	34.00	145.00
Mrs. V Sailaja	5.00	5.00
Ms N Suchitra Katyayani	-	105.00
Mrs Sita Maha Lakshmi	15.00	32.00

(All amounts in Indian Rupees lakhs except for share data or as otherwise stated)

Nature of transaction	Year Ended 31 March 2026	Year Ended 31 March 2025
Mrs. Rani Raghavapudi	-	30.00
Public Deposits Repaid		
Mrs. Roopa Bhoopathiraju	-	20.00
Mr. K Ravi	34.00	285.00
Trevor Alosius D'cunha	45.00	-
Ms N Suchitra Katyayani	30.00	-
Mrs Sita Maha Lakshmi	-	5.00
Mrs. Rani Raghavapudi	-	30.00
Mrs Payal Sanjay Desai	-	4.00
Interest Paid on Public Deposits		
Mr. K Ravi	-	9.68
Mrs. K Sarojini	0.60	1.88
Mrs. V Sailaja	2.30	0.60
Mrs. Roopa Bhoopathiraju	9.56	5.99
Ms B Anika	-	-
Master B Arjun	-	-
Ms N Suchitra Katyayani	10.19	6.63
Mrs Sita Maha Lakshmi	6.76	6.26
Trevor Alosius D'cunha	0.98	4.05
Mrs. Rani Raghavapudi	3.00	9.41
Mr. Arun Raghavapudi	1.80	1.80
Reimbursement of Expenses		
NCL Buildtek Limited	30.13	30.55
NCL Holdings Limited	6.63	6.63

(iii) Outstanding Balances as at the end of the year

Nature of transaction	Year Ended 31 March 2026	Year Ended 31 March 2025
Public Deposits Outstanding		
Mr. K Ravi	-	-
Mrs. K Sarojini	6.00	6.00
Mrs. V Sailaja	25.00	20.00
Mrs. Roopa Bhoopathiraju	147.00	90.00
Mrs Sita Maha Lakshmi	75.00	60.00
Nimmagadda Suchitra Katyayani	75.00	105.00
Trevor Alosius D'cunha	-	45.00
Mrs. Rani Raghavapudi	30.00	30.00
Mr. Arun Raghavapudi	18.00	18.00
Advances from the subsidiaries		
Tern Distilleries Private Limited	531.30	537.28
Vishwamber Cements Ltd	546.91	521.55
Receivables		
NCL Buildtek Limited	649.78	841.52
NCL Homes Limited	24.55	10.29
Kakatiya Industries (P) Limited	0.42	37.77

Notes to the Standalone Financial Statements for the year ended 31 March 2026

(All amounts in Indian Rupees lakhs except for share data or as otherwise stated)

Managerial Remuneration

The remuneration paid and provided to the Executive Directors during the year is in accordance with the terms of their respective appointments, as approved by the Board of Directors and the members of the Company, and complies with the provisions of Sections 197 and 198 read with Schedule V and other applicable provisions of the Companies Act, 2013.

The Managing Director and the Executive Vice Chairman are eligible for commission in accordance with the terms of their respective appointments. The commission provided to them and the commission provided to the Independent Directors for the year are subject to the approval of the members at the ensuing Annual General Meeting.

The aggregate managerial remuneration, including the commission payable to the Managing Director, the Executive Vice Chairman and the Independent Directors, is within the limits prescribed under Section 197 of the Companies Act, 2013, computed in accordance with Section 198 thereof, and is in compliance with the provisions of Schedule V to the Companies Act, 2013.

43. Indian Accounting Standard (Ind As-116): Disclosures On Leases are as Follows

a) Company as Lessee:

The Company has adopted lease accounting considering the lease agreements of certain leases. The Company recognises right-of-use asset representing its right to use the underlying asset for the lease term at the lease commencement date. The cost of the right-of-use asset measured at inception shall comprise of the amount of the initial measurement of the lease liability. The right-of-use assets are depreciated using the straight-line method from the commencement date over the term of useful life of right-of-use asset.

The Company measures the lease liability at the present value of the lease payments that are not paid at the commencement date of the lease. The Company has used a single discount rate to a portfolio of leases with similar characteristics.

The Company has elected not to apply the requirements of Ind AS 116 Leases to short-term leases of all assets that have a lease term of 12 months or less and leases for which the underlying asset is of low value. The lease payments associated with these leases are recognised as an expense on a straight-line basis over the lease term.

b) Following are the changes in the carrying value of right of use assets for the Year Ended 31 March 2026:

Particulars	Category of ROU Assets		Total
	Land	Building	
Balance as at April 1, 2025	195.24	146.33	**341.57**
Additions	-	-	**-**
Depreciation	49.48	31.30	**80.78**
Adjustment	-	-	
Balance as at March 31, 2026	**145.76**	**115.04**	**260.79**

c) The following are the amounts recognised in Statement of Profit and Loss

Particulars	Year Ended 31.03.2026	Year Ended 31.03.2025
Depreciation expense of right of use assets - Land	49.48	43.99
Depreciation expense of right of use assets - Building	31.30	27.98
Expense relating to short term leases (included in other expenses)	241.72	244.19
Interest expense on lease liabilities (Included in Finance Cost)	29.64	29.92
Total	**352.14**	**346.08**

d) The following is the break-up of current and non-current lease liabilities:

Particulars	As at 31 March 2026	As at 31 March 2025
Current lease liabilities	70.81	127.91
Non-current lease liabilities	220.49	232.02
Total	**291.29**	**359.93**

(All amounts in Indian Rupees lakhs except for share data or as otherwise stated)

e) The following is the movement in lease liabilities:

Particulars	Year Ended 31.03.2026	Year Ended 31.03.2025
Opening Balance	359.93	-
Additions	-	413.54
Finance cost accrued during the period	29.64	29.92
Payment of lease liabilities	98.27	83.53
Adjustment	-	-
Closing Balance	**291.29**	**359.93**

f) The table below provides details regarding the contractual maturities of lease liabilities on an undiscounted basis:

Particulars	Year Ended 31.03.2026	Year Ended 31.03.2025
Less than one year	94.81	98.27
One to five years	208.05	270.96
More than five years	115.45	147.35
Total	**418.31**	**516.58**

44. Key Financial Ratios

Ratio	Numerator	Denominator	Year Ended 31st March 2026	Year Ended 31st March 2025	Variance %
Current Ratio	Current Assets	Current Liabilities excluding Current Borrowings	1.54	1.50	2.80%
Debt Equity Ratio	Debt	Total Equity	0.25	0.29	-13.17%
Debt Service Coverage Ratio (Note 1)	Earnings before Interest depreciation and Tax	Interest Expense + Principal Repayment	2.67	1.85	44.00%
Return on Equity Ratio (%) (Note 1)	Net Profit after taxes	Share holders equity	10.53	2.95	256.52%
Inventory Turnover Ratio	Sale of Products and services	Average Inventory	8.40	7.42	13.16%
Trade Receivables turnover Ratio	Sale of Products and services	Average Trade receivables	13.09	11.33	15.53%
Trade payables turnover Ratio	Purchase	Average Trade Payables	3.82	3.85	-0.82%
Net Capital turnover Ratio (Note 1)	Sale of Products and services	Current Assets-Current Liabilities	55.84	32.04	74.31%
Net Proift Ratio (%) (Note 1)	Profit after tax	Sale of Products and services	5.73	1.61	255.98%
Return on Capital Employed Ratio (%) (Note 1)	Earnings before Interest and Taxes	Capital Employed	12.26	6.23	96.64%

Note 1: The variance is primarily attributable to higher sales volumes and improved price realization during the year, which resulted in increased profitability compared to the previous year.

Notes to the Standalone Financial Statements for the year ended 31 March 2026

(All amounts in Indian Rupees lakhs except for share data or as otherwise stated)

45: Other information as required under Scedule III of Companies Act, 2013:

i) The Company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall: (a) Directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or (b) Provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

ii) The Company does not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property

iii) The Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.

iv) The Company has no Loans or Advances in the nature of Loans to specified persons that are Repayable on Demand or without specifying any terms or period of repayment.

v) The Company had no transactions with Companies struck off under section 248 of the Companies Act, 2013 or section 560 of the Companies Act, 1956 during the year.

vi) The Company has not any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961)

vii) Based on the Company's assessment and evaluation, the impact of the Labour Codes as notified by the Government of India on 21 November 2025 is not material. The Company continues to monitor the finalisation of the Central and State Rules and other clarifications issued by the Government and will recognise the impact, if any, in the financial results in the period in which the relevant provisions become effective.

viii) The Company does not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.

ix) The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year.

x) The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall: (a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (ultimate beneficiaries) or (b) provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries.

xi) The Company has not defaulted in the repayment of loans or borrowings or in the payment of interest thereon to any bank or financial institution and has not been declared a wilful defaulter by any bank, financial institution, government or government authority. Further, the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries or joint venture. The term loans obtained by the Company during the year were applied for the purposes for which such loans were obtained. Further, funds raised on a short-term basis have not been used for long-term purposes by the Company.

46: Audit Trail

As per the requirements of Rule 3(1) of the Companies (Accounts) Rules 2014, the Company is required to use only such accounting software for maintaining its books of accounts that have a feature of recording audit trail of each and every transaction, creating an edit log of each change made in the books of account along with the date when such changes were made and who made those changes within such accounting software. In respect of the accounting software used by the Company, the audit trail was not enabled at certain master tables of database level to log any direct data changes. In respect of such application and database, the Company has established and maintained an adequate internal control framework over its financial reporting and based on its assessment, it has been concluded that the internal controls for the Year Ended 31 March 2026 were effective. The Company is in the process of system upgradation to meet the audit trail requirements for the relevant masters at database level.

47: Discontinued Operations

The Company reviewed the operations of its Doors Division, including its capacity utilisation and financial performance. In view of the continued losses incurred by the division and its sub-optimal capacity utilisation, the Board of Directors approved the discontinuance of the Doors Division as part of its strategic business realignment and focus on the Company's core operations.

Accordingly, the results of the said division have been presented as discontinued operations in accordance with Ind AS 105, Non-current Assets Held for Sale and Discontinued Operations.

(All amounts in Indian Rupees lakhs except for share data or as otherwise stated)

(A) Results of Discontinued Operations

Particulars	FY 2025-26	FY 2024-25
Revenue from operations	408.99	4,873.48
Other income	87.29	2.37
Total Income	**496.28**	**4,875.85**
Less: Expenses		
Cost of materials consumed	326.46	3,544.85
Employee benefits expense	156.60	672.96
Power and fuel	51.94	260.55
Inventory write-off - Refer note below	1,107.51	-
Allowance for Bad and Doubtful Debts	71.16	-
Other expenses	243.30	1,399.96
Depreciation and amortisation	264.04	256.54
Impairment loss recognised - Refer note below	1,467.86	-
Finance costs	103.34	102.92
Loss before tax	**(3,295.93)**	**(1,361.93)**
Tax expense / (credit)	460.09	475.91
Loss after tax from discontinued operations	**(2,835.84)**	**(886.02)**

Consequently, in accordance with the requirements of Ind AS 105 read with Ind AS 36, and pending disposal of the assets of the said segment, the Company recognised an impairment loss of Rs.1,467.86 lakhs on Plant and Machinery and a write-down of inventories amounting to Rs.1,107.51 lakhs during the year, based on an independent valuation and assessment of net realisable value.

(B) Assets and Liabilities relating to discontinued Operations

Particulars	31-Mar-2026	31-Mar-2025
Assets classified as held for sale		
Plant and machinery	1,682.89	-
Inventories	1,495.75	-
Trade receivables	-	-
Total assets classified as held for sale	**3,178.64**	**-**
Liabilities directly associated with assets held for sale		
Trade payables	-	-
Employee benefit obligations	-	-
Total liabilities directly associated with assets held for sale	-	-

(C) Assets Retained under Property, Plant and Equipment

Particulars	31-Mar-2026	31-Mar-2025
Land	750.11	-
Buildings	1,216.97	-
Plant and machinery	223.68	-
Other Assets	14.40	-
Total assets retained under PPE	**2,205.15**	**-**

(D) Reconciliation of Total Assets pertaining to Discontinued Division

Particulars	31-Mar-2026	31-Mar-2025
Total assets pertaining to discontinued division	3,888.04	-
Less: Assets retained for alternate use	2,205.15	-
Assets classified as held for sale	**1,682.89**	**-**

Notes to the Standalone Financial Statements for the year ended 31 March 2026

(All amounts in Indian Rupees lakhs except for share data or as otherwise stated)

(E) Cash Flows attributable to Discontinued Operations

Particulars	FY 2025-26	FY 2024-25
A. Net cash from / (used in) operating activities	(2,835.84)	(886.02)
B. Net cash from / (used in) investing activities	-	-
C. Net cash from / (used in) financing activities	-	-
Net increase / (decrease) in cash and cash equivalents	(2,835.84)	(886.02)

48: Exceptional Items

During the year ended March 31, 2026, the Company recognised the following exceptional items:

a) Provision for diminution in value of investment in Joint Venture

During the year, the Company reassessed the recoverability of its investment in the capital of its joint venture, a partnership firm established for carrying on construction & allied activities business, in which the Company holds a 50% interest.

The joint venture has incurred continuous operating losses since commencement of operations and has not taken off as envisaged at the time of investment. The partners after discussions and considering the level of operations, have initiated the process for closure and dissolution of the partnership firm, which is currently in progress. During the year, considering the losses and closure of operations, the management carried out an assessment of the recoverable amount of its investment. Based on such assessment and applying the principles of prudence, the Company has recognised a provision for impairment amounting to Rs.414.18 Lakhs (Previous Year: Rs. Nil), representing the entire carrying value of its capital investment in the joint venture.

The provision has been recognised in the Statement of Profit and Loss under "Exceptional Items", and consequently the carrying amount of the investment as at 31 March 2026 is Rs. Nil. The additional financial impact, if any, arising on dissolution of the partnership firm will be recognised in the period in which the dissolution is completed and the Company's rights and obligations are finally settled.

b) Provision towards Mineral Bearing Cess

Pursuant to the judgment of the Hon'ble Supreme Court relating to levy of Mineral Bearing Cess, the Company has recognised a provision of Rs. 563.03 Lakhs towards Mineral Bearing Cess at Rs. 3 per metric tonne of limestone extracted, pertaining to the period from FY 2018-19 to FY 2024-25. The said amount has been recognised as an exceptional item in the Statement of Profit and Loss for the year ended March 31, 2026.

Accordingly, the total exceptional expense recognised during the year amounted to Rs. 977.21 Lakhs.

49 Segment Disclosures

The Company's operating segments are established in a manner consistent with the internal reporting provided to the Chief Operating Decision Maker (CODM). The CODM monitors the operating results of the Company's business segments separately for the purpose of making decisions regarding resource allocation and performance assessment.

Accordingly, segment information has been prepared in accordance with Ind AS 108 – Operating Segments. The accounting policies adopted for segment reporting are consistent with those used in the preparation of the financial statements.

The Company has identified the following reportable business segments:

1. Cement
2. Boards
3. Ready Mix Concrete (RMC)
4. Energy
5. Doors - (Refer Note.47)

Products and Services Included in Each Segment

Segment	Products / Services
Cement	Ordinary Portland Cement (OPC), Portland Pozzolana Cement (PPC) and 53 S Grade Cement
Boards	Plain and Laminated Cement Bonded Particle Boards
RMC	Ready Mix Concrete
Energy	Generation of Hydel Power
Doors	Doors

(All amounts in Indian Rupees lakhs except for share data or as otherwise stated)

Segment Revenue and Expense

Segment revenue and expenses comprise amounts directly attributable to the respective segments.

Segment assets include all operating assets of the respective segments, comprising net fixed assets, inventories, current assets, loans and advances, and other operating assets. Assets relating to corporate functions and construction activities are included under unallocated assets.

Segment liabilities comprise liabilities and provisions directly attributable to the respective segments. Liabilities relating to corporate functions are included under unallocated liabilities.

A. Segment Revenues and Results:

For the Year Ended 31 March 2026

Particulars	Cement	Boards	Energy	RMC	Doors	Unallocable	Total
Segment Revenue from External Customers							
Within India	1,37,644.82	14,353.38	363.80	11,206.91	-	-	1,63,568.91
Outside India	-	-	-	-	-	-	-
Inter-Segment Revenue	4,223.27	846.02	372.27	-	-	-	5,441.56
Total Segment Revenue	**1,41,868.09**	**15,199.40**	**736.07**	**11,206.91**	**-**	**-**	**1,69,010.46**
Segment Results							
Within India	12,988.21	1,082.31	340.96	349.74	-	939.90	15,701.12
Outside India	-	-	-	-	-	-	-
Total segmental results	**12,988.21**	**1,082.31**	**340.96**	**349.74**	**-**	**939.90**	**15,701.12**
Unallocated Corporate expenses:							
Interest expenses (net)	-	-	-	-	-	1,974.17	1,974.17
Other unallocated expenses net of other income	-	-	-	-	-	-	-
Profit before tax from ordinary activities	**12,988.21**	**1,082.31**	**340.96**	**349.74**	**-**	**(1,034.27)**	**13,726.95**

For the Year Ended 31 March 2025

Particulars	Cement	Boards	Energy	RMC	Doors	Unallocable	Total
Segment Revenue from External Customers							
Within India	1,23,581.60	17,399.85	510.57	12,711.48	-	-	1,54,203.50
Outside India	-	-	-	-	-	-	-
Inter-Segment Revenue	5,119.94	1,482.13	147.34	-	-	-	6,749.41
Total Segment Revenue	**1,28,701.54**	**18,881.98**	**657.90**	**12,711.48**	**-**	**-**	**1,60,952.91**
Segment Results							
Within India	4,653.66	1,684.33	267.28	521.00	-	581.25	7,707.52
Outside India	-	-	-	-	-	-	-
Total segmental results	**4,653.66**	**1,684.33**	**267.28**	**521.00**	**-**	**581.25**	**7,707.52**
Unallocated Corporate expenses:							
Interest expenses (net)	-	-	-	-	-	2,053.06	2,053.06
Other unallocated expenses net of other income	-	-	-	-	-	-	-
Profit before tax from ordinary activities	**4,653.66**	**1,684.33**	**267.28**	**521.00**	**-**	**(1,471.81)**	**5,654.46**

Notes to the Standalone Financial Statements for the year ended 31 March 2026

(All amounts in Indian Rupees lakhs except for share data or as otherwise stated)

B. Segment assets and liabilities

for the Year Ended 31 March 2026

Particulars	Cement	Boards	Energy	RMC	Doors	Unallocable	Total
Segment Assets :							
Assets	1,15,430.62	11,134.13	1,487.90	4,327.94	3,178.64	23,272.83	1,58,832.06
Segment Liabilities :							
Liabilities	32,375.69	1,575.18	58.69	1,224.52	105.68	17,849.80	53,189.57

For the Year Ended 31 March 2025

Particulars	Cement	Boards	Energy	RMC	Doors	Unallocable	Total
Segment Assets :							
Assets	1,15,081.72	14,510.22	1,830.44	4,408.49	-	29,016.52	1,64,847.38
Segment Liabilities :							
Liabilities	40,252.91	2,523.24	65.80	2,709.43	862.67	18,605.22	65,019.27

50: Previous year's figures have been regrouped, reclassified and rearranged wherever considered necessary to conform to the current year's classification and presentation.

As per our report of even date attached

For and on behalf of the Board of Directors of NCL Industries Limited

for M. Bhaskara Rao & Co
Chartered Accountants
Firm Registration Number: 000459S

K Ravi
Vice Chairman & Managing Director
DIN: 02706060

N. G. V. S. G. Prasad
Executive Director & CFO
DIN: 07515455

D. Bapu Raghavendra
Partner
Membership No. 213274

M Divya Bharathi
Company Secretary
Membership No. A31170

Place : Hyderabad
Date : May 29, 2026

Independent Auditor's Report - Consolidated

To the Members of NCL Industries Limited

Report on the Audit of the Consolidated Financial Statements

Opinion

We have audited the accompanying Consolidated financial statements of **NCL Industries Limited** ("the Holding Company") and its Subsidiaries which is incorporated in India (the Holding Company and its Subsidiaries together referred to as "the Group"), which comprise the Consolidated Balance Sheet as at 31 March, 2026, the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Statement of Changes in Equity and the Consolidated Statement of Cash Flows for the year then ended, and notes to the Consolidated financial statements, including a summary of material accounting policies and other explanatory information (hereinafter referred to as the " Consolidated financial statements").

In our opinion and to the best of our information and according to the explanations given to us and based on the consideration of report of other auditors on separate financial statements and on the other financial information of the subsidiaries, the aforesaid Consolidated financial statements give the information required by the Companies Act, 2013 ("the Act"), as amended, in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended ("Ind AS") and other accounting principles generally accepted in India, of the Consolidated state of affairs of the Group as at 31 March, 2026, their Consolidated net profit (including the other comprehensive income), their Consolidated changes in equity and their Consolidated cash flows for the year then ended.

Basis for Opinion

We conducted our audit of the Consolidated financial statements in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013 (Act). Our responsibilities under those Standards are further described in the *Auditor's Responsibilities for the Audit of the Consolidated Financial Statements* section of our report. We are independent of the Group in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the ethical requirements that are relevant to our audit of the Consolidated financial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Consolidated financial statements.

Key Audit Matters

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

Key Audit Matter	Auditor's Response
Revenue Recognition	***Principal Audit Procedures***
Revenue is recognised net of discounts and rebates earned by customers. Owing to the Company's presence across diverse marketing regions and the competitive nature of the industry, the quantum of discounts and rebates varies based on customer categories and market conditions. These are determined based on management's market assessment reports and involve manual interventions in their computation and recognition. Accordingly, there is a risk of material misstatement in revenue arising from incorrect determination of discounts and rebates.	• Assessed the appropriateness of the Company's accounting policy relating to discounts and rebates with reference to the applicable accounting standards. • Evaluated the design and tested the operating effectiveness of key internal controls over the approval, computation, accounting and issuance of credit notes. • Tested, on a sample basis, the computation of discounts and rebates, supporting documentation, and credit notes issued during and after the year end for appropriate recognition. • Performed analytical procedures by comparing current year discounts and rebates with historical trends and sales patterns to assess the reasonableness of the amounts recognised

Information Other than the Financial Statements and Auditor's Report Thereon

The Company's Board of Directors are responsible for the preparation of other information. The other information comprises the information included in the Management Discussion and Analysis, Financial and Operational Review, Director's Report, Business Responsibility Report, Corporate Governance Report, Annual Report on CSR activities, 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 identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

The other information is expected to be made available to us after the date of this auditor's report. When we read such other information, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance.

Management's Responsibility for the Consolidated Financial Statements

The Holding Company's Board of Directors are responsible for the preparation of these consolidated financial statements in the terms of the requirements of the Companies Act, 2013 ("the Act") that give a true and fair view of the consolidated financial position, consolidated financial performance (including other comprehensive income), consolidated statement of changes in equity and consolidated cash flows of the Group in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards specified under section 133 of the Act. The respective Board of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provision of the Act for safeguarding the assets of the group and for preventing and detecting frauds and other irregularities; the selection and application of appropriate accounting policies; making judgements and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Holding Company, as aforesaid.

In preparing the consolidated financial statements, management and 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 respective Boards of Directors of the companies included in the Group are also responsible for overseeing the financial reporting process of the Group.

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

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

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

- Identify and assess the risks of material misstatement of the Consolidated financial statements, whether due to fraud or error; design and perform audit procedures responsive to those risks and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal controls.
- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company and its said Subsidiaries have an adequate internal financial controls system 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 the 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 the going concern assumption in preparing these Consolidated Financial Statements. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on

the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the Consolidated financial statements, including the disclosures, and whether the Consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of the Holding Company, of which we are the independent auditors. The financial statements of the subsidiaries included in the consolidated financial statements have been audited by another auditor, who remains responsible for the direction, supervision and performance of the audit carried out by them. Our responsibility is to express an opinion on the consolidated financial statements based on our audit and the report of the other auditor. We remain solely responsible for our audit opinion.

We communicate with those charged with governance of the Holding Company and such other entities included in the consolidated financial statements of which we are the independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements for the year ended 31st March 2026 and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Other Matters

We did not audit the financial statements and other financial information of the subsidiaries whose financial statements reflect total assets of Rs. 3,296.20 lakhs as at 31 March 2026, total revenues (including other income) of Rs. 71.82 lakhs and net cash outflows of Rs. 3.67 lakhs for the year ended on that date, before giving effect to the consolidated adjustments, as considered in the consolidated financial statements. These financial statements 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 these subsidiaries, and our report in terms of sub-sections (3) and (11) of Section 143 of the Companies Act, 2013, in so far as it relates to the aforesaid subsidiaries, is based solely on the reports of such other auditors.

Our opinion on the consolidated financial statements is not modified in respect of this matter.

Report on Other Legal and Regulatory Requirements

1. (A) As required by Section 143(3) of the Act, based on our audit and on the consideration of report of the other auditors on separate financial statements and the other financial information of subsidiaries, referred in the 'Other Matters' paragraph, we report, to the extent applicable, that:

   a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of 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 except for the matters stated in the paragraph 2B(vi) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014;

   c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss including Other Comprehensive Income, Consolidated Statement of Changes in Equity and the Consolidated Statement of Cash Flows dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the Consolidated Financial Statements.

   d) In our opinion, the aforesaid consolidated financial statements comply with the Indian Accounting Standards specified under section 133 of the Act, read with relevant rules made thereunder;

   e) On the basis of the written representations received from the Directors of the Holding Company as on 31 March, 2026 taken on record by the Board of Directors of the Holding Company and the reports of the statutory auditor of its Subsidiaries incorporated in India, none of the directors of the Group companies incorporated in India are disqualified as on 31 March 2026 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 and the operating effectiveness of such controls, refer to our separate Report in "Annexure A" which is based on the auditor's reports of the Company and its Subsidiaries incorporated in India. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the internal financial controls with reference to Consolidated Financial Statements of those companies, for reasons stated therein.

(B) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us and based on the consideration of the report of the other auditor on separate financial statements and the other financial information of subsidiaries, as noted in the 'Other matter' paragraph:

i. the consolidated financial statements disclose the impact of pending litigations on the consolidated financial position of the Group. Refer Note 36 to the 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 for the year ended 31 March 2026.

iv.(a) The respective managements of the Company and its Subsidiaries incorporated in India, whose financial statements have been audited under the Act, have represented that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entity ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend to 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 respective managements of the Company and its Subsidiaries incorporated in India, whose financial statements have been audited under the Act, have represented, that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been received by the Company from any person or entity, including foreign entity ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend to 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 such audit procedures that have been considered reasonable and appropriate in the circumstances performed by us on the Company and its Subsidiaries which is 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 mis-statement.

v. The final dividend paid by the Company during the year in respect of the dividend declared for the previous financial year 2024-2025 is in accordance with section 123 of the Companies Act 2013 to the extent it applies to payment of dividend.

The interim dividend declared and paid by the Company during the year and until the date of this audit report is in accordance with section 123 of the Companies Act 2013.

As stated in note 16.1 to the financial statements, the Board of Directors of the Company has proposed final dividend for the year which is subject to the approval of the members at the ensuing Annual General Meeting. The dividend declared is in accordance with section 123 of the Act to the extent it applies to declaration of dividend.

vi. Based on our examination, which included test checks, and as stated in Note 46 to the consolidated financial statements, the Holding Company has used an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility, except that the audit trail (edit log) facility was not enabled at the database level to log any direct data changes. The audit trail (edit log) facility has operated throughout the year for all relevant transactions recorded in the accounting software. We did not come across any instance of the audit trail (edit log) feature being tampered with during the course of our audit. Additionally, for the periods during which the audit trail (edit log) facility was enabled in the previous years, the audit trail has been preserved by the Holding Company in accordance with the statutory requirements for record retention.

Further, based on the reports of the other auditors of the subsidiaries incorporated in India, whose financial statements were audited by such other auditors, the said subsidiaries have used accounting software for maintaining their books of account which has a feature of recording audit trail (edit log) facility, which has operated throughout the year for all relevant transactions recorded in the software. The other auditors have not reported any instance of the audit trail (edit log) feature having been tampered with during the course of their audits and have reported that, for the periods during which the audit trail (edit log) facility was enabled, the audit trail has been preserved by the said subsidiaries in accordance with the statutory requirements for record retention.

C. 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 according to the information and explanations given to us, the remuneration paid by the Company to its directors during the current year is in accordance with the provisions of Section 197 of the Act.

For **M Bhaskara Rao & Co.,**
Chartered Accountants
(Firm's Registration No. 000459S)

D. Bapu Raghavendra
Partner
Membership No.213274
UDIN:26213274UJCFOQ7058

Hyderabad, 29 May, 2026

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 on the Consolidated Financial Statements to the Members of **NCL Industries Limited** of even date)

Report on the Internal Financial Controls with reference to Consolidated Financial Statements under Clause (i) of sub-section 3 of Section 143 of the Companies Act, 2013 (the "Act")

We have audited the internal financial controls with reference to Consolidated Financial Statements of NCL Industries Limited (the "Company") and its subsidiaries incorporated in India as of 31 March 2026 in conjunction with our audit of the consolidated Ind AS financial statements of the Company for the year ended on that date.

Management and Board of Director's Responsibility for Internal Financial Controls

The respective Management and Board of Directors of the Company and its said Subsidiary Companies incorporated in India are responsible for establishing and maintaining internal financial controls with reference to Consolidated Financial Statements criteria established by the respective companies, considering the essential components of internal controls stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India. 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 respective company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditor's Responsibility

Our responsibility is to express an opinion on the internal financial controls with reference to Consolidated Financial Statements based on our audit and on that of the said Subsidiary Companies based on the report of their Auditors. 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 Institute of Chartered Accountants of India 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 included 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 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 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 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 financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls with reference to 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.

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company and its Subsidiaries incorporated in India have, in all material respects, an adequate internal financial controls system with reference to Consolidated Financial Statements and such internal financial controls with reference to Consolidated Financial Statements were operating effectively as at 31 March 2026, based on the criteria for internal financial control with reference to Consolidated Financial Statements 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.

Other Matters

Our aforesaid report under Section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls with reference to Consolidated Financial Statements in so far as it relates to its said Subsidiaries, is based on the corresponding reports of the auditors of the said Subsidiaries.

For **M Bhaskara Rao & Co.,**
Chartered Accountants
(Firm's Registration No. 000459S)

D. Bapu Raghavendra
Partner
Membership No.213274
UDIN:26213274UJCFOQ7058

Hyderabad, 29 May, 2026

Consolidated Balance Sheet as at March 31, 2026

(All amounts in Indian Rupees lakhs except for share data or as otherwise stated)

Particulars	Note No	As at 31 March 2026	As at 31 March 2025
ASSETS			
Non-current assets			
(a) Property, Plant and Equipment	2	1,10,881.98	93,929.93
(b) Capital work-in-progress	3	228.61	14,833.89
(c) Right of Use Asset	4	260.79	341.57
(d) Goodwill		1,004.51	1,004.51
(e) Financial Assets			
(i) Investments	5	-	420.06
(ii) Other Financial Assets	6	6,585.59	5,890.98
(f) Other non-current Assets	7	1,566.38	927.44
Current Assets			
(a) Inventories	8	14,806.79	24,810.54
(b) Financial Assets			
(i) Trade Receivables	9	11,833.42	13,578.53
(ii) Cash & Cash Equivalents	10	331.01	1,489.16
(iii) Bank Balances other than (ii) above	11	681.89	667.32
(iv) Loans	12	-	950.00
(v) Other Financial Assets	13	10.52	24.71
(c) Other Current Assets	14	6,060.51	4,611.70
Assets Held for sale	47	3,178.64	-
TOTAL ASSETS		**1,57,430.64**	**1,63,480.34**
EQUITY AND LIABILITIES			
Equity			
(a) Equity Share Capital	15	4,523.28	4,523.28
(b) Other Equity	16	89,496.93	81,300.93
Liabilities			
Non-current liabilities			
(a) Financial Liabilities			
(i) Borrowings	17	14,932.87	14,670.50
(ii) Lease Liabilities	43	220.49	232.02
(iii) Other Financial Liabilities	18	6,078.36	8,191.40
(b) Provisions	19	1,083.78	1,029.53
(c) Deferred Tax Liabilities (Net)	20	11,172.71	13,103.14
Current liabilities			
(a) Financial Liabilities			
(i) Borrowings	21	8,723.96	10,216.57
(ii) Lease Liabilities	43	70.81	127.91
(iii) Trade payables			
a) Total outstanding dues of micro and small enterprises	22	101.48	0.93
b) Total outstanding dues of Creditors other than micro and small enterprises	22	6,185.55	15,144.41
(iv) Other Financial Liabilities	23	9,482.72	8,984.90
(b) Provisions	24	334.58	320.79
(c) Current Tax Liabilities (Net)	25	363.64	1,305.33
(d) Other current liabilities	26	4,659.48	4,328.71
TOTAL EQUITY AND LIABILITIES		**1,57,430.64**	**1,63,480.34**
Corporate Information and Summary of material accounting policies	1		

The accompanying notes form an integral part of the Consolidated financial statements

As per our report of even date attached

For and on behalf of the Board of Directors of NCL Industries Limited

for M. Bhaskara Rao & Co
Chartered Accountants
Firm Registration Number: 000459S

K Ravi
Vice Chairman & Managing Director
DIN: 02706060

N. G. V. S. G. Prasad
Executive Director & CFO
DIN: 07515455

D. Bapu Raghavendra
Partner
Membership No. 213274

M Divya Bharathi
Company Secretary
Membership No. A31170

Place : Hyderabad
Date : May 29, 2026

NCL INDUSTRIES LIMITED

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

(All amounts in Indian Rupees lakhs except for share data or as otherwise stated)

Particulars		Note No.	Year Ended 31 March 2026	Year Ended 31 March 2025
I.	**Income**			
	Revenue From Operations	27	1,42,208.44	1,36,210.19
	Other Income	28	3,157.07	2,114.93
Total Income (I)			**1,45,365.51**	**1,38,325.12**
II.	**Expenses**			
	Cost of materials consumed	29	24,414.10	27,678.42
	Changes in inventories of finished goods & Work-in-progress	30	730.58	27.33
	Employee benefit expenses	31	8,248.93	7,702.33
	Finance Costs	32	1,903.61	1,985.83
	Depreciation	33	5,549.45	5,407.00
	Manufacturing Expenses	34(a)	54,686.46	53,565.57
	Administration Expenses	34(b)	2,856.19	2,761.70
	Selling and Distribution Expenses	34(c)	32,272.52	32,548.59
Total expenses (II)			**1,30,661.84**	**1,31,676.77**
III.	**Profit/(loss) before exceptional items and tax (I-II)**		14,703.67	6,648.35
	Exceptional Items	48	977.21	1,006.33
IV.	**Profit Before Tax**		**13,726.46**	**5,642.02**
V.	**Tax Expenses**			
	Current Tax	39	3,139.54	1,793.33
	Taxes relating to prior period	39	142.35	22.45
	Deferred Tax charge/(credit)	39	(1,930.43)	420.51
Total tax expenses (V)			**1,351.46**	**2,236.29**
VI.	**Profit/(loss) for the period from continuing operations (IV-V)**		**12,374.99**	**3,405.74**
VII.	**Loss from discontinued operations**	47	(3,295.93)	(1,361.93)
	Tax credit relating to discontinued operations	47	460.09	475.91
	Loss from discontinued operations (after tax) (VII)	47	(2,835.84)	(886.02)
VIII.	**Profit/(Loss) for the year (VI + VII)**		**9,539.15**	**2,519.72**
IX.	**Other Comprehensive Income**			
	Items that will not be reclassified to profit or loss:			
	Remeasurements (Loss)/Gain on the defined benefit plans		320.69	(34.55)
	Income tax relating to above items		(80.71)	12.07
Other Comprehensive Income (IX)			**239.98**	**(22.48)**
X.	**Total Comprehensive Income for the period (VIII+IX)**		**9,779.13**	**2,497.24**
	Earnings per equity share (in Rupees) (Face Value - Rs. 10 each)			
	Continuing Operations - Basic and Diluted (Rs.)	35	27.36	7.53
	Discontinued Operations - Basic and Diluted (Rs.)	35	(6.27)	(1.96)
	Earnings per equity share from both continuing and discontinued operations	35	21.09	5.57
Corporate Information and Summary of material accounting policies		1		

The accompanying notes form an integral part of the Consolidated financial statements

As per our report of even date attached

For and on behalf of the Board of Directors of NCL Industries Limited

for M. Bhaskara Rao & Co
Chartered Accountants
Firm Registration Number: 000459S

K Ravi
Vice Chairman & Managing Director
DIN: 02706060

N. G. V. S. G. Prasad
Executive Director & CFO
DIN: 07515455

D. Bapu Raghavendra
Partner
Membership No. 213274

M Divya Bharathi
Company Secretary
Membership No. A31170

Place : Hyderabad
Date : May 29, 2026

Consolidated Statement of Cash flows

for the year ended 31 March 2026

(All amounts in Indian Rupees lakhs except for share data or as otherwise stated)

Particulars	Year Ended 31 March 2026	Year Ended 31 March 2025
A. Cash flow from operating activities		
Profit before income tax from		
Continuing operations	13,726.46	5,642.02
Discontinued operations	(3,295.93)	(1,361.93)
Profit before income tax including discontinued operations	10,430.53	4,280.10
Adjustments for		
Depreciation	5,813.49	5,663.54
Finance costs	2,006.95	2,009.72
Interest Income	(58.30)	(79.64)
Impairment	1,467.86	-
Operating Profit before working capital changes	**19,660.53**	**11,873.71**
Working Capital Adjustments :		
Adjustments for increase /(decrease) in operating assets and liabilities:		
(Increase) / Decrease in trade receivables	1,745.11	681.00
(Increase) / Decrease in inventories	8,508.00	(7,110.92)
Increase / (Decrease) in trade payables	(8,858.30)	6,182.68
(Increase) / Decrease in other financial assets	269.59	(1,726.72)
(Increase) / Decrease in other non-current assets	(638.94)	(323.86)
(Increase) / Decrease in other current assets	(1,448.81)	1,866.51
Increase / (Decrease) in provisions	13.79	(46.12)
Increase / (Decrease) in employee benefit obligations	54.25	273.73
Increase / (Decrease) in other current liabilities	330.77	(2,271.23)
Increase / (Decrease) in financial liabilities	497.82	369.74
Increase / (Decrease) in Other financial liabilities non current	(1,792.35)	486.54
Increase/ (Decrease) in other non current liabilities	-	(629.89)
Cash generated from operations	**18,341.45**	**9,625.17**
Less: Income taxes paid	3,844.20	1,005.04
Net Cash Generated from / (Used in) Operating Activities (A)	**14,497.25**	**8,620.13**
B. Cash flows from investing activities		
Payments for property, plant and equipment	(10,981.18)	(11,783.34)
Proceeds from sale of property, plant and equipment	171.01	327.91
Interest Income	58.30	79.64
Movement in bank balances not considered as Cash & Cash Equivalents	(14.57)	260.61
Net Cash Generated from / (Used in) Investing Activities (B)	**(10,766.44)**	**(11,115.18)**
C. Cash flows from financing activities		
Proceeds from non current borrowings	5,285.00	6,646.33
Repayment of non current borrowings	(6,985.78)	(1,374.06)
Proceeds from current borrowings	470.55	2,743.93

Consolidated Statement of Cash flows
for the year ended 31 March 2026 Cont...

(All amounts in Indian Rupees lakhs except for share data or as otherwise stated)

Particulars	Year Ended 31 March 2026	Year Ended 31 March 2025
Repayment of current borrowings	-	(4,928.79)
Lease Liabilities	(98.27)	(83.53)
Interest paid	(1,977.31)	(1,900.76)
Dividends paid to Company's share holders	(1,583.15)	(1,583.15)
Net Cash Generated From/(Used In) Financing Activities (C)	**(4,888.96)**	**(480.03)**
Net increase / (decrease) in cash and cash equivalents (A+B+C)	(1,158.15)	(2,975.08)
Cash and cash equivalents at the beginning of the financial year	1,489.16	4,464.24
Cash and cash equivalents at end of the year (Refer Note 10)	**331.01**	**1,489.16**

(i) The accompanying notes form an integral part of the consolidated financial statements

(ii) Statement of cash flows has been prepared under the indirect method as set out in Ind AS - 7 Statement of Cashflows

Changes in liabilities arising from financing activities:

Particulars	As at April 01, 2025	Proceeds	Repayment	Liability related changes*	As at March 31, 2026
Non-current borrowings (including current maturities of non-current borrowings)	22,143.14	5,285.00	(6,985.78)	-	20,442.36
Interest accrued but not due	823.11	-	(1,977.31)	-	837.40
Lease liabilities	359.93	-	(98.27)	-	291.29
Dividend Paid	-	-	(1,583.15)	-	-
Current borrowings	2,743.93	470.55	-	-	3,214.48
Total liabilities from financing activities	**26,070.11**	**5,755.55**	**(10,644.51)**	**-**	**24,785.53**

Particulars	As at April 01, 2024	Proceeds	Repayment	Liability related changes*	As at March 31, 2025
Non-current borrowings (including current maturities of non-current borrowings)	21,799.66	6,646.33	(6,302.85)	-	22,143.14
Interest accrued but not due	787.58	-	(1,900.76)	-	823.11
Lease liabilities	-	-	(83.53)	-	359.93
Dividend Paid	-	-	(1,583.15)	-	-
Current borrowings	-	2,743.93	-	-	2,743.93
Total liabilities from financing activities	**22,587.24**	**9,390.26**	**(9,870.29)**	**-**	**26,070.11**

As per our report of even date attached

for M. Bhaskara Rao & Co
Chartered Accountants
Firm Registration Number: 000459S

D. Bapu Raghavendra
Partner
Membership No. 213274

Place : Hyderabad
Date : May 29, 2026

For and on behalf of the Board of Directors of NCL Industries Limited

K Ravi
Vice Chairman & Managing Director
DIN: 02706060

N. G. V. S. G. Prasad
Executive Director & CFO
DIN: 07515455

M Divya Bharathi
Company Secretary
Membership No. A31170

Consolidated Statement of Changes in Equity
for the year ended 31.03.2026

(All amounts in Indian Rupees lakhs except for share data or as otherwise stated)

A. Equity Share Capital

Particulars	No of Shares	Amount
Equity shares of Rs.10 each issued, subscribed and fully paid		
Balance as on 1st April, 2024	4,52,32,790	**4,523.28**
Changes in Equity Share Capital during the year	-	-
Balance as on 31st March, 2025	**4,52,32,790**	**4,523.28**
Changes in Equity Share Capital during the year	-	-
Balance as on 31st March, 2026	**4,52,32,790**	**4,523.28**

B. Other Equity

Particulars	Reserves and Surplus					
	General Reserve	Capital Reserve	Securities Premium Reserve	Retained Earnings	Other Compre-hensive Income	Total
Balance as on 31st March, 2025	**45,000.00**	**243.94**	**21,222.84**	**14,897.72**	**(63.58)**	**81,300.93**
Profit for the year	-	-	-	9,539.15	-	9,539.15
Payment of Dividend and Dividend Distribution Tax	-	-	-	(1,583.14)	-	(1,583.14)
Other comprehensive income for the year	-	-	-	-	239.98	239.98
Transfer to General Reserve	3,000.00	-	-	(3,000.00)	-	-
Balance as on 31st March, 2026	**48,000.00**	**243.94**	**21,222.84**	**19,853.73**	**176.40**	**89,496.93**
Balance as on 1st April, 2024	**42,000.00**	**243.94**	**21,222.84**	**16,961.15**	**(41.10)**	**80,386.83**
Profit for the year	-	-	-	2,519.72	-	2,519.72
Payment of Dividend and Dividend Distribution Tax	-	-	-	(1,583.15)	-	(1,583.15)
Other comprehensive income for the year	-	-	-	-	(22.48)	(22.48)
Transfer to General Reserve	3,000.00	-	-	(3,000.00)	-	-
Balance as on 31st March, 2025	**45,000.00**	**243.94**	**21,222.84**	**14,897.72**	**(63.58)**	**81,300.93**

Corporate Information and Summary of material accounting policies 1

The accompanying notes form an integral part of the consolidated financial statements

As per our report of even date attached

For and on behalf of the Board of Directors of NCL Industries Limited

for M. Bhaskara Rao & Co
Chartered Accountants
Firm Registration Number: 000459S

K Ravi
Vice Chairman & Managing Director
DIN: 02706060

N. G. V. S. G. Prasad
Executive Director & CFO
DIN: 07515455

D. Bapu Raghavendra
Partner
Membership No. 213274

M Divya Bharathi
Company Secretary
Membership No. A31170

Place : Hyderabad
Date : May 29, 2026

Notes forming part of the Consolidated Financial Statements

Note 1. Corporate Information and Material Accounting Policy Information

a. Corporate Information

NCL Industries Limited ("the Company"), is a public company domiciled in India and was incorporated on 10 September 1979 under the provisions of the Companies Act, 1956 applicable in India. Its shares are listed on National Stock Exchange of India (NSE) and Bombay Stock Exchange (BSE) of India. The Registered Office of the Company is located at NCL Pearl, 7th floor, SD Road, Secunderabad, Telangana. The Company is principally engaged in the business of manufacturing and selling of Cement, Ready Mix concrete (RMC), Cement Bonded Particle Boards (CBPB), Doors, and operates two Small Hydro Power (SHP) projects.

The Company has manufacturing facilities in the states of Telangana, Andhra Pradesh and Himachal Pradesh, Electricity generating facilities in the states of Andhra Pradesh and Karnataka of India and caters mainly to the domestic market.

The company is having the following two subsidiaries and the same have been considered in the preparation of the consolidated financial statements;

Name of the Company	Country of Incorporation	Percentage of Equity interest
Tern Distilleries Private Limited	India	100%
Viswamber Cements Limited	India	99.99%

b. Basis of Preparation, Critical Accounting Estimates and Judgements, Material Accounting Policies and Recent Accounting Pronouncements

i) Statement of compliance

The financial statements have been prepared in accordance with the Indian Accounting Standards ("Ind AS") notified under Section 133 of the Companies Act, 2013 read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015, as amended from time to time, and other accounting principles generally accepted in India. These financial statements also comply with the relevant presentation and disclosure requirements of the Securities and Exchange Board of India (SEBI), where applicable.

The Group has ensured that accounting policies have been applied consistently to all periods presented in the Consolidated financial statements.

The Consolidated financial statements were approved for issue in accordance with the resolution of the Board of Directors on 29th May, 2026.

ii) Basis of Preparation and presentation of Financial Statements:

These Consolidated financial statements have been prepared under the historical cost convention on accrual basis and company estimates that the carrying amounts stated are reasonable approximations of fair values.

Historical cost is generally based on the fair value of the consideration given in exchange for goods and services at the time of their acquisition. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the Group takes into account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date.

iii) Principles of consolidation

Following subsidiaries have been considered in the preparation of the consolidated financial statements (collectively referred to as "the Group"):

Name of the Company	Country of Incorporation	Percentage of Equity interest
Tern Distilleries Private Limited	India	100%
Viswamber Cements Limited	India	99.99%

Subsidiaries:

Subsidiaries are all entities over which the Holding Company (NCL Industries Limited) has control. The Holding Company controls an entity where it is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power to direct the relevant activities of the entity. Subsidiaries are fully consolidated from the date on which control is transferred to the group.

The acquisition method of accounting is used to account for business combinations by the group. The group combines the financial statements of the parent and its subsidiaries line by line adding together like items of assets, liabilities, equity, income and expenses. Intercompany transactions, balances and unrealised gains on transactions between group companies are eliminated. Unrealised losses are also eliminated unless the transaction provides evidence of an impairment of the transferred asset. Accounting policies of subsidiaries have been changed where necessary to ensure consistency with the policies adopted by the group.

Non-controlling interests in the results and equity of subsidiaries are shown separately in the consolidated statement of profit and loss, consolidated statement of changes in equity and balance sheet respectively.

The assets and liabilities recognized as above are derecognized from consolidation from the date the control ceases.

Transactions eliminated on consolidation:

Intra group balances and transactions, and any unrealised income and expenses arising from intra group transactions are eliminated. Unrealised incomes or losses arising from equity accounted investees are eliminated against the investment to the extent that there is no impairment.

iv) Functional and Presentation currency

These Consolidated financial statements are presented in Indian Rupees which is the functional currency of the Group and the currency of the primary economic environment in which the Group operates.

Rounding of amounts

All amounts disclosed in the financial statements which also include the accompanying notes have been rounded off to the nearest lakhs as per the requirement of Schedule III to the Companies Act 2013, unless otherwise stated.

v) Classification of Current / Non-Current Assets and Liabilities

All the assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria set out in the Schedule III to the Companies Act, 2013.

Assets: An asset is classified as current when it satisfies any of the following criteria:

a) it is expected to be realised in, or is intended for sale or consumption in, the Company's normal operating cycle;

b) it is held primarily for the purpose of being traded;

c) it is expected to be realised within twelve months after the reporting date; or

d) it is cash or cash equivalents unless it is restricted from being exchanged or used to settle a liability for at least twelve months after the reporting date.

Liabilities: A liability is classified as current when it satisfies any of the following criteria:

a) it is expected to be settled in the Company's normal operating cycle;

b) it is held primarily for the purpose of being traded;

c) it is due to be settled within twelve months after the reporting date; or

d) the Company does not have an unconditional right to defer settlement of the liability for at least twelve months after the reporting date. Terms of a liability that could, at the option of the counterparty, result in its settlement by the issue of equity instruments do not affect its classification.

All other assets/ liabilities are classified as non-current.

Based on the nature of products and the time between the acquisition of assets for processing and their realisation in Cash or cash equivalents, the Company has ascertained its normal operating cycle as 12 months for the purpose of Current / Non-current classification of assets and liabilities.

vi) Critical /Significant accounting estimates, judgements and assumptions

In the application of the accounting policies, the management of the Group are required to make judgements, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The Management believes that the estimates used in preparation of the financial statements are prudent and reasonable and the associated assumptions are based on historical experience and other factors that are considered to be relevant.

Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

Actual results could differ from those estimates.

The significant areas of estimation, uncertainty and critical judgements in applying accounting policies that have the most significant effect on the amount recognised in the financial statements is included in the following notes.

Useful Lives of Property, Plant and Equipment and Intangible Assets:

The Group has estimated useful life of each class of assets based on the nature of assets, the estimated usage of the asset, the operating condition of the asset, past history of replacement, anticipated technological changes, etc. The Group reviews the useful life of property, plant and equipment and Intangible assets as at the end of each reporting period. This reassessment may result in change in depreciation expense in future periods.

Impairment Testing:

Property, plant and equipment that are subject to depreciation/ amortisation are tested for impairment periodically including when events occur or changes in circumstances indicate that the recoverable amount of the cash generating unit is less than its carrying value. The recoverable amount of cash generating units is higher of value-in-use and fair value less cost to sell. The calculation involves use of significant estimates and assumptions which includes turnover and earnings multiples, growth rates and net margins used to calculate projected future cash flows, risk-adjusted discount rate, future economic and market conditions.

Income Taxes:

Deferred tax assets are recognised to the extent that it is regarded as probable that deductible temporary differences can be realised. The Group estimates deferred tax assets and liabilities based on current tax laws and rates and in certain cases, business plans, including management's expectations regarding the manner and timing of recovery of the related assets. Changes in these estimates may affect the amount of deferred tax liabilities or the valuation of deferred tax assets and thereby the tax charge in the Statement of Profit and Loss.

Provision for tax liabilities require judgements on the interpretation of tax legislation, developments in case laws and the potential outcomes of tax audits and appeals which may be subject to significant uncertainty. Therefore, the actual results may vary from expectations resulting in adjustments to provisions, the valuation of deferred tax assets, cash tax settlements and therefore the tax charge in the Statement of Profit and Loss.

Defined Benefit Plans:

The cost of the defined benefit plans and the present value of the defined benefit obligation are based on actuarial valuation using the projected unit credit method. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases and mortality rates. Due to the complexities involved in the valuation and its long term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each Balance Sheet date.

The parameter most subject to change is the discount rate. In determining the appropriate discount rate, the management considers the interest rates of government bonds in currencies consistent with the currencies of the post-employment benefit obligation. The mortality rate is based on publicly available mortality tables for the specific countries. Those mortality tables tend to change only at intervals in response to demographic changes. Future salary increases and gratuity increases are based on expected future inflation rates.

Allowance for uncollectible trade receivables

Trade receivables do not carry interest and are stated at their nominal values as reduced by appropriate allowances for estimated irrecoverable amounts. Estimated irrecoverable amounts are based on the aging of the receivable balances and historical experiences. Individual trade receivables are written off when management deems them not be collectible.

Provisions and Contingency: The Group has assessed the probable unfavourable outcomes and creates provisions where necessary. Where these are assessed as not probable or where they are probable upon a contingency, they are disclosed as contingent liability.

Mine closure, site restoration and decommissioning obligations

The obligation is estimated on the basis of cash flows expected to be incurred as per applicable mining regulations. The Group reviews the cash flows as at the end of each reporting period. This reassessment may result in change in amount of expense in future periods.

vii) Goodwill

Goodwill is measured at cost, being the excess of the sum of the consideration transferred, the amount of any non-controlling interests in the acquiree, and the fair value of the acquirer's previously held equity interest in the acquiree (if any) over the net of the acquisition-date amounts of the identifiable assets acquired and liabilities assume

After initial recognition, goodwill is measured at cost less any accumulated impairment losses. Goodwill is not amortised but is reviewed for impairment atleast annually. For the purpose of impairment testing, goodwill acquired in a business combination is, from the acquisition date, allocated to each of the Group's cash-generating units expected to benefit from the synergies of 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 its carrying amount of the unit, 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 profit and loss. Any 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.

viii) Revenue Recognition

The Group primarily generates revenue from simply structured sales of building materials, such as cement, Cement Bonded Particle Boards, Ready Mix Concrete and Power generation, for which the control passes to the customer at a specific point in time. In the context of the sale of the products, separate performance obligations may arise from freight and transport services as well as from services directly related to the sale of the products. These services are generally performed at the time that the control of the products is transferred.

Revenue is the amount of consideration expected to be received in exchange for transferring promised goods or services to a customer, excluding amounts collected on behalf of third parties (GST). Revenue is recognized when (or as) a performance obligation is satisfied by transferring the control of a promised good or service to the customer. A customer obtains control of a good or service if it has the ability to direct the use of and obtain substantially all of the remaining benefits from that good or service. Control is transferred over time or at a point in time. Revenue from the sale of goods is recognised when control of the good is transferred to the customer, usually upon delivery and there is no unfulfilled obligation that could affect the customer's acceptance of the products.

Rendering of services: Revenue arising from services is recognised in the accounting period in which the services are rendered, and it is measured using either output methods or input methods, depending on the nature of service provided. A receivable is recognized when there is an unconditional right to consideration for the performance obligations to the customer that are satisfied.

A contract asset is recognized when the performance obligation to the customer is satisfied before the customers pays or before payment is due, usually when goods or services are transferred to the customer before the Group has a right to invoice.

A contract liability is recognized when there is an obligation to transfer goods or services to a customer for which the Group has received consideration from the customer (prepayments) or there is an unconditional right to receive consideration before the Group transfers a good or a service (deferred income). The contract liability is derecognized when the promise is fulfilled and revenue is recorded in the statement of profit and loss.

Revenue is net of GST wherever applicable, recognized on accrual basis, to the extent that it is probable that the economic benefits will flow to the Group and the revenue can be reliably measured.

Sale of Goods: The Company recognises the revenue when it transfers control over the goods to the customer. Revenue towards satisfaction of a performance obligation is measured at the amount of transaction price (net of variable consideration) allocated to that performance obligation. The transaction price of goods sold is net of variable consideration on account of various discounts and schemes offered by the Company as part of the contract.

Rental Income: Income from rental of immovable property is recognised on a straight-line basis over the lease term, in accordance with the terms of the lease agreement.

Rendering of services: Revenue from services is recognised with reference to the stage of completion of a contract when outcome can be measured reliably. Stage of completion is measured by the services performed till Balance Sheet date as a percentage of total services contracted.

Sale of Power: Revenue from generation and supply of power is recognised on the supply of net units generated from the plant to the Grid, as per the terms of the respective Power Purchase Agreements entered into with such user.

Interest income is recognized using the effective interest rate method.

ix) **Property Plant and Equipment:**

Property Plant and equipment are stated at cost, net of credit availed in respect of any taxes, duties less accumulated depreciation and impairment losses, if any. Property, plant and equipment is capitalised only when it is probable that future economic benefits associated with these will flow to the Group and the cost of the item can be measured reliably.

Cost comprises the purchase price and any attributable cost to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management. Borrowing costs relating to acquisition of qualifying asset which takes substantial period of time to get ready for intended use are also included to the extent they relate to the period up to such assets are ready for their intended use. Expenditure directly relating to construction/erection activity is capitalized. Indirect expenditure incurred during construction period is capitalized as part of the construction cost to the extent such expenditure is related to construction or is incidental thereto.

Subsequent expenditure incurred on existing Property Plant and equipment is added to their book value only if such expenditure increases the future benefits from the existing assets beyond their previously assessed standard of performance.

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in the Statement of Profit and Loss. Proportionate depreciation is charged for the addition and disposal of an item of property, plant and equipment made during the year.

In the transition to Ind-AS, the Group has elected to continue with the carrying value of all of its property, plant and equipment recognized as of April 1, 2015 (transition date) measured as per the previous GAAP and use that carrying value as its deemed cost as of the transition date.

Depreciation and amortization

i) Depreciation of Buildings and Plant & Machinery is provided on straight line method of depreciation based on the useful lives of the assets, as per Schedule II of the Companies Act 2013

ii) Depreciation of Other Assets is provided on Written Down Value method based on the useful lives of the assets, as per Schedule II of the Companies Act 2013

iii) Depreciation of Assets of Energy Division is charged as per Part B of the Schedule II of Companies Act 2013. Depreciation on fixed assets of Energy Division is provided on straight line method at the rates and in the manner prescribed as per notification no.151 dated 29.03.1994 issued by Ministry of Power (Department of Power).

iv) The assets' residual values are measured at not more than 5% of the original cost of the asset. The assets' residual values and useful lives are reviewed, and adjusted, if appropriate, at the end of each reporting period.

v) On tangible property, plant and equipment added / disposed-off during the year, depreciation is charged on pro-rata basis from the date of addition / till the date of disposal.

vi) Gains and losses on disposal of assets are determined by comparing the sale proceeds with the carrying amount. These are included in profit or loss within other income.

vii) Individual low-cost assets (acquired for Rs. 5,000/- or less) are depreciated at 100 % in the year of acquisition/ purchase.

viii) The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate

Impairment of assets

Assets are tested for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognized for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs of disposal and value in use. For the purposes of assessing impairment, assets are grouped at the lowest levels for which separately identifiable cash inflows can be generated which are largely independent of the cash inflows from other assets or group of assets (cash-generating units).

CWIP (Capital Work in Progress)

Capital works in progress are stated at cost net of impairment loss, if any. Cost of Assets in the course of construction are accounted in capital work in progress account. At the point when an asset is capable of operating in the manner intended by management, the cost of construction is transferred to the appropriate category of property, plant and equipment.

Tangible assets not ready for the intended use on the date of Balance Sheet are disclosed as "Capital work-in progress". Advances given towards acquisition /construction of fixed assets outstanding at each Balance Sheet date are disclosed as Capital Advances under "Other Non-Current Assets" as appropriate.

x) Investment In Subsidiaries and Joint Venture:

Investments in subsidiaries and joint ventures 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 to its recoverable amount. On disposal of investments in subsidiaries and joint venture, the difference between net disposal proceeds and the carrying amounts are recognised in the Statement of Profit and Loss.

The Share of profit or loss from the joint venture (a partnership firm) is considered and accounted as other income or other expenses in the standalone financial statements.

xi) Inventories

Inventories are valued at the lower of cost and estimated net realisable value (net of allowances) after providing for obsolescence and other losses, where considered necessary. Cost of raw materials, stores and spares and packing material includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition.

Cost of finished goods and work-in progress include all costs of purchases, conversion costs and other costs incurred in bringing the inventories to their present location and condition. It includes the appropriate portion of overheads. Cost of conversion of inventories include costs directly related to the units of production, such as direct labour. They also include a systematic allocation of fixed and variable production overheads that are incurred in converting materials into finished goods.

Trade discounts or rebates are deducted in determining the costs of purchase.Net realisable value represents the estimated selling price for inventories less all estimated costs of completion and costs necessary to make the sale. The cost (net of taxes subsequently recoverable from tax authorities) of raw materials, stores & spares is determined on moving weighted average basis.

Net realisable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and estimated costs necessary to make the sale.

The methods of determining cost of various categories of inventories are as follows:

Type of Inventory	Method
Raw materials and coal	Weighted average method
Stores and spares and packing materials	Weighted average method
Work-in-progress and finished goods (manufactured)	Weighted average method and including an appropriate share of applicable overheads

xii) Borrowings

Borrowings are initially recognised at fair value, net of transaction cost incurred. Borrowings are subsequently measured at amortised cost. Any difference between the proceeds (net of transaction cost) and the redemption amount is recognised in statement of profit and loss over the period of the borrowings, using the effective interest method. Fees paid on the established loan facilities are recognised as transaction cost of the loan, to the extent that it is probable that some or all the facility will be drawn down.

xiii) Borrowings Costs

Borrowing cost directly attributable to acquisition and construction of qualifying assets that necessarily takes substantial period of time are capitalised as part of the cost of such assets up to the date when such assets are ready for intended use or sale are capitalised as part of the cost of the asset. All other borrowing costs are expensed in the period in which they occur.

Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds.

xiv) Foreign Exchange Transactions/Translation

Transactions in foreign currencies are accounted at functional currency, at the exchange rate prevailing on the date of transactions. Gains/ losses arising out of the fluctuations in the exchange rate between functional currency and foreign currency are recognized in the Statement of Profit &Loss in the period in which they arise. The fluctuations between foreign currency and functional currency relating to monetary items at the year ending are accounted as gains / losses in the Statement of Profit & Loss.

xv) Research and Development

All expenses incurred for Research & Development are charged to revenue as incurred. Capital Expenditure incurred during the year on Research & Development is shown as additions to Fixed Assets.

xvi) Provisions, Contingent Assets/ Contingent Liabilities

Provisions

Provisions are recognized when the Group has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation.

Warranty Provisions:

Provisions for Warranty related costs are recognized when the product is sold or service is provided. Provision is based on historical experience. The estimate of such warranty related costs is revised annually

Contingent Liabilities

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Group or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation.

A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognized because it cannot be measured reliably. The Group does not recognize a contingent liability but discloses its existence in the financial statements.

Contingent Assets

A contingent asset is a possible asset that arises 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 entity.

The Group does not recognize a contingent asset but discloses its existence in the financial statements if the inflow of economic benefits is probable

xvii) Leases

The Group evaluates contracts at inception to determine whether they contain a lease as defined under **Ind AS 116 – Leases**.

A contract is, or contains, a lease if it conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

Although the Group has been applying Ind AS 116 since its mandatory adoption, this is the **first year in which the Group has recognised a material lease arrangement** in its financial statements.

Accordingly, for contracts identified as leases, the Group recognises a **right-of-use (ROU) asset** and a corresponding **lease liability** at the lease commencement date. The ROU asset is measured at cost, comprising:

- The initial lease liability amount,
- Lease payments made at or before commencement,
- Initial direct costs,
- An estimate of dismantling or restoration costs,
- Less any lease incentives received.

The ROU asset is **depreciated on a straight-line basis** over the lease term or the useful life of the asset, whichever is shorter, and is subject to **impairment testing** under Ind AS 36.

The lease liability is initially measured at the **present value of unpaid lease payments**, discounted using the Company's **incremental borrowing rate**. Lease liabilities are remeasured for changes in lease terms, indices, rates, or estimates affecting residual value guarantees or exercise of options. Any resulting adjustment is made to the ROU asset or profit or loss if the carrying amount of the ROU asset has been reduced to zero.

The Group continues to apply the **practical expedients** for:

- **Short-term leases** (lease term of 12 months or less), and
- **Leases of low-value assets**,

by recognising the related lease payments as an expense over the lease term.

xviii) Mine closure, site restoration and decommissioning obligations:

An obligation for restoration, rehabilitation and environmental costs arises when environmental disturbance is caused by the development or ongoing extraction from mines.

The company recognises unavoidable obligations, legal or assumed, to restore the mines upon exhaustion of reserves/end of lease period whichever is earlier. The obligation is estimated on the basis of cash flows expected to be incurred as per applicable mining regulations.

The estimate of expenses are discounted at a discount rate that reflects the current market assessment of the time value of money and the risks, such that the amount of provision reflects the present value of the expenditures expected to be required to be settle the obligation.

The company records the liability for final reclamation and mine closure. The obligation is recognised in the period in which the liability is incurred.

The value of the provision is progressively increased over time as the effect of discounting unwinds creating an expense recognised as financial expenses. Subsequent adjustments if any to the obligation for changes in the estimated cashflows/disbursement period/ discount rate is modified prospectively.

xix) Income Tax:

Income tax expense comprises current and deferred income tax. Income tax expense is recognized in the net profit in the statement of profit or loss except to the extent that it relates to items recognized in Other comprehensive income.

Current income tax for current and prior periods is recognized at the amount expected to be paid to or recovered from the tax authorities, using the tax rates and tax laws that have been enacted or substantially enacted by the balance sheet date.

Deferred income tax assets and liabilities are recognized for all temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements.

Deferred tax assets are generally recognized for all deductable temporary differences to the extent that it is probable that the taxable profits will be available against which those deductable temporary differences can be utilized. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that is no longer probable that related tax benefits will be realized.

Deferred income tax is determined using tax rates (and laws) that have been enacted or substantially enacted by the end of the reporting period and are expected to apply when the related deferred income tax asset is realized, or the deferred income tax liability is settled.

Current tax assets and tax liabilities are offset where the entity has a legally enforceable right to offset and intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

Where the Company is entitled to claim special tax deductions for investments in qualifying assets or in relation to qualifying expenditure, the Company accounts for such allowances as tax credits, which means that the allowance reduce income tax payable and current tax expense.

Deferred tax relating to items recognised outside statement of profit or loss is recognised outside statement of profit or loss (either in other comprehensive income or in equity). Deferred tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity.

A deferred tax asset is recognized for unclaimed tax credits that are carried forward as deferred tax assets.

Minimum Alternate Tax (MAT) Credit entitlement

Minimum Alternative Tax ('MAT') under the provisions of the Income Tax Act, 1961 is recognised as current tax in the statement of profit and loss. The credit available under the Act in respect of MAT paid is recognised as an asset only when and to the extent there is convincing evidence that the company will pay normal income tax during the period for which the MAT credit can be carried forward for set-off against the normal tax liability. MAT credit recognised as an asset is reviewed at each balance sheet date and written down to the extent the aforesaid convincing evidence no longer exists.

xx) Employee Benefits:

Employee benefits include short term employee benefits, Post employment benefits, Other long-term benefits and Termination benefits.

Short term employee benefits:

The undiscounted amount of short-term employee benefits expected to be paid in exchange for the services rendered by employees are recognized during the year when the employees render the service. These benefits include performance incentive and compensated absences which are expected to occur within twelve months after the end of the period in which the employee renders the related service.

Post employment benefits:

a) Defined contribution plans:

These benefits include Pension, superannuation and Employee State Insurance (ESI). Entity contributes at statutorily prescribed minimum rates, monthly to Provident fund, ESI and will have no legal obligation to pay further contribution if fund doesn't have sufficient assets to pay all employee benefits relating to employee service in current and prior periods. Whereas yearly contribution is paid to Life Insurance Corporation towards superannuation Pension, monthly contributions are made in the case of Provident Fund and ESI. Thus, PF, Superannuation, ESI benefits are defined contribution plans. These contributions are recognized in statement of profit and loss by way of charge against income.

b) Defined benefits plans:

Leave Absences and Gratuity Cost of providing these benefits is determined using projected unit credit method by actuary at the end of each reporting period. Re-measurement, comprising actuarial gains and losses, the effect of the changes to the asset ceiling (if applicable) and the return on plan assets (excluding net interest), is reflected immediately in the balance sheet with a charge or credit recognised in other comprehensive income in the period in which they occur. Re-measurement recognised in other comprehensive income is reflected immediately in retained earnings and is not reclassified to profit and loss. Past service cost is recognised in statement of profit and loss when the plan amendment or curtailment occurs. Gains or losses on settlement of a defined benefit plan are recognised when the settlement occurs. Net interest is calculated by applying the discount rate at the beginning of the period to the net defined benefit liability or asset.

It has two components, one is service cost and other is remeasurements.

Service cost comprises a) current service cost including gains/ loss on curtailment or settlements, b) past service cost in case of plan amendment c) net Interest expense or income. Remeasurements comprise actuarial gains/losses, return on plan assets excluding interest and effect of change in assets ceiling. Service cost is recognized in statement of profit or loss while remeasurements are in other comprehensive income.

c) **Compensated Absences:**

The employees of the Company are entitled to compensate absences. The employees can carry-forward a portion of the unutilised accrued compensated absence and utilise it in future periods or receive cash compensation at retirement or termination of employment for the unutilised accrued compensated absence. The Company records an obligation for compensated absences in the period in which the employee renders the services that increase this entitlement.

The Company measures the expected cost of compensated absence based on actuarial valuation made by an independent actuary as at the balance sheet date on projected unit credit method.

Compensated absences expected to be maturing after 12 months from the date of balance sheet are classified as non-current.

xxi) **Earnings per Share**

The Company presents basic and diluted earnings per share data for its ordinary shares.

Basic earnings per share is calculated by dividing the profit or loss attributable to ordinary shareholders of the Company by the weighted average number of ordinary shares outstanding during the year, adjusted for shares held. Diluted earnings per share is determined by adjusting the profit or loss attribute to ordinary shareholders and the weighted average number of ordinary shares outstanding, adjusted for shares held, for the effects of all dilutive potential ordinary shares.

xxii) **Financial Instruments:**

Non-derivative financial instruments

Non-derivative financial instruments consist of:

Financial assets, which include cash and cash equivalents, trade receivables, other advances and eligible current and non-current assets;

Financial liabilities, which include long and short-term loans and borrowings, trade payables, eligible current and non-current liabilities.

Non derivative financial instruments are recognized initially at fair value including any directly attributable transaction costs. Financial assets are derecognized when substantial risks and rewards of ownership of the financial asset have been transferred. In cases where substantial risks and rewards of ownership of the financial assets are neither transferred nor retained, financial assets are derecognized only when the Company has not retained control over the financial asset.

Subsequent to initial recognition, non-derivative financial instruments are measured as described below:

Cash and cash equivalents

Cash comprises cash on hand, in bank and demand deposits with banks. Cash equivalents are short term balances (with an original maturity of three months or less from the date of acquisition), highly liquid investments that are readily convertible into known amounts of cash and which are subject to insignificant risk of changes in value

Loans and receivables

Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. They are presented as current assets, except for those maturing later than 12 months after the reporting date which are presented as non-current assets. Loans and receivables are initially recognized at fair value plus directly attributable transaction costs and subsequently measured at amortized cost, less any impairment losses. Loans and receivables comprise trade receivables and other assets.

The company estimates the un-collectability of accounts receivable by analyzing historical payment patterns, customer concentrations, customer credit-worthiness and current economic trends. If the financial condition of a customer deteriorates, additional allowances may be required.

Borrowings

Borrowings are initially recognized when a Company becomes a party to the contractual provisions subsequently measured at amortised cost using the EIR method.

Trade and payable

Liabilities are recognized for amounts to be paid in future for goods or services received, whether billed by the supplier or not.

xxiii) Cash Flow Statement:

Cash flows are reported using the indirect method, whereby profit before tax is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing cash flows. The cash flows from operating, investing and financing activities of the Company are segregated.

xxiv) Segment Information:

Identification of segments: An operating segment is a component of the Company that engages in business activities from which it may earn revenues and incur expenses, whose operating results are regularly reviewed by the company's Chief Operating Decision Maker ("CODM") to make decisions for which discrete financial information is available. The Company has identified Managing Director and Executive Director & Chief Financial Officer as CODM.

The Company's operating businesses are organized and managed separately according to the nature of products and services provided, with each segment representing a strategic business unit that offers different products and serves different markets.

Allocation of common costs

Common allocable costs are allocated to each segment according to the relative contribution of each segment to the total common costs. Inter-segment transfers Inter-segment revenue has been accounted for based on the transaction price agreed to between segments which is based on current market prices.

a) Segment Assets and Liabilities:

Segment assets include all operating assets used by the segment and consist principally of fixed assets, inventories, sundry debtors and loans & advances less current liabilities. Segment assets and liabilities do not include investments, cash and bank balances, inter corporate deposits, reserves and surplus, borrowings, provision for contingencies and income tax (both current and deferred).

b) Segment Revenue and Expenses:

Segment revenue and expenses are taken directly as attributable to the segment. It does not include interest income on inter-corporate deposits, profit on sale of investments, interest expense, provision for contingencies and income tax.

Unallocated items

Revenue, expenses, assets and liabilities which relate to the Company as a whole and not allocable to segments on reasonable basis have been included under 'unallocated revenue / expenses / assets / liabilities.

The Company prepares its segment information in conformity with the accounting policies adopted for preparing and presenting the financial statements of the Company as a whole.

Operating segment is reported in a manner consistent with the internal reporting provided to Chief Operating Decision Maker (CODM)

xxv) Events after the reporting period:

Adjusting events are events that provide further evidence of condition that existed at the end of the reporting period. The financial statements are adjusted for such events before authorization for issue.

xxvi) Prior Period Errors

Errors of material amount relating to prior period(s) are disclosed by a note with nature of prior period errors, amount of correction of each such prior period presented retrospectively, to the extent practicable along with change in basic and diluted earnings per share. However, where retrospective restatement is not practicable for a particular period then the circumstances that lead to the existence of that condition and the description of how and from where the error is corrected are disclosed in Notes to Accounts.

xxvii) Dividend Distribution

Dividends paid (including income tax thereon) is recognised in the period in which the interim dividends are approved by the Board of Directors, or in respect of the final dividend when approved by shareholders.

xxviii) Operating Cycle

Based on the nature of activities of the Group and the normal time between acquisition of assets and their realisation in cash or cash equivalents, the Group has determined its operating cycle as twelve months for the purpose of classification of its assets and liabilities as current and non-current.

(All amounts in Indian Rupees lakhs except for share data or as otherwise stated)

2 Property, Plant and Equipment

Particulars	Gross carrying value As at 01 April 2025	Additions	Disposal/ adjustments	Gross carrying value As at 31 March 2026	Accumulated depreciation as at 01 April 2025	Deprecia-tion for the Year	Disposal/ adjustments/ Impairment (Refer Note 2.2)	Accumulated depreciation As at 31 March 2026	Carrying Value As at 31 March 2026
Freehold Land	9,376.95	3,257.37	161.02	**12,473.30**	-	-	-	-	**12,473.30**
Buildings	22,873.00	8,887.79	-	**31,760.79**	5,000.28	984.91	-	5,985.19	**25,775.59**
Plant and Machinery	91,296.98	13,806.45	-	**1,05,103.43**	25,730.50	4,464.19	(1,467.86)	31,662.54	**73,440.89**
Electrical Installations	2,322.41	-	-	**2,322.41**	2,287.80	17.91	-	2,305.71	**16.70**
Railway Siding	521.41	-	-	**521.41**	323.58	6.65	-	330.24	**191.17**
Furniture and Fixtures	569.01	0.29	-	**569.30**	388.99	39.35	-	428.34	**140.96**
Office Equipment & Appliances	479.47	19.65	-	**499.12**	389.08	33.56	-	422.64	**76.48**
Vehicles	4,041.07	34.97	90.14	**3,985.90**	3,430.12	186.14	80.15	3,536.11	**449.79**
Less: Assets held for sale (Refer Note.47)	4,062.31			**4,062.31**	757.10	154.46	(1,467.86)	2,379.42	**1,682.89**
Total	**1,27,417.97**	**26,006.52**	**251.16**	**1,53,173.33**	**36,793.25**	**5,578.25**	**80.15**	**42,291.35**	**1,10,881.98**

Particulars	Gross carrying value As at 01 April 2024	Additions	Disposal/ adjustments	Gross carrying value As at 31 March 2025	Accumulated depreciation as at 01 April 2024	Deprecia-tion for the Year	Disposal/ adjustments/ Impairment	Accumulated depreciation As at 31 March 2025	Carrying Value As at 31 March 2025
Freehold Land	9,041.15	335.80	-	**9,376.95**	-	-	-	-	**9,376.95**
Buildings	23,035.01	84.96	246.97	**22,873.00**	4,061.35	949.84	10.91	5,000.28	**17,872.71**
Plant and Machinery	91,119.73	177.25	-	**91,296.98**	21,482.85	4,247.65	-	25,730.50	**65,566.48**
Electrical Installations	2,322.41	-	-	**2,322.41**	2,269.97	17.83	-	2,287.80	**34.61**
Railway Siding	521.41	-	-	**521.41**	316.93	6.65	-	323.58	**197.82**
Furniture and Fixtures	546.56	22.45	-	**569.01**	330.18	58.81	-	388.99	**180.02**
Office Equipment & Appliances	437.32	42.15	-	**479.47**	356.21	32.87	-	389.08	**90.39**
Vehicles	4,616.56	164.61	740.10	**4,041.07**	3,800.45	277.92	648.25	3,430.12	**610.95**
Total	**1,31,640.13**	**827.22**	**987.07**	**1,31,480.28**	**32,617.94**	**5,591.57**	**659.16**	**37,550.35**	**93,929.93**

2.1 Land includes compensatory afforestation land amounting to Rs.335.98 lakhs comprising 40.07 acres situated at Guledi Village, Bheempur Mandal, Adilabad District, Telangana and 11.19 acres situated at Bember Village, Tanur Mandal, Nirmal District, Telangana. These lands are proposed to be transferred to the Forest Department in lieu of the forest land utilised for the Company's plant operations at Mattapalli Village, Mattampalli Mandal, Suryapet District, Telangana

2.2 During the year, the Company recognised an impairment loss of Rs.1,467.86 lakhs on Plant and Machinery relating to the Doors Division. Refer Note 47 on Discontinued Operations for further details.

2.3 The Company has constructed a grinding unit at Visakhapatnam on land leased from Tern Distilleries Private Limited, a wholly owned subsidiary of the Company. The property, plant and equipment relating to the grinding unit were capitalised during the year upon commencement of commercial operations.

Notes to the Consolidated Financial Statements for the year ended 31 March 2026

(All amounts in Indian Rupees lakhs except for share data or as otherwise stated)

2.5 Refer Note No.21.2 for details of Property, Plant and Equipment offered as security for the borrowing facilities availed by the Company.

2.6 The Company has not revalued any of its Property, Plant and Equipment during the year.

2.7 The Property, Plant and Equipment were physically verified by the Management during the year in accordance with a phased programme of verification. The results of such verification are under reconciliation and the consequential adjustments, if any, will be accounted for upon completion of the reconciliation process.

3 Capital Work in Progress

Particulars	As at 31 March 2026	As at 31 March 2025
Opening balance	14,833.89	3,856.68
Add : Additions during the year (net)	7,739.01	10,977.21
Less : Capitalised during the year	22,344.29	-
Closing balance	**228.61**	**14,833.89**

3.1 Capital Work in Progress Ageing

Ageing for capital work-in-progress as at March 31, 2026 is as follows:

Particulars	Amount of Capital work in progress for				
	Less than 1 Year	1-2 years	2-3 years	More than 3 years	Total
Projects in progress					
Grinding unit	-	-	-	-	-
Other Projects in progress	193.11	-	-	35.50	228.61
Projects temporarily suspended	-	-	-	-	-
Total	**193.11**	**-**	**-**	**35.50**	**228.61**

Ageing for capital work-in-progress as at March 31, 2025 is as follows:

Particulars	Amount of Capital work in progress for				
	Less than 1 Year	1-2 years	2-3 years	More than 3 years	Total
Projects in progress					
Grinding unit	11,199.79	2,762.87	693.64	84.94	14,741.24
Other Projects in progress	7.65	24.13	60.87	-	92.65
Projects temporarily suspended	-	-	-	-	-
Total	**11,207.44**	**2,787.00**	**754.51**	**84.94**	**14,833.89**

3.2 There are no projects under capital work-in-progress, whose completion is either overdue or has exceeded its cost compared to its original plan as on 31st March, 2026 and 31st March, 2025

3.3 There are no suspended projects as at March 31, 2026 and March 31, 2025

4 Right of Use Assets

Particulars	Land	Building	Total
Cost			
At April 1, 2024	-	-	-
Additions	239.23	174.31	413.54
Disposals	-	-	-
At March 31, 2025	**239.23**	**174.31**	**413.54**
Additions	-	-	-
Disposals	-	-	-
At March 31, 2026	**239.23**	**174.31**	**413.54**

(All amounts in Indian Rupees lakhs except for share data or as otherwise stated)

Particulars	Land	Building	Total
Accumulated Depreciation			
At April 1, 2024	-	-	-
Charge for the year	43.99	27.98	71.97
At March 31, 2025	**43.99**	**27.98**	**71.97**
Charge for the year	49.48	31.30	80.78
At March 31, 2026	**93.47**	**59.28**	**152.75**
Net book value			
March 31, 2026	**145.76**	**115.04**	**260.79**
March 31, 2025	**195.24**	**146.33**	**341.57**

4.1 The Company's Right-of-Use assets primarily comprise leasehold land and building premises taken on lease for use in manufacturing operations, warehousing facilities and other operational purposes.

4.2 The Company has elected to apply the recognition exemptions available under Ind AS 116 for short-term leases. Lease payments relating to such leases are recognised as an expense in the Statement of Profit and Loss. Refer Note.43

5. Investments

Non-current Investments (Carried at Cost)	Place of domicile	As at 31 March 2026	As at 31 March 2025
Fully Paid Unquoted Equity Investments (carried at cost)			
(A) Investments in partnership firms			
NCL Buildtek & NCL Industries JV (refer note below)	India	420.06	420.06
Less: Loss for the quarter ended June'2025		(5.88)	-
Less: Impairement of Investment - Refer below note.48		(414.18)	
Total Non-current Investments		-	**420.06**

5.1 NCL Buildtek & NCL Industries Joint Venture

Partner Name	Share of Profit	Capital Contributed as on 31st March 2026
NCL Industries Limited	50%	317.46
NCL Buildtek Limited	50%	357.07

5.2 The Company's investment represents its capital contribution in a joint venture partnership firm. There was no change in the constitution of the firm during the year ended March 31, 2026. The firm follows the same reporting period as that of the Company. The total capital of the firm as at March 31, 2026 amounted to Rs.674.53 lakhs.

6. Other Financial Assets – Non-Current

Particulars	As at 31 March 2026	As at 31 March 2025
Unsecured (considered good)		
Security Deposits		
Deposits with Electricity Authorities	2,359.98	2,268.15
Deposits with Government Departments	3,071.56	2,832.68
Deposits with Others	187.64	152.96
Margin Money Deposits (with maturity beyond 12 months from the reporting date)	853.54	524.32
Rental Deposits	112.87	112.87
Total	**6,585.59**	**5,890.98**

Notes to the Consolidated Financial Statements for the year ended 31 March 2026

(All amounts in Indian Rupees lakhs except for share data or as otherwise stated)

7. Other non-current Assets

Particulars	As at 31 March 2026	As at 31 March 2025
Advances for Capital Goods	1,069.77	480.67
Balances with Government Authorities (Taxes paid under protest) - Refer note.36	496.61	446.77
Total	**1,566.38**	**927.44**

8. Inventories (Valued at lower of cost and net realisable value)

Particulars	As at 31 March 2026	As at 31 March 2025
Raw Materials	3,254.01	4,335.86
Work in Progress	1,608.76	887.64
Finished Goods	2,474.27	3,929.69
Packing & Other Materials	1,826.51	2,013.38
Stores & Spares	6,585.98	7,298.46
Stock in transit - (CY - Coal ; PY - Pet Coke)	553.01	6,345.51
Less: Assets held for sale - Refer note.47	1,495.75	-
Total	**14,806.79**	**24,810.54**

8.1 Inventories are pledged as security towards working capital facilities availed from various banks. Refer Note 21.2

9. Trade Receivables - Current

Particulars	As at 31 March 2026	As at 31 March 2025
(i) Trade Receivables from related parties		
Secured, considered Good	-	-
Unsecured, considered good	748.98	952.94
Trade receivables which have significant increase in credit risk	-	-
Trade receivables - credit impaired	-	-
Sub-total (A)	**748.98**	**952.94**
(ii) Other Trade Receivables		
Secured, considered good	-	-
Unsecured, considered good	11,084.44	12,625.59
Trade receivables which have significant increase in credit risk	-	-
Trade receivables - credit impaired	393.07	1,058.42
Sub-total (B)	**11,477.51**	**13,684.01**
Total Receivable (A+B)	**12,226.49**	**14,636.95**
Less: Allowance for Expected Credit Loss	393.07	1,058.42
Total Trade Receivables	**11,833.42**	**13,578.53**

(All amounts in Indian Rupees lakhs except for share data or as otherwise stated)

Trade receivables current Ageing Schedule - FY 2025-26

Particulars	Outstanding for the following Periods from due date of Payment					
	Less than six months	6 months to 1 year	1-2 years	2-3 years	More than 3 years	Total
Undisputed Trade Receivables - Considered Good	11,161.02	524.53	127.48	20.39	-	11,833.42
Undisputed Trade Receivables - Which have Significant Increase in Credit Risk	-	-	-	-	-	-
Undisputed Trade Receivables - Credit Impaired	1.22	59.43	87.70	49.50	195.23	393.07
Disputed Trade Receivables - Considered Good	-	-	-	-	-	-
Disputed Trade Receivables which have Significant Increase in Credit Risk	-	-	-	-	-	-
Disputed Trade Receivables – Credit Impaired	-	-	-	-	-	-
Total	**11,162.24**	**583.96**	**215.18**	**69.88**	**195.23**	**12,226.49**

Trade receivables current Ageing Schedule - FY 2024-25

Particulars	Outstanding for the following Periods from due date of Payment					
	Less than six months*	6 months to 1 year	1-2 years	2-3 years	More than 3 years	Total
Undisputed Trade Receivables - Considered Good	12,678.06	879.02	21.44	-	-	13,578.53
Undisputed Trade Receivables - Which have Significant Increase in Credit Risk	-	-	-	-	-	-
Undisputed Trade Receivables - Credit Impaired	-	-	856.05	113.93	88.44	1,058.42
Disputed Trade Receivables - Considered Good	-	-	-	-	-	-
Disputed Trade Receivables which have Significant Increase in Credit Risk	-	-	-	-	-	-
Disputed Trade Receivables – Credit Impaired	-	-	-	-	-	-
Total	**12,678.06**	**879.02**	**877.50**	**113.93**	**88.44**	**14,636.95**

9.1. * Includes unbilled revenue amounting to Rs.35.44 lakhs (Refer Note 27(e)).

9.2. The Company's trade receivables are pledged as security for the working capital facilities sanctioned by various banks. Refer Note 21.2

9.3. There are no receivables due from Directors or other officers of the Company, or from firms or private companies in which any Director is a partner, director, or member, as at the Balance Sheet date, except for balances arising in the ordinary course of business and subject to the Company's normal credit terms. Refer Note 42 for details of receivables outstanding from companies in which Directors are interested.

Notes to the Consolidated Financial Statements for the year ended 31 March 2026

(All amounts in Indian Rupees lakhs except for share data or as otherwise stated)

10. Cash & Cash Equivalents

Particulars	As at 31 March 2026	As at 31 March 2025
Cash on hand	5.75	2.93
Balances with Banks		
(a) in Current Account	65.27	93.77
(b) in Cash Credit Account	259.99	1,392.46
Total	**331.01**	**1,489.16**

11. Bank Balances other than Cash & Cash Equivalents

Particulars	As at 31 March 2026	As at 31 March 2025
Earmarked balances with banks		
Unclaimed Dividend	149.20	152.81
Public deposits redemption reserve	532.68	514.51
Total	**681.89**	**667.32**

12. Loans

Particulars	As at 31 March 2026	As at 31 March 2025
Measured at amortised cost		
Current		
Loans to related parties - (Unsecured, Considered good)		
NCL Holdings Limited - Refer Note No.42	-	950.00
Total	**-**	**950.00**

During the year, the Company granted loans aggregating to Rs.935.00 lakhs (Previous year: Rs.735.00 lakhs) to a related party. The outstanding balance as at March 31, 2026 is Nil (March 31, 2025: Rs.950.00 lakhs). These loans are unsecured and repayable on demand, together with applicable interest.

13. Other Financial Assets

Particulars	As at 31 March 2026	As at 31 March 2025
Current:		
(Unsecured, Considered good)		
Incentives Receivable from Andhra Pradesh / Telangana Governments	-	18.01
Other Current Assets	10.52	6.70
Total	**10.52**	**24.71**

(All amounts in Indian Rupees lakhs except for share data or as otherwise stated)

14. Other Assets

Particulars	As at 31 March 2026	As at 31 March 2025
Current:		
(Unsecured, Considered good)		
Advances to suppliers and service providers		
Advances to Suppliers	3,889.67	2,223.08
Advances to Others	577.77	580.83
Balances with government authorities - GST, Central Excise, Service Tax, VAT & Other Receivables	959.70	1,300.19
Accrued Interest - Refer note 14.1	200.10	209.78
Prepaid expenses	115.15	297.83
CSR Expenditure available for set-off against future CSR Obligations - Refer note 34.2	318.12	-
Total	**6,060.51**	**4,611.70**

14.1. Accrued interest includes interest accrued on electricity deposits and margin money deposits with banks

14.2. The Company was required to spend Rs.189.01 lakhs towards Corporate Social Responsibility (CSR) activities during the year. The Company incurred CSR expenditure of Rs.507.14 lakhs during the year, resulting in an excess spend of Rs.318.12 lakhs. The excess amount spent has been carried forward for set-off against future CSR obligations in accordance with the applicable provisions of the Companies Act, 2013.

15 EQUITY SHARE CAPITAL

Particulars	As at 31 March 2026	As at 31 March 2025
Authorised Share Capital		
6,20,00,000 (Previous year: 6,20,00,000) equity shares of Rs.10 each	**6,200.00**	**6,200.00**
Issued, Subscribed & Fully Paid up Share capital		
4,52,32,790 (Previous year: 4,52,32,790) equity shares of Rs.10 each	4,523.28	4,523.28
Total	**4,523.28**	**4,523.28**

(a) Rights, preferences and restrictions attached to equity shares

The Company has one class of equity shares having a face value of Rs.10 each. Each holder of equity shares is entitled to one vote per share. The equity shareholders are entitled to receive dividends as and when declared by the Company. In the event of liquidation of the Company, the equity shareholders will be entitled to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding.

(b) Reconciliation of equity shares outstanding at the beginning and at the end of the reporting year:

Name of the Shareholder	As at 31 March 2026		As at 31 March 2025	
	No. of shares	Rs. Lakhs	No. of shares	Rs. Lakhs
Shares outstanding at the beginning of the year	4,52,32,790	4,523.28	4,52,32,790	4,523.28
Add : Shares Issued during the year	-	-	-	-
Shares outstanding at the end of the year	4,52,32,790	4,523.28	4,52,32,790	4,523.28

(c) Details of shareholders holding more than 5% shares in the Company

Name of the Shareholder	As at 31 March 2026		As at 31 March 2025	
	No of Shares	% of Holding	No of Shares	% of Holding
K. Ravi	30,92,183	6.84	28,73,015	6.35
K Gautam	27,81,201	6.15	25,49,798	5.64
Roopa Bhupatiraju	27,04,419	5.98	27,04,419	5.98

Notes to the Consolidated Financial Statements for the year ended 31 March 2026

(All amounts in Indian Rupees lakhs except for share data or as otherwise stated)

(d) Shareholding of Promoters and Promoter's Group

Promoter Name	As at 31 March 2026		As at 31 March 2025		Change in % of holding during the year
	As at 31 March 2026	% of Holding	As at 31 March 2025	% of Holding	
Kalidindi Madhu HUF	1,99,229	0.44	1,30,667	0.29	(0.15)
Nirhmal V Goradia & Geeta Goradia	92,463	0.20	92,463	0.20	(0.00)
Geeta Goradia & Nirhmal V Goradia	1,39,015	0.31	1,39,015	0.31	0.00
Meena Shah	12,474	0.03	12,474	0.03	0.00
Ashwin Goradia & Bharti Goradia	86,859	0.19	86,859	0.19	(0.00)
Vinodrai V Goradia & Charulata V Goradia	6,22,318	1.38	6,22,318	1.38	0.00
Meera Bimal Goradia & Bimal V Goradia	1,29,135	0.29	1,29,135	0.29	0.00
Bimal V Goradia & Meera B Goradia	3,46,547	0.77	3,46,547	0.77	0.00
G Jyothi	1,66,992	0.37	1,66,992	0.37	0.00
Kanumilli Malathi	8,493	0.02	8,493	0.02	0.00
Ashven Datla	3,32,555	0.74	3,32,555	0.74	0.00
Kalidindi Ravi	30,92,183	6.84	28,73,015	6.35	(0.49)
Madhu Kalidindi	50,000	0.11	50,000	0.11	(0.00)
Bharti Goradia & Ashwin Goradia	53,191	0.12	53,191	0.12	0.00
Penumatsa Satyanarayana Raju	10,000	0.02	57,314	0.13	0.11
K Anuradha	14,98,760	3.31	14,98,760	3.31	(0.00)
N Janaki	45,155	0.10	45,155	0.10	0.00
Goradia Charulata Vinodrai Goradia & Vinodrai Vachharaj	3,73,981	0.83	3,73,981	0.83	0.00
Utkal B Goradia Bimal V Goradia	1,58,143	0.35	1,58,143	0.35	0.00
Penmetsa Narasimha Raju	3,75,500	0.83	5,14,545	1.14	0.31
Penmetsa Vara Lakshmi	1,76,355	0.39	3,50,355	0.77	0.38
Venkata Satya Padmavathi Gottumukkala	72,445	0.16	72,445	0.16	(0.00)
Madhavi Penumasta	92,402	0.20	92,402	0.20	(0.00)
Kanumilli Sudheer	87,307	0.19	87,307	0.19	(0.00)
Gautam Kalidindi	27,81,201	6.15	25,49,798	5.64	(0.51)
Sridhar Bhupatiraju	-	-	2,04,642	0.45	0.45
S Gokul	96,399	0.21	95,449	0.21	(0.00)
Pooja Kalidindi	18,97,669	4.20	15,94,829	3.53	(0.67)
G.T.Sandeep	81,722	0.18	1,71,222	0.38	0.20
Vegesana Sailaja	40,152	0.09	40,152	0.09	0.00
K Mallika	36,263	0.08	36,263	0.08	(0.00)
Roopa Kalidindi	27,04,419	5.98	27,04,419	5.98	0.00
Divya Penumacha	5,79,857	1.28	4,46,221	0.99	(0.29)
Diti Ashwin Goradia	30,000	0.07	30,000	0.07	0.00
Nishi Ashwin Goradia	30,000	0.07	30,000	0.07	0.00
Subba Raju Bhupatiraju	3,00,588	0.66	3,00,588	0.66	(0.00)
Padma Gottumukkala	85,225	0.19	85,225	0.19	0.00
Blue Valley Developers Private Limited	2,19,485	0.49	2,19,485	0.49	0.00
NCL Homes Limited	2,96,088	0.65	2,95,813	0.65	(0.00)
NCL Holdings (A&S) Limited	3,00,000	0.66	15,15,864	3.35	2.69
Kakatiya Industries Private Limited	6,05,572	1.34	66,014	0.15	(1.19)
NCL Buildtek Limited	4,90,545	1.08	4,38,744	0.97	(0.11)

(All amounts in Indian Rupees lakhs except for share data or as otherwise stated)

16. Other Equity

Particulars	As at 31 March 2026	As at 31 March 2025
A. Reserves		
(a) Capital Reserve		
Opening Balance at the beginning of the year	243.94	243.94
Closing balances at the end of the year	**243.94**	**243.94**
(b) Securities Premium		
Opening Balance at the beginning of the year	21,222.84	21,222.84
Closing balances at the end of the year	**21,222.84**	**21,222.84**
(c) General Reserve		
Opening Balance at the beginning of the year	45,000.00	42,000.00
Add: Amount transferred from Retained Earnings	3,000.00	3,000.00
Closing balances at the end of the year	**48,000.00**	**45,000.00**
B. Surplus		
Retained Earnings		
Opening Balance	14,897.72	16,961.15
Add: Profit for the year	9,539.15	2,519.72
Less: Final Dividend for FY 2024-25 - Refer note 16.1	904.66	1,130.82
Less: Interim dividend paid for FY 2025-26 - Refer note 16.1	678.48	452.33
Less: Transfer to General Reserve	3,000.00	3,000.00
Closing balances at the end of the year	**19,853.73**	**14,897.72**
C. Other Comprehensive Income		
Opening Balance at the beginning of the year	(63.58)	(41.10)
Remeasurement gains/(losses) on defined benefit plans	320.69	(34.55)
Income tax relating to above items	(80.71)	12.07
Closing balances at the end of the year	**176.40**	**(63.58)**
Total	**89,496.93**	**81,300.93**

Description of nature and purpose of each reserve

(i) **'Capital Reserve:** Capital Reserve comprises capital subsidies received from the Government in earlier years.

(ii) **'Securities Premium:** Securities premium represents the amount received by the Company in excess of the face value of its equity shares. The utilisation of the securities premium account is governed by the provisions of Section 52 of the Companies Act, 2013.

(iii) **'General Reserve:** General reserve represents appropriations made out of retained earnings in earlier years in accordance with the provisions of the Companies Act applicable at the relevant time. The reserve is available for utilisation in accordance with the provisions of the Companies Act, 2013.

(iv) **'Retained Earnings:** Retained earnings represent accumulated profits of the Company, net of distributions to shareholders and transfers to reserves. Retained earnings are available for distribution to shareholders as dividend in accordance with the provisions of the Companies Act, 2013.

(v) **Other Comprehensive Income:** 'This reserve represents cumulative remeasurement gains and losses arising on defined benefit plans recognised through Other Comprehensive Income, net of related deferred tax. The balance in this reserve is not reclassified subsequently to profit or loss.

Notes to the Consolidated Financial Statements for the year ended 31 March 2026

(All amounts in Indian Rupees lakhs except for share data or as otherwise stated)

16.1. Dividends

Particulars	As at 31 March 2026	As at 31 March 2025
Dividends Recognised		
Final dividend of Rs.2.00 per equity share for the year ended March 31, 2025 (Previous year: Rs.2.50 per equity share for the year ended March 31, 2024).	904.66	1,130.82
Interim dividend of Rs.1.50 per equity share for the year ended March 31, 2026 (Previous year: Rs.1.00 per equity share for the year ended March 31, 2025).	678.48	452.33
Dividends not recognised at the end of the reporting period		
In addition to the above, the Board of Directors has recommended a final dividend of Rs.2.00 per equity share for the year ended March 31, 2026 (Previous year: Rs.2.00 per equity share for the year ended March 31, 2025). The proposed dividend is subject to the approval of the shareholders at the ensuing Annual General Meeting and has not been recognised as a liability as at March 31, 2026.	904.66	904.66

17. Borrowings

Particulars	As at 31 March 2026	As at 31 March 2025
Non Current Borrowings		
Secured:		
Term Loans from Banks	10,742.98	10,731.28
Vehicle & Equipment Finance Loans from Banks	85.64	174.47
Total	**10,828.62**	**10,905.75**
Unsecured:		
Public Deposits - Refer Note 17.1	4,104.25	3,764.75
Total	**4,104.25**	**3,764.75**
Total	**14,932.87**	**14,670.50**

17.1 Public deposits represent unsecured deposits accepted from the public, shareholders and directors under the Company's deposit scheme in accordance with the applicable provisions of the Companies Act, 2013. Refer Note No. 42 for details of deposits accepted from related parties.

17.2. Refer Note No. 21.2 for details of the nature of security, terms of repayment and rate of interest relating to the above borrowings.

18. Other Financial Liabilities (Non Current)

Particulars	As at 31 March 2026	As at 31 March 2025
Creditors for capital expenditure	451.24	1,423.63
Deposits from Dealers/Stockists	5,627.12	6,767.77
Total	**6,078.36**	**8,191.40**

18.1. Deposits from Dealers/Stockists represent refundable security deposits received from dealers, stockists and agents at the time of granting dealership rights for the sale of the Company's products. These deposits are repayable upon termination or cancellation of the dealership arrangement and carry interest at the rate of 4% per annum.

(All amounts in Indian Rupees lakhs except for share data or as otherwise stated)

19. Provisions (Non Current)

Particulars	As at 31 March 2026	As at 31 March 2025
Provision for Employee Benefits		
Provision for Gratuity (Refer Note 38)	227.10	199.73
Provision for compensated absences	582.17	623.92
Others		
Provision for Decommissioning Expenses - Refer note 19.1	274.51	205.88
Total	**1,083.78**	**1,029.53**

19.1. Movement in provision for decommissioning Expenses

Particulars	As at 31 March 2026	As at 31 March 2025
Opening balance	205.88	137.25
Add: Provision recognised during the year	48.62	52.99
Add: Unwinding of discount	20.01	15.63
Less: Utilisation during the year	-	-
Less: Reversal of provision	-	-
Closing balance	**274.51**	**205.88**

20. Deferred Tax Laibilities (net)

Particulars	As at 31 March 2026	As at 31 March 2025
Deferred Tax Liability		
Depreciation on Property, plant and equipment	11,274.66	13,193.94
Total (A)	**11,274.66**	**13,193.94**
Deferred tax Assets		
Provision for Employee Benefits	(39.87)	(90.81)
Provision for doubtful debts	(62.08)	-
Total (B)	**(101.95)**	**(90.81)**
Net Deferred Tax Liabilities (A-B)	**11,172.71**	**13,103.14**

21. Borrowings (Current)

Particulars	As at 31 March 2026	As at 31 March 2025
Secured:		
Loans payable on Demand:		
Cash Credit from Banks	3,214.48	2,743.93
Current maturities of long term borrowings	3,180.67	5,187.19
Vehicle & Equipment Finance Loans from Banks	115.06	162.55
Unsecured:		
Deposits from Public & Shareholders - Refer Note 21.1	2,213.75	2,122.90
Total	**8,723.96**	**10,216.57**

21.1.Includes matured deposits remaining unclaimed by deposit holders amounting to Rs.10 lakhs (Previous year: Rs.29 lakhs).

21.2. Nature of Security, Terms of Repayment and Rate of Interest

Notes to the Consolidated Financial Statements for the year ended 31 March 2026

(All amounts in Indian Rupees lakhs except for share data or as otherwise stated)

Term Loans:

(i) Term loan from Axis Bank Limited amounting to Rs.198.08 lakhs (March 31, 2025: Rs.2,350.08 lakhs) was availed for the Waste Heat Recovery (WHR) Project at Mattapally. The loan carries interest at MCLR-linked rates of 8.70% per annum and is repayable in 20 structured quarterly instalments commencing from September 2021. The sanctioned loan amount is Rs.6,725.00 lakhs and includes a moratorium period of two years.

(ii) Term loan from Axis Bank Limited amounting to Rs.975.00 lakhs (March 31, 2025: Rs.1,625.00 lakhs) was availed for the modernisation of Line 1 at Mattapally. The loan carries interest at MCLR-linked rates of 8.70% per annum and is repayable in 24 equal quarterly instalments of Rs.162.50 lakhs each commencing from December 2021. The sanctioned loan amount is Rs.3,900.00 lakhs and includes a moratorium period of one year.

(iii) Term loan from Kotak Mahindra Bank Limited amounting to Rs.3,751.24 lakhs (March 31, 2025: Rs.4,798.10 lakhs) was availed for Line 3 at Mattapally. The loan carries interest at MCLR-linked rates of 9.00% per annum and is repayable in 78 quarterly instalments commencing from May 2023. The sanctioned loan amount is Rs.7,500.00 lakhs and includes a moratorium period of 1.5 years.

(iv) The Company had availed loans from Axis Bank Limited under the Emergency Credit Line Guarantee Scheme (ECLGS 2.0) notified by the Government of India in two tranches of Rs.2,500.00 lakhs and Rs.1,350.00 lakhs. The outstanding balance as at March 31, 2026 is Nil (March 31, 2025: Rs.1,448.96 lakhs). The loans were repayable in 48 equated monthly instalments after a moratorium period of 24 months from the date of disbursement and carried interest at rates of 8.00% per annum and 7.85% per annum linked to the Repo Rate.

(v) The Company had availed a loan from HDFC Bank under the Emergency Credit Line Guarantee Scheme notified by the Government of India. The outstanding balance as at March 31, 2026 is Nil (March 31, 2025: Rs.520.00 lakhs). The loan was repayable in 48 equated monthly instalments after a moratorium period of 12 months from the date of disbursement and carried interest at 9.00% per annum linked to the Repo Rate.

(vi) Term loan from HDFC Bank Limited amounting to Rs.9,000.00 lakhs (March 31, 2025: Rs.5,176.33 lakhs) was availed for the Vizag Grinding Unit. The loan carries interest at 1M T-Bill linked rates of 7.00% per annum and is repayable in 28 quarterly instalments commencing from June 2026. The sanctioned loan amount is Rs.9,000.00 lakhs and includes a moratorium period of two years.

(vii) The above loans are secured by a first charge on the fixed assets of the Company, ranking pari passu with other term lenders, and further secured by a second charge on the current assets of the Company, except for the land referred to in Note 2.1.

Loans repayable on demand from Banks:

(i) Cash credit facility from Axis Bank Limited amounting to Nil (March 31, 2025: Nil) carries interest at MCLR-linked rates of 8.70% per annum. The sanctioned limit under the facility is Rs.2,000.00 lakhs.

(ii) Cash credit facility from HDFC Bank Limited amounting to Rs.3,258.04 lakhs (March 31, 2025: Rs.2,500.00 lakhs) carries interest at MCLR-linked rates of 8.70% per annum. The sanctioned limit under the facility is Rs.7,500.00 lakhs.

(iii) Cash credit facility from State Bank of India carrying interest at MCLR-linked rates of 8.60% per annum. The sanctioned limit under the facility is Rs.2,500.00 lakhs. The outstanding balance as at March 31, 2026 is Nil (March 31, 2025: Rs.243.93 lakhs).

(iv) Cash credit facility from Kotak Mahindra Bank Limited carrying interest at MCLR-linked rates of 8.35% per annum. The sanctioned limit under the facility is Rs.6,000.00 lakhs. The outstanding balance as at March 31, 2026 and March 31, 2025 is Nil.

(v) The above working capital facilities are secured by a first charge on the current assets of the Company, ranking pari passu with other working capital lenders, and further secured by a second charge on the fixed assets of the Company, except for the land referred to in Note 2.1.

Vehicle & Equipment Loans

Vehicle and equipment loans from various banks are secured by hypothecation of the respective assets financed, have repayment tenures ranging from 35 to 47 months, and carry interest rates ranging from 8.25% to 9.00% per annum.

Deposits From Public

Public deposits represent unsecured deposits accepted from the public carrying interest rates ranging from 8.00% to 10.00% per annum. The deposits are repayable on various maturity dates based on the respective dates of acceptance.

(All amounts in Indian Rupees lakhs except for share data or as otherwise stated)

21.3. Statement Showing the differences of Book debts, stocks and creditors between the books of account and amount reported in quarterly returns submitted to Banks

Name of the Banks to whom the statements were submitted	Quarter ending	Particulars of securities Provided	Amounts as per books of account	Amount as reported in the statements submitted	Difference
State Bank of India, HDFC Bank Ltd, Axis Bank Limited and Kotak Mahindra Bank Ltd	June'25	Debtors and Stocks	27,032.46	22,170.75	4,861.71
	Sept'25		25,739.25	20,462.73	5,276.52
	Dec'25		24,625.04	22,189.17	2,435.87
	Mar'26		20,353.14	18,917.91	1,435.22

The quarterly statements of inventory, trade receivables and trade creditors submitted to the Company's bankers are prepared in accordance with the eligibility criteria prescribed by the respective lending banks for computation of drawing power. Accordingly, the amounts reported therein may differ from the corresponding balances as per the books of account due to the exclusion of certain items, including the non-consideration of certain overheads in the valuation of inventory, as per the lending arrangements.

22. Trade Payables

Particulars	As at 31 March 2026	As at 31 March 2025
Total outstanding dues of micro enterprises and small enterprises (MSME)	101.48	0.93
Total outstanding dues of creditors other than micro enterprises and small enterprises (Refer note below)	6,185.55	15,144.41
Total	**6,287.04**	**15,145.34**

22.1. The amount due if any to Micro and Small Enterprises as defined in the "The Micro, Small and Medium Enterprises Development Act, 2006" is determined to the extent such parties have been identified on the basis of information received from them by the Company.

Details of dues to micro and small enterprises as defined under the Micro, Small and Medium Enterprises Development Act, 2006

Particulars	As at 31 March 2026	As at 31 March 2025
(a) Principal amount remaining unpaid to micro and small enterprises as at the end of the accounting year	101.48	0.93
(b) Interest due thereon remaining unpaid as at the end of the accounting year	-	-
(c) Interest paid in terms of Section 16 of the MSMED Act, 2006, along with the amount of payment made beyond the appointed day during the year	-	-
(d) The amount of interest due and payable for the period	-	-
(e) The amount of interest accrued and remaining unpaid at the end of the accounting period	-	-
(f) The amount of further interest due and payable even in the succeeding year, until such date when the interest dues as above are actually paid	-	-

Trade payables ageing schedule for the Year Ended 31 March 2026

Particulars	Unbilled	Not due	<1year	1-2 years	2-3 years	>3 Years	Total
Undisputed Trade Payables - MSME	-	101.48	-	-	-	-	101.48
Undisputed Trade Payables - Others	298.02	2,622.66	1,411.27	1,447.81	331.38	74.42	6,185.56
Disputed Trade Payables - MSME	-	-	-	-	-	-	-
Disputed Trade Payables - Others	-	-	-	-	-	-	-
Total	**298.02**	**2,724.14**	**1,411.27**	**1,447.81**	**331.38**	**74.42**	**6,287.04**

Notes to the Consolidated Financial Statements for the year ended 31 March 2026

(All amounts in Indian Rupees lakhs except for share data or as otherwise stated)

Trade payables ageing schedule for the Year Ended 31 March 2025

Particulars	Unbilled	Not due	<1year	1-2 years	2-3 years	>3 Years	Total
Undisputed Trade Payables - MSME	-	0.93	-	-	-	-	0.93
Undisputed Trade Payables - Others	2,449.32	8,283.67	3,957.57	179.76	236.05	38.04	15,144.41
Disputed Trade Payables - MSME	-	-	-	-	-	-	-
Disputed Trade Payables - Others	-	-	-	-	-	-	-
Total	**2,449.32**	**8,284.60**	**3,957.57**	**179.76**	**236.05**	**38.04**	**15,145.34**

23. Other Financial Liabilities (Current)

Particulars	As at 31 March 2026	As at 31 March 2025
Interest accrued and not due on Public deposits	837.40	823.11
Unclaimed Dividend - Refer Note 23.1	149.19	152.81
Other Expense Payables	8,496.13	8,008.98
Total	**9,482.72**	**8,984.90**

23.1. During the year, an amount of Rs.12.47 lakhs (Previous year: Rs.30.60 lakhs) pertaining to unclaimed dividend for the financial year 2017-18 was transferred to the Investor Education and Protection Fund (IEPF) in accordance with the provisions of the Companies Act, 2013.

24. Provisions (Current)

Particulars	As at 31 March 2026	As at 31 March 2025
Provision for Employee Benefits		
Provision for Gratuity (Refer Note 38)	150.47	110.62
Provision for compensated absences	51.75	51.15
Provision for Employee Bonus & Ex-gratia	132.36	159.02
Total	**334.58**	**320.79**

25. Current Tax Liabilities (Net)

Particulars	As at 31 March 2026	As at 31 March 2025
Opening Balance	1,305.33	982.58
Taxes relating to the prior period	142.35	22.45
Total	**1,447.68**	**1,005.03**
Current Tax Payable for the Year	2,760.17	1,305.34
Less: Taxes paid relating to the previous year	1,444.20	1,005.04
Less: Advance tax paid for the current year	2,400.00	(0.00)
Total	**363.64**	**1,305.33**

25.1. During the year, the Company exercised the option available under Section 115BAA of the Income-tax Act, 1961. Accordingly, current tax and deferred tax have been measured at the effective tax rate of 25.168% (22% plus applicable surcharge and cess) as against the effective tax rate of 34.944% (30% plus applicable surcharge and cess) applicable under the normal provisions of the Act.

(All amounts in Indian Rupees lakhs except for share data or as otherwise stated)

26. Other Liabilities - Current

Particulars	As at 31 March 2026	As at 31 March 2025
Advance Received from Customers	3,204.85	2,658.94
Advance received for sale of property, plant and equipment	350.00	-
Statutory dues Payable		
GST Payable	926.57	1,443.29
TDS Payable	121.04	166.00
Employee related payables	57.02	60.48
Total	**4,659.48**	**4,328.71**

27. Revenue From Operations

(a) Revenue recognised from contracts with customers

Particulars	Year Ended 31 March 2026	Year Ended 31 March 2025
Sale of Products		
Finished goods	1,98,146.73	1,95,062.23
Sale of Power	736.07	657.90
Total Gross Sales	**1,98,882.80**	**1,95,720.13**
Less: Inter segment Transfers	2,809.55	3,712.95
Less: Rebates & Discounts	21,351.59	17,827.97
Less: Taxes on Sales	32,513.23	37,969.02
Revenue from Operations	**1,42,208.44**	**1,36,210.19**

(b) Reconciliation of revenue as per contract price and recognised in Statement of Profit and Loss:

Particulars	Year Ended 31 March 2026	Year Ended 31 March 2025
Revenue as per Contract price	1,63,560.03	1,54,038.16
Less: Discounts and incentives	21,351.59	17,827.97
Revenue as per statement of profit and loss	**1,42,208.44**	**1,36,210.19**

(c) Disaggregation of Revenue:

Revenue by timing of recognition

Particulars	Year Ended 31 March 2026	Year Ended 31 March 2025
Goods transferred at a point of time	1,42,208.44	1,36,210.19

(d) Contract Balances

Movement in Contract Liabilities

Particulars	As at 31 March 2026	As at 31 March 2025
Advances from Customers		
Opening balance	2,658.94	2,739.14
Movement during the year, net	545.91	(80.20)
Closing balance	**3,204.85**	**2,658.94**

Notes to the Consolidated Financial Statements for the year ended 31 March 2026

(All amounts in Indian Rupees lakhs except for share data or as otherwise stated)

e) Contract assets- Unbilled revenue

The Company recognized contract assets when it satisfies its obligation by transferring the goods or services to the customer and right to receive the consideration is established which is subject to some conditions to be fulfilled by the company in future before receipt of consideration amount. Such assets are as follows:

Particulars	As at 31 March 2026	As at 31 March 2025
Opening Balance	35.44	15.90
Movement during the current year	(35.44)	19.54
Closing Balance	**-**	**35.44**

28. Other Income

Particulars	Year Ended 31 March 2026	Year Ended 31 March 2025
Interest Income on financial assets at amortised cost		
From fixed deposits - banks	58.30	79.64
From Others	280.09	223.77
Sale of scrap	641.33	292.20
Rental Income		
Trucks	251.97	295.74
Buildings	608.73	581.25
Profit on sale of property, plant and equipments	12.84	343.61
Gain on exchange rate fluctuations (net)	17.46	48.72
Other non-operating income	1,286.34	250.01
Total	**3,157.07**	**2,114.93**

29. Cost of Materials Consumed

Particulars	Year Ended 31 March 2026	Year Ended 31 March 2025
Details of Rawmaterials Consumed		
Limestone and Clinker	5,621.07	4,781.27
Al. Laterite	2,421.02	3,151.84
Gypsum	1,543.58	1,976.28
Iron ore / Iron ore powder	26.21	179.49
FlyAsh	4,547.96	4,850.29
Cement Consumption in Other Divisions	4,592.96	6,070.21
Wood	2,527.02	4,108.27
Chemicals	367.67	552.09
Paper	307.77	343.59
Ready Mix Concrete Materials	3,883.92	4,582.37
Other Materials	1,384.47	795.66
Total	**27,223.65**	**31,391.37**
Less: Inter Segment Transfers	2,809.55	3,712.95
Net Consumption of Materials	**24,414.10**	**27,678.42**

(All amounts in Indian Rupees lakhs except for share data or as otherwise stated)

30. Changes in inventories of Finished goods & Work-in-progress

Particulars	Year Ended 31 March 2026	Year Ended 31 March 2025
A. Finished Goods		
Inventories at the beginning of the year:	3,860.78	3,465.30
Inventories at the end of the year	2,408.75	3,860.78
Changes in Inventory of finished goods	1,452.03	(395.48)
B. Work in Progress		
Inventories at the beginning of the year:	870.20	1,293.01
Inventories at the end of the year	1,591.65	870.20
Changes in Inventory of Work in Progress	(721.45)	422.81
Net (Increase) /Decrease	**730.58**	**27.33**

31. Employees' Benefit Expenses

Particulars	Year Ended 31 March 2026	Year Ended 31 March 2025
Salaries, Wages and Bonus	6,380.81	5,746.63
Leave Encashment	103.18	330.75
Gratuity (Refer Note 38)	107.23	230.96
Managerial Remuneration (Refer Note 42)	1,124.50	823.80
Contribution to Provident Fund & Other Funds	360.84	315.74
Staff Welfare Expenses	172.37	254.45
Total	**8,248.93**	**7,702.33**

31.1. Refer Note No.42 for Related party transactions

32. Finance Cost

Particulars	Year Ended 31 March 2026	Year Ended 31 March 2025
Interest on borrowings from Banks	1,225.35	1,381.61
Interest on Public deposits	465.57	433.85
Interest on Others	88.93	54.13
Other Borrowing Costs	74.11	70.69
Unwinding of discount on mine restoration provision (Refer Note 19.1)	20.01	15.63
Interest on Lease Liability (Refer Note 43)	29.64	29.92
Total	**1,903.61**	**1,985.83**

33. Depreciation And Amortization Expenses

Particulars	Year Ended 31 March 2026	Year Ended 31 March 2025
Depreciation on Plant, Property & Equipment - (Refer Note 2)	5,468.67	5,335.03
Depreciation on Right of Use Asset - (Refer Note 4)	80.78	71.97
Total	**5,549.45**	**5,407.00**

Notes to the Consolidated Financial Statements for the year ended 31 March 2026

(All amounts in Indian Rupees lakhs except for share data or as otherwise stated)

34. Other Expenses

Particulars	Year Ended 31 March 2026	Year Ended 31 March 2025
(a) Manufacturing Expenses :		
Cost of Fuel	29,509.46	28,488.23
Cost of Power	12,390.04	13,112.14
Packing Materials	4,995.63	4,799.07
Stores & Spares consumed	3,707.38	3,057.64
Rep & Maintenance Plant & Machinery	2,634.79	2,324.88
Rep & Maintenance Buildings	43.97	10.41
Rep & Maintenance Others	25.71	16.38
Direct Manufacturing Expenses	1,379.48	1,756.82
Total	**54,686.46**	**53,565.57**
(b) Administrative Expenses :		
Rent - (Refer Note 43)	240.52	244.19
Security Expenses	325.94	295.46
Directors' Sitting fees	34.82	25.60
Licences, Fees & Taxes	256.45	150.36
Insurance	114.87	118.12
Computer Maintenance	58.74	77.75
Office Maintenance	264.48	257.71
Printing & Stationery	24.33	21.92
Postage & Courier	7.10	9.23
Telephone	59.02	64.08
Travelling	440.29	433.90
Vehicle Maintenance	79.40	86.48
Legal & Professional Charges	124.71	183.52
Auditors' Remuneration Refer note 34.1	25.87	18.87
Bank Charges	166.47	231.28
Staff recruitment and training	27.40	17.33
CSR Expenditure Refer note 34.2	189.01	240.26
Donations	2.84	4.00
Repairs & Maintenance - Vehicles	11.04	20.76
R & D Expenses	-	-
Bad debts written off (against the provision below)	983.78	355.47
Provision for bad debts	(983.78)	(355.47)
Allowance for bad and doubtful debts	246.66	-
Miscellaneous Expenses	156.22	260.88
Total	**2,856.19**	**2,761.70**
(c) Selling & Distribution Expenses		
Transportation Paid	30,673.90	31,124.72
Advertisement & Publicity	1,338.31	1,338.98
Selling Expenses	260.31	84.89
Total	**32,272.52**	**32,548.59**

34.1. Auditors' Remuneration

Particulars	Year Ended 31 March 2026	Year Ended 31 March 2025
Statutory Audit	22.87	16.37
Tax Audit	3.00	2.50
Total	**25.87**	**18.87**

(All amounts in Indian Rupees lakhs except for share data or as otherwise stated)

34.2. Corporate Social Responsibility

Particulars	Year Ended 31 March 2026	Year Ended 31 March 2025
(a) Amount required to be spent during the year	189.01	259.41
(b) Adjustment from balances brought forward from previous years	-	19.15
(c) Total CSR obligation for the year (a - b)	189.01	240.26
(d) Amount actually spent during the year	507.14	240.26
(e) Shortfall, if any (c-e)	-	-
(f) Amount available for set-off in succeeding years - Refer note.14.2	318.12	-
(g) Nature of CSR activities - Refer note below		

The Company undertook CSR activities in the areas of promotion of education, preventive healthcare, public safety and community infrastructure development. The initiatives included support for schools and junior colleges, healthcare services through health centres, installation of CCTV cameras for public surveillance and safety, and development and improvement of road infrastructure in the local area.

35. Earnings per share (EPS)

Particulars	Year Ended 31 March 2026	Year Ended 31 March 2025
Profit after tax from the continuing operations	12,374.99	3,405.74
Net Profit for calculation of basic and diluted EPS	12,374.99	3,405.74
Weighted average number of Equity shares for basic EPS and Diluted EPS	4,52,32,790	4,52,32,790
Earnings per equity share of Rs.10 each - Basic and Diluted (in Rs.)	27.36	7.53
Profit after tax from the discontinued operations	(2,835.84)	(886.02)
Net Profit for calculation of basic and diluted EPS	(2,835.84)	(886.02)
Weighted average number of Equity shares for basic EPS and Diluted EPS	4,52,32,790	4,52,32,790
Earnings per equity share of Rs.10 each - Basic and Diluted (in Rs.)	(6.27)	(1.96)
Earnings per equity share of the Company - Basic and Diluted (in Rs.)	**21.09**	**5.57**

36. Contingent Liabilities:

i) Based on the Legal opinion/advice obtained, no financial implication to the Company with respect to the following cases is perceived as on the Date of the Balance Sheet

(i) Claims against the Company not acknowledged as debt:

Particulars	As at 31 March 2026		As at 31 March 2025	
	Disputed Amount	Paid Under Protest	Disputed Amount	Paid Under Protest
Income tax - Refer note below	2,253.62	-	229.56	-
Indirect taxes	4,639.82	496.61	4,370.49	446.77
Others - Refer note below	9,186.22	1,828.53	9,859.31	1,828.53

(i) The Company has received an assessment order under Section 143(3) read with Section 144B of the Income-tax Act, 1961 for Assessment Year 2024-25, resulting in a tax demand of Rs.22.54 crores (including applicable interest). The demand primarily relates to disallowances and additions made by the Income Tax Department on account of documentation, substantiation and interpretation of certain provisions of the Income-tax Act. The Company has filed an appeal against the assessment order before the appropriate appellate authority.

(Ii) The Company has received a demand notice from the Department of Mines and Geology amounting to 91.43 crores. Against the said demand, the Company has filed a writ petition before the Hon'ble High Court of Telangana. The Hon'ble Court has granted an interim order subject to the payment of a pre-deposit of 18.28 crores by the Company.

Notes to the Consolidated Financial Statements for the year ended 31 March 2026

(All amounts in Indian Rupees lakhs except for share data or as otherwise stated)

37. Capital Comittments

Capital expenditure contracted for at the end of the reporting period but not recognised/provided in the books as liabilities is as follows:

(₹ In Lakhs)

Description	As at 31 March 2026	As at 31 March 2025
Estimated amount of contracts remaining to be executed on capital account and not provided for (net of capital advance)	574.02	3,799.31

38. Employee Benefits

a) Provident Fund:

The Company contributes to the Employees' Provident Fund, a defined contribution plan administered by the Government. Contributions are made at prescribed rates to the relevant authorities and are recognised as an expense in the Statement of Profit and Loss in the period in which the related employee services are rendered. During the year, the Company recognised provident fund contributions, including administrative charges, amounting to Rs.331.34 lakhs (Previous Year: Rs.381.85 lakhs).

b) Leave Encashment: The Company operates an unfunded leave encashment scheme for eligible employees in accordance with its leave policy. The obligation towards compensated absences is actuarially valued at each reporting date using the Projected Unit Credit Method in accordance with Ind AS 19, Employee Benefits. The liability recognised in the financial statements represents the present value of the defined benefit obligation as determined by an independent actuary and is classified into current and non-current portions based on the expected timing of settlement.

c) Gratuity:

The Company operates a funded gratuity scheme in accordance with the provisions of the Payment of Gratuity Act, 1972, covering all eligible employees. Gratuity is a defined benefit plan payable to employees upon retirement, resignation, death, disablement or termination of employment, subject to completion of the prescribed period of service. The Company's obligation under the gratuity plan is determined based on an actuarial valuation carried out at the balance sheet date using the Projected Unit Credit Method. The gratuity fund is administered through a group gratuity scheme with Life Insurance Corporation of India (LIC), and the plan assets are held and managed by LIC.

The following tables summarise the components of net benefit expense recognised in the Statement of Profit and Loss and the funded status and amounts recognised in the balance sheet for the plan.

Components of defined benefit costs recognised in statement of profit and loss

Particulars	Year Ended 31 March 2026	Year Ended 31 March 2025
Current Service Cost	219.24	181.04
Interest Cost	21.97	15.37
Net Actuarial (Gain) / Loss	(133.98)	34.55
Defined benefit cost included in profit and loss	**107.23**	**230.96**

Amounts recognized in Other Comprehensive Income (OCI) are as follows:

Particulars	Year Ended 31 March 2026	Year Ended 31 March 2025
Remeasurements – Due to demographic adjustments	-	(44.19)
Remeasurements – Due to financial adjustments	(112.95)	59.68
Remeasurements – Due to experience adjustments	(6.93)	32.83
Return on plan assets (excluding interest income)	(14.10)	(13.77)
Components of defined benefit costs recognised in OCI	**(133.98)**	**34.55**

(All amounts in Indian Rupees lakhs except for share data or as otherwise stated)

Movement in present value of defined benefits obligation are as follows:

Particulars	Year Ended 31 March 2026	Year Ended 31 March 2025
Defined benefit obligation at the beginning of the year	310.36	395.74
Current Service Cost	219.24	181.04
Interest Cost	21.97	15.37
Actuarial Loss / (Gain)	(133.98)	34.55
Past Service Cost	-	-
Settlements	(40.13)	(316.34)
Defined benefit obligation at the year end	**377.46**	**310.36**
Present Value of Obligations - Current	150.47	110.62
Present Value of Obligations - Non - Current	226.99	199.74

Reconciliation of fair value of assets and defined benefit obligations

Particulars	Year Ended 31 March 2026	Year Ended 31 March 2025
Present value of funded defined benefit obligations	1,731.20	1,538.53
Fair value of plan assets	1,420.83	1,142.79
Net liability arising from defined benefit obligation	310.36	395.74

The major categories of plan assets are as under:

Particulars	Year Ended 31 March 2026	Year Ended 31 March 2025
Insurer managed funds (Funded with LIC)*	1,369.16	1,420.83

Actuarial assumptions

Particulars	Year Ended 31 March 2026	Year Ended 31 March 2025
Mortality rate	IALM 2012-14 (ultimate)	IALM 2012-14 (ultimate)
Discount rate	7.29%	6.61%
Expected average remaining working lives of employees	11.22	11.29
Rate of escalation in salary	10%	10%

Sensitivity Analysis:

The sensitivity analysis has been determined based on reasonably possible changes in the respective actuarial assumptions occurring at the end of the reporting period, while holding all other assumptions constant. The methods and types of assumptions used in preparing the sensitivity analysis did not change compared to the previous year.

Gratuity

Particulars	As at 31 March 2026		As at 31 March 2025	
	1% Increase	1% decrease	1% Increase	1% decrease
Effect of 1% change in assumed discount rate	1,600.74	1,917.12	1,573.61	1,917.00
Effect of 1% change in assumed salary rate	1,883.69	1,620.09	1,878.78	1,595.56

Notes to the Consolidated Financial Statements for the year ended 31 March 2026

(All amounts in Indian Rupees lakhs except for share data or as otherwise stated)

39. Income Tax Disclosures:

Income Tax recognised in the statement of Profit and Loss	Year Ended 31 March 2026	Year Ended 31 March 2025
Current Tax - from continuing operations		
(i) In respect of current year	3,139.54	1,793.33
(ii) In respect of previous year	142.35	22.45
Current Tax - from discontinued operations		
(i) In respect of current year	(460.09)	(475.91)
Total Current Tax from the continuing and discontinued operations for the year	**2,821.81**	**1,339.86**
Deferred Tax		
(i) In respect of current year - Refer note.25.1	(1,930.43)	420.51
Total Deferred Tax	**(1,930.43)**	**420.51**
Total Tax Expense	**891.38**	**1,760.37**

Movement in deferred tax balances during the year 2025-26

Particulars	Balance As at March 31, 2025	Recognised in Profit and Loss	Recognised in OCI	Recognised Directly in equity	Reclassified from Equity to Profit and Loss Statement	Balance As at March 31, 2026
Depreciation on Property, plant and equipment	13,193.94	(1,919.28)	-	-	-	11,274.66
Provision for Employee benefits	(90.81)	50.94	-	-	-	(39.87)
Provision for bad and doubtful debts	-	(62.08)	-	-	-	(62.08)
Total	**13,103.14**	**(1,930.43)**	**-**	**-**	**-**	**11,172.71**

Movement in deferred tax balances during the year 2024-25

Particulars	Balance As at April 01, 2024	Recognised in profit & loss	Recognised in OCI	Recognised Directly in equity	Reclassified from Equity to Profit and Loss Statement	Balance As at March 31, 2025
Depreciation on Property, plant and equipment	12,828.50	365.44	-	-	-	13,193.94
Provision for Employee benefits	(64.58)	(26.23)	-	-	-	(90.81)
Provision	(81.30)	81.30	-	-	-	-
Total	**12,682.63**	**420.51**	**-**	**-**	**-**	**13,103.14**

Particulars	Year Ended 31 March 2026	Year Ended 31 March 2025
Profit before tax	**13,726.47**	**5,642.02**
Income tax rate as applicable	**25.17%**	**34.94%**
Calculated taxes based on above, without any adjustments for deductions	3,454.68	1,971.55
Permanent tax differences due to:		
Effect of income that is exempt from taxation	(585.74)	(313.78)
Income considered as capital in nature under tax and tax provisions	-	-
Effect of expenses that are not deductible in determining taxable profit	270.60	135.56
Expense considered to be capital in nature under tax and tax provisions	-	-
Others	-	-
Income tax expense recognised in the Statement of Profit and Loss	**3,139.54**	**1,793.33**
Rounded off to	**3,139.54**	**1,793.33**

(All amounts in Indian Rupees lakhs except for share data or as otherwise stated)

40. Financial Instruments- Fair Values and Risk Management

a. Financial Instruments by Categories

The carrying amounts of financial assets and financial liabilities recognised in the financial statements and measured at amortised cost are considered to be a reasonable approximation of their fair values due to their short-term nature or because they bear interest rates that approximate current market rates.

The following tables show the carrying amounts and fair values of financial assets and financial liabilities by category. Fair value information has not been disclosed for those financial assets and financial liabilities whose carrying amounts are a reasonable approximation of their fair values.

The fair values of financial instruments measured at fair value are categorised into different levels in the fair value hierarchy based on the inputs used in the valuation techniques, as follows:

Level 1: Quoted (unadjusted) prices in active markets for identical assets or liabilities.

Level 2: Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly.

Level 3: Inputs for the asset or liability that are not based on observable market data.

There were no financial assets or financial liabilities measured at fair value as at 31 March 2026 and 31 March 2025. Accordingly, disclosure of fair value hierarchy levels is not applicable. Investments in subsidiaries are measured at cost in accordance with Ind AS 27 and are therefore excluded from the fair value hierarchy disclosures.

As at 31 March 2026	Cost	Amortised Cost	Total Carrying Value	Total Fair Value
Financial Assets				
Investments	-	-	-	-
Other Financial Assets - Non-Current	6,585.59	-	6,585.59	6,585.59
Trade Receivables	11,833.42	-	11,833.42	11,833.42
Cash and Cash Equivalents	331.01	-	331.01	331.01
Bank Balances other than Cash and Cash Equivalents	681.89	-	681.89	681.89
Other Financial Assets - Current	10.52	-	10.52	10.52
Financial Liabilities				
Borrowings - Non-Current	14,932.87	-	14,932.87	14,932.87
Lease Liabilities - Non-Current	220.49	-	220.49	220.49
Other Financial Liabilities - Non-Current	6,078.36	-	6,078.36	6,078.36
Borrowings - Current	8,723.96	-	8,723.96	8,723.96
Lease Liabilities - Current	70.81	-	70.81	70.81
Trade Payables	6,287.04	-	6,287.04	6,287.04
Other Financial Liabilities - Current	9,482.72	-	9,482.72	9,482.72

As at 31 March 2025	Cost	Amortised Cost	Total Carrying Value	Total Fair Value
Financial Assets				
Investments	420.06	-	420.06	420.06*
Other Financial Assets - Non-Current	5,890.98	-	5,890.98	5,890.98
Trade Receivables	13,578.53	-	13,578.53	13,578.53
Cash and Cash Equivalents	1,489.16	-	1489.16	1489.16
Bank Balances other than Cash and Cash Equivalents	667.32	-	667.32	667.32
Other Financial Assets - Current	974.71	-	974.71	974.71
Financial Liabilities				
Borrowings - Non-Current	14,670.50	-	14,670.50	14,670.50
Lease Liabilities - Non-Current	232.02	-	232.02	232.02
Other Financial Liabilities - Non-Current	8,191.40	-	8191.40	8191.40
Borrowings - Current	10,216.57	-	10,216.57	10,216.57
Lease Liabilities - Current	127.91	-	127.91	127.91
Trade Payables	15,145.34	-	15,145.34	15,145.34
Other Financial Liabilities - Current	8984.90	-	8984.90	8984.90

*Investments in subsidiaries and joint ventures are measured at cost in accordance with Ind AS 27

(All amounts in Indian Rupees lakhs except for share data or as otherwise stated)

b) Financial Risk Management:

The Company is exposed to various financial risks arising from its financial instruments. The key financial risks include market risk, credit risk and liquidity risk. The Company's risk management framework seeks to identify, assess and mitigate these risks in order to minimise their potential adverse impact on the Company's financial performance and financial position.

c) Management of Market Risk:

Market risk comprises foreign currency risk, interest rate risk and price risk. The Company's exposure to market risk is primarily on account of foreign currency fluctuations arising from import transactions. The Company is not exposed to significant interest rate risk as it does not hold material financial assets or financial liabilities subject to variable interest rates. Further, the Company does not hold investments or financial instruments that are exposed to significant price risk.

d) Foreign Currency Risks:

The Company is exposed to foreign currency risk arising from various currency exposures, primarily with respect to United States Dollars (USD) and Euro (EUR), relating to imports and other transactions denominated in foreign currencies. The Company's exposure to foreign currency risk as at the end of the reporting period, expressed in Indian Rupees, is set out in the table below. Management continuously monitors foreign currency exposures and takes appropriate measures to minimise the impact of exchange rate fluctuations on the Company's financial performance.

Particulars	As at 31 March 2026	As at 31 March 2025
Financial Liabilities:		
Trade Payables	5.63	5,537.55

e) Credit Risk:

Credit risk is the risk of financial loss to the Company if a customer or counterparty fails to meet its contractual obligations. The Company's maximum exposure to credit risk arises principally from trade receivables, bank balances, deposits and other financial assets.

The Company has established procedures to minimise credit risk arising from its business operations. The creditworthiness of customers is evaluated based on their financial position, past payment experience and other relevant factors. Credit limits are reviewed periodically and security deposits or other collateral are obtained from customers, where considered necessary. The carrying amount of trade receivables represents the maximum exposure to credit risk in respect of such assets. The Company places its bank balances and deposits only with reputable banks and financial institutions having high credit ratings. Accordingly, no significant credit risk is considered to arise from such balances.

The Company assesses the expected credit loss associated with its financial assets at each reporting date. The management considers all available information, including historical payment patterns, current financial conditions and forward-looking factors that may affect the ability of customers to settle their obligations. Financial assets that are neither impaired nor past due are considered to be of good credit quality.

The Company also holds security deposits from certain customers to mitigate credit risk. The maximum exposure to credit risk at the reporting date is the carrying value of the respective financial assets recognised in the financial statements. Credit risk on trade receivables and other financial assets is evaluated as follows:

As at 31 March 2026

Particulars	Gross Carriying Amount	Less than one year	More than one year	More than two year	More than three year
Gross Carrying Amount	12,226.49	11,746.20	215.18	69.88	195.23
Expected Credit loss	393.07	60.65	87.70	49.50	195.23
Carrying amount (net of impairment)	11,833.42	11,685.55	127.48	20.39	-

As at 31 March 2025

Particulars	Gross Carriying Amount	Less than one year	More than one year	More than two year	More than three year
Gross Carrying Amount	14,636.95	13,557.08	877.50	113.93	88.44
Expected Credit loss	1,058.42	-	856.05	113.93	88.44
Carrying amount (net of impairment)	13,578.53	13,557.08	21.44	-	-

(All amounts in Indian Rupees lakhs except for share data or as otherwise stated)

f) Liquidity Risk:

Liquidity risk is the risk that the Company may encounter difficulty in meeting its financial obligations as they fall due. The Company's objective is to maintain a balance between continuity of funding and flexibility through the use of cash and cash equivalents, cash flows generated from operations and available banking facilities.

The Company's liquidity requirements are monitored on a regular basis through cash flow projections and budgetary processes. The principal sources of liquidity include cash and cash equivalents, cash generated from operations and available working capital facilities, including cash credit and overdraft arrangements.

Short-term liquidity requirements primarily comprise trade payables, accrued expenses, employee benefit obligations and other liabilities arising in the normal course of business. The Company maintains adequate cash balances and sanctioned working capital facilities to meet its short-term operational requirements.

Long-term liquidity requirements are assessed periodically and are managed through internal accruals, long-term borrowings and committed credit facilities. The table below summarises the maturity profile of the Company's financial liabilities based on contractual undiscounted cash flows as at the reporting date.

Particulars	Gross Carriying Amount	Less than one year	More than one year	More than two year	More than three year
As on March 31 2026					
Trade Payables	6,287.04	4,433.44	1,447.81	331.38	74.42
Other Financial liabilities	9,482.72	9,482.72	-	-	-
As on March 31 2025					
Trade Payables	15,145.34	14,691.49	179.76	236.05	38.04
Other Financial liabilities	8,984.90	8,984.90	-	-	-

41. Capital Management

The Company's objective while managing capital is to safeguard its ability to continue as a going concern, provide returns to shareholders and benefits to other stakeholders, and maintain an optimal capital structure to minimise the cost of capital.

The Company manages its capital structure and makes adjustments in light of changes in economic conditions and business requirements. To maintain or adjust the capital structure, the Company may adjust dividend payments to shareholders, return capital to shareholders, issue new equity instruments or dispose of assets to reduce borrowings.

The Company monitors its capital using a gearing ratio, which is calculated as net debt divided by total equity. Net debt comprises total borrowings less cash and cash equivalents. Total equity includes equity attributable to the owners of the Company as presented in the balance sheet.

Gearing Ratio:

Particulars	As at 31 March 2026	As at 31 March 2025
Current borrowings	5,428.23	4,866.83
Current maturities of non-current borrowings	3,295.73	5,349.74
Non-current borrowings	14,932.87	14,670.50
Total Borrowings	23,656.83	24,887.07
Less: Cash and cash equivalents	331.01	1,489.16
Net Debt	**23,325.82**	**23,397.91**
Equity share capital	4,523.28	4,523.28
Other equity	89,496.93	81,300.93
Total Equity	**94,020.21**	**85,824.21**
Gearing ratio in % (Debt/ capital)	**24.81**	**27.26**

In order to achieve the overall objective , the Company's capital management, amongst other things, aims to ensure that it meets financial covenants attached to the interest-bearing loans and borrowings that define capital structure requirements.

There are no changes in the objectives, policies or processes for managing capital during the years ended 31 March 2026 and 31 March 2025.

Notes to the Consolidated Financial Statements for the year ended 31 March 2026

(All amounts in Indian Rupees lakhs except for share data or as otherwise stated)

42. Related Party Transactions

a) Names of related parties and nature of relationships:	
i) Subsidiaries:	
1. Tern Distilleries Private Limited (Wholly owned Subsidiary Company)	
2. Vishwamber Cements Limited (Subsidiary Company)	
ii) Joint Ventures	
1. NCL Buildtek & NCL Industries JV	
iii) Key Managerial Personnel (KMP):	
Whole time Directors	
1. Mr. K Ravi	Vice Chairman & Managing Director (w.e.f. 03/12/2025)
2. Mr. K Gautam	Managing Director (up to 02/12/2025)
3. Mr. N G V S G Prasad	Executive Director & CFO
4. Mrs. Roopa Bhoopathiraju	Executive Director (up to 02/12/2025)
5. Mr. Utkal B Goradia	Executive Director
Non Whole time Directors & Other KMPs	
1. Dr. R Kalidas	Director - Chairman (upto 13th August, 2025)
2. Mrs. Renu Challu	Director - (w.e.f. 08th August, 2025) Chairperson - W.e.f 14th August, 2025
3. Lt. Gen. T A Dcunha (Retd)	Director - (upto 13th August, 2025)
4. Mrs Pooja Kalidindi	Independent Director
5. Mrs P Sudha Reddy	Independent Director (upto 03/01/2026)
6. Mr. P Rajagopal Reddy	Independent Director
7. Mr. SK Subramanian	Independent Director
8. Mr. A.S.Durga Prasad	Independent Director (w.e.f. 22/01/2026)
9. Mr. K Gautam	Director (w.e.f. 03/12/2025)
10. Mrs. Roopa Bhoopathiraju	Director (w.e.f. 03/12/2025)
11. Mr. T Arun Kumar	Company Secretary (upto 30/09/2025)
12. Mrs.M.Divya Bharathi	Company Secretary (w.e.f. 01/10/2025)
iv) Close member of Key Management Personnel with whom there are transactions	
1. Mrs K Sarojini	Mother of Mr. K Ravi
2. Ms N Suchitra Katyayani	Daughter of Mr. N G V S G Prasad
3. Mrs Sita Maha Lakshmi	Mother of Mr. N G V S G Prasad
4. Mrs. V Sailaja	Wife of Mr. K Ravi
5.Pardhu V	Step Son of Mr.K.Ravi
6. Master Arjun Bhupatiraju	Son of Mrs. Roopa Bhoopathiraju
7. Ms. Anika Bhupatiraju	Daughter of Mrs. Roopa Bhoopathiraju
8. Mrs. Rani Raghavapudi	Wife of Dr. R Kalidas
9. Mr. Arun Raghavapudi	Son of Dr. R Kalidas
v) Enterprises controlled by Key Management Personnel / Close members of Key Management Personnel	
1. NCL Buildtek Limited	
2. NCL Homes Limited	
3. Kakatiya Industries (P) Limited	
4. Kakatiya Chemicals (P) Ltd	
5. Vikram Chemicals Pvt Limited	
6. Deccan Nitrates Pvt Limited	
7. NCL Holdings (A&S) Ltd	
8. Hampi Energy Limited	
9. Sora Chem Industries P.Ltd	

(All amounts in Indian Rupees lakhs except for share data or as otherwise stated)

b. Details of transactions during the year with the related parties

i) Compensation to Key Managerial Personnel

Nature of transaction	Party Name	Year Ended 31 March 2026	Year Ended 31 March 2025
Short-term benefits	EVC, MD, ED, CFO and CS	1,126.00	838.20
Short-term benefits	Non Executive Directors	30.13	12.00
Sitting fee	Chairman and Directors	34.82	25.60

ii) Transactions during the year where related party relationship was existing:

Nature of transaction	Year Ended 31 March 2026	Year Ended 31 March 2025
Sale of Finished Goods		
NCL Buildtek Limited	1,952.85	1,914.61
NCL Homes Limited	171.11	348.26
Kakatiya Industries (P) Limited	0.04	1.79
Purchases / Services		
NCL Buildtek Limited	74.68	82.71
Kakatiya Industries (P) Limited	216.91	131.46
Advances received		
TERN Distilleries Pvt Ltd	-	506.73
Vishwamber Cements Ltd	-	490.39
Advances given		
TERN Distilleries Pvt Ltd	39.39	-
Vishwamber Cements Ltd	6.13	-
ICD paid		
NCL Holdings Limited	935.00	735.00
Hampi Energy Limited	-	35.00
ICD received back		
NCL Holdings Limited	1,885.00	-
Hampi Energy Limited	-	35.00
Rent Paid		
Mrs. Roopa Bhoopathiraju	12.58	12.03
TERN Distilleries Pvt Ltd	1.42	1.20
Intererst Received		
NCL Buildtek Limited	-	-
NCL Holdings Limited	116.39	58.04
Hampi Energy Limited	-	1.20
Interest Paid		
Tern Distilleries Private Limited	35.56	32.61
Vishwamber Cements Ltd	35.00	34.62
Public Deposits Received		
Mrs. Roopa Bhoopathiraju	55.00	40.00
Master Arjun Bhupatiraju	2.00	28.00
Ms. Anika Bhupatiraju	-	22.00
Mr. K Ravi	34.00	145.00
Mrs. V Sailaja	5.00	5.00

Notes to the Consolidated Financial Statements for the year ended 31 March 2026

(All amounts in Indian Rupees lakhs except for share data or as otherwise stated)

Nature of transaction	Year Ended 31 March 2026	Year Ended 31 March 2025
Ms N Suchitra Katyayani	-	105.00
Mrs Sita Maha Lakshmi	15.00	32.00
Mrs. Rani Raghavapudi	-	30.00
Public Deposits Repaid		
Mrs. Roopa Bhoopathiraju	-	20.00
Mr. K Ravi	34.00	285.00
Trevor Alosius D'cunha	45.00	-
Ms N Suchitra Katyayani	30.00	-
Mrs Sita Maha Lakshmi	-	5.00
Mrs. Rani Raghavapudi	-	30.00
Mrs Payal Sanjay Desai	-	4.00
Interest Paid on Public Deposits		
Mr. K Ravi	-	9.68
Mrs. K Sarojini	0.60	1.88
Mrs. V Sailaja	2.30	0.60
Mrs. Roopa Bhoopathiraju	9.56	5.99
Ms B Anika	-	-
Master B Arjun	-	-
Ms N Suchitra Katyayani	10.19	6.63
Mrs Sita Maha Lakshmi	6.76	6.26
Trevor Alosius D'cunha	0.98	4.05
Mrs. Rani Raghavapudi	3.00	9.41
Mr. Arun Raghavapudi	1.80	1.80
Reimbursement of Expenses		
NCL Buildtek Limited	30.13	30.55
NCL Holdings Limited	6.63	6.63

(iii) Outstanding Balances as at the end of the year

Nature of transaction	Year Ended 31 March 2026	Year Ended 31 March 2025
Public Deposits Outstanding		
Mr. K Ravi	-	-
Mrs. K Sarojini	6.00	6.00
Mrs. V Sailaja	25.00	20.00
Mrs. Roopa Bhoopathiraju	147.00	90.00
Mrs Sita Maha Lakshmi	75.00	60.00
Nimmagadda Suchitra Katyayani	75.00	105.00
Trevor Alosius D'cunha	-	45.00
Mrs. Rani Raghavapudi	30.00	30.00
Mr. Arun Raghavapudi	18.00	18.00
Advances from the subsidiaries		
Tern Distilleries Private Limited	531.30	537.28
Vishwamber Cements Ltd	546.91	521.55
Receivables		
NCL Buildtek Limited	649.78	841.52
NCL Homes Limited	24.55	10.29
Kakatiya Industries (P) Limited	0.42	37.77

(All amounts in Indian Rupees lakhs except for share data or as otherwise stated)

Managerial Remuneration

The remuneration paid and provided to the Executive Directors during the year is in accordance with the terms of their respective appointments, as approved by the Board of Directors and the members of the Company, and complies with the provisions of Sections 197 and 198 read with Schedule V and other applicable provisions of the Companies Act, 2013.

The Managing Director and the Executive Vice Chairman are eligible for commission in accordance with the terms of their respective appointments. The commission provided to them and the commission provided to the Independent Directors for the year are subject to the approval of the members at the ensuing Annual General Meeting.

The aggregate managerial remuneration, including the commission payable to the Managing Director, the Executive Vice Chairman and the Independent Directors, is within the limits prescribed under Section 197 of the Companies Act, 2013, computed in accordance with Section 198 thereof, and is in compliance with the provisions of Schedule V to the Companies Act, 2013.

43. Indian Accounting Standard (Ind As-116): Disclosures On Leases are as Follows

a) Company as Lessee:

The Company has adopted lease accounting considering the lease agreements of certain leases. The Company recognises right-of-use asset representing its right to use the underlying asset for the lease term at the lease commencement date. The cost of the right-of-use asset measured at inception shall comprise of the amount of the initial measurement of the lease liability. The right-of-use assets are depreciated using the straight-line method from the commencement date over the term of useful life of right-of-use asset.

The Company measures the lease liability at the present value of the lease payments that are not paid at the commencement date of the lease. The Company has used a single discount rate to a portfolio of leases with similar characteristics.

The Company has elected not to apply the requirements of Ind AS 116 Leases to short-term leases of all assets that have a lease term of 12 months or less and leases for which the underlying asset is of low value. The lease payments associated with these leases are recognised as an expense on a straight-line basis over the lease term.

b) Following are the changes in the carrying value of right of use assets for the Year Ended 31 March 2026:

Particulars	Category of ROU Assets		Total
	Land	Building	
Balance as at April 1, 2025	195.24	146.33	**341.57**
Additions	-	-	**-**
Depreciation	49.48	31.30	**80.78**
Adjustment	-	-	**-**
Balance as at March 31, 2026	**145.76**	**115.04**	**260.79**

c) The following are the amounts recognised in Statement of Profit and Loss

	Year Ended 31 March 2026	Year Ended 31 March 2025
Depreciation expense of right of use assets - Land	49.48	43.99
Depreciation expense of right of use assets - Building	31.30	27.98
Expense relating to short term leases (included in other expenses)	240.52	244.19
Interest expense on lease liabilities (Included in Finance Cost)	29.64	29.92
Total	**350.94**	**346.08**

d) The following is the break-up of current and non-current lease liabilities:

	As at 31 March 2026	As at 31 March 2025
Current lease liabilities	70.81	127.91
Non-current lease liabilities	220.49	232.02
Total	**291.29**	**359.93**

Notes to the Consolidated Financial Statements for the year ended 31 March 2026

(All amounts in Indian Rupees lakhs except for share data or as otherwise stated)

e) The following is the movement in lease liabilities:

	Year Ended 31.03.2026	Year Ended 31.03.2025
Opening Balance	359.93	-
Additions	-	413.54
Finance cost accrued during the period	29.64	29.92
Payment of lease liabilities	98.27	83.53
Adjustment	-	-
Closing Balance	**291.29**	**359.93**

f) The table below provides details regarding the contractual maturities of lease liabilities on an undiscounted basis:

	Year Ended 31.03.2026	Year Ended 31.03.2025
Less than one year	94.81	98.27
One to five years	208.05	270.96
More than five years	115.45	147.35
Total	**418.31**	**516.58**

44. Key Financial Ratios

Ratio	Numerator	Denominator	Year Ended 31st March 2026	Year Ended 31st March 2025	Variance %
Current Ratio	Current Assets	Current Liabilities excluding Current Borrowings	1.60	1.53	4.10%
Debt Equity Ratio	Debt	Total Equity	0.25	0.29	-13.23%
Debt Service Coverage Ratio*	Earnings before Interest depreciation and Tax	Interest Expense + Principal Repayment	2.68	1.86	44.16%
Return on Equity Ratio (%)*	Net Profit after taxes	Share holders equity	10.61	2.95	260.10%
Inventory Turnover Ratio	Sale of Products and services	Average Inventory	8.40	7.42	13.16%
Trade Receivables turnover Ratio	Sale of Products and services	Average Trade receivables	13.09	11.33	15.53%
Trade payables turnover Ratio	Purchase	Average Trade Payables	3.82	3.85	-0.78%
Net Capital turnover Ratio*	Sale of Products and services	Current Assets-Current Liabilities	43.76	27.66	58.18%
Net Proift Ratio (%)*	Profit after tax	Sale of Products and services	5.73	1.60	258.97%
Return on Capital Employed Ratio (%)*	Earnings before Interest and Taxes	Capital Employed	12.26	6.20	97.74%

*The variance is primarily attributable to higher sales volumes and improved price realization during the year, which resulted in increased profitability compared to the previous year.

(All amounts in Indian Rupees lakhs except for share data or as otherwise stated)

45: Other information as required under Scedule III of Companies Act, 2013:

i) The Company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall: (a) Directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or (b) Provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

ii) The Company does not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property

iii) The Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.

iv) The Company has no Loans or Advances in the nature of Loans to specified persons that are Repayable on Demand or without specifying any terms or period of repayment.

v) The Company had no transactions with Companies struck off under section 248 of the Companies Act, 2013 or section 560 of the Companies Act, 1956 during the year.

vi)The Company has not any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961)

vii) Based on the Company's assessment and evaluation, the impact of the Labour Codes as notified by the Government of India on 21 November 2025 is not material. The Company continues to monitor the finalisation of the Central and State Rules and other clarifications issued by the Government and will recognise the impact, if any, in the financial results in the period in which the relevant provisions become effective.

viii) The Company does not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.

ix) The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year.

x) The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall: (a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (ultimate beneficiaries) or (b) provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries.

xi) The Company has not defaulted in the repayment of loans or borrowings or in the payment of interest thereon to any bank or financial institution and has not been declared a wilful defaulter by any bank, financial institution, government or government authority. Further, the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries or joint venture. The term loans obtained by the Company during the year were applied for the purposes for which such loans were obtained. Further, funds raised on a short-term basis have not been used for long-term purposes by the Company.

Note 46: Audit Trail

As per the requirements of Rule 3(1) of the Companies (Accounts) Rules 2014, the Company is required to use only such accounting software for maintaining its books of accounts that have a feature of recording audit trail of each and every transaction, creating an edit log of each change made in the books of account along with the date when such changes were made and who made those changes within such accounting software. In respect of the accounting software used by the Company, the audit trail was not enabled at certain master tables of database level to log any direct data changes. In respect of such application and database, the Company has established and maintained an adequate internal control framework over its financial reporting and based on its assessment, it has been concluded that the internal controls for the Year Ended 31 March 2026 were effective. The Company is in the process of system upgradation to meet the audit trail requirements for the relevant masters at database level.

Note 47: Discontinued Operations

The Company reviewed the operations of its Doors Division, including its capacity utilisation and financial performance. In view of the continued losses incurred by the division and its sub-optimal capacity utilisation, the Board of Directors approved the discontinuance of the Doors Division as part of its strategic business realignment and focus on the Company's core operations.

Accordingly, the results of the said division have been presented as discontinued operations in accordance with Ind AS 105, Non-current Assets Held for Sale and Discontinued Operations.

Notes to the Consolidated Financial Statements for the year ended 31 March 2026

(All amounts in Indian Rupees lakhs except for share data or as otherwise stated)

(A) Results of Discontinued Operations

Particulars	FY 2025-26	FY 2024-25
Revenue from operations	408.99	4,873.48
Other income	87.29	2.37
Total Income	**496.28**	**4,875.85**
Less: Expenses		
Cost of materials consumed	326.46	3,544.85
Employee benefits expense	156.60	672.96
Power and fuel	51.94	260.55
Inventory write-off - Refer note below	1,107.51	-
Allowance for Bad and Doubtful Debts	71.16	-
Other expenses	243.30	1,399.96
Depreciation and amortisation	264.04	256.54
Impairment loss recognised - Refer note below	1,467.86	-
Finance costs	103.34	102.92
Loss before tax	**(3,295.93)**	**(1,361.93)**
Tax expense / (credit)	460.09	475.91
Loss after tax from discontinued operations	**(2,835.84)**	**(886.02)**

Consequently, in accordance with the requirements of Ind AS 105 read with Ind AS 36, and pending disposal of the assets of the said segment, the Company recognised an impairment loss of Rs.1,467.86 lakhs on Plant and Machinery and a write-down of inventories amounting to Rs.1,107.51 lakhs during the year, based on an independent valuation and assessment of net realisable value.

(B) Assets and Liabilities relating to discontinued Operations

Particulars	31-Mar-2026	31-Mar-2025
Assets classified as held for sale		
Plant and machinery	1,682.89	-
Inventories	1,495.75	-
Trade receivables	-	-
Total assets classified as held for sale	**3,178.64**	**-**
Liabilities directly associated with assets held for sale		
Trade payables	-	-
Employee benefit obligations	-	-
Total liabilities directly associated with assets held for sale	**-**	**-**

(C) Assets Retained under Property, Plant and Equipment

Particulars	31-Mar-2026	31-Mar-2025
Land	750.11	-
Buildings	1,216.97	-
Plant and machinery	223.68	-
Other Assets	14.40	-
Total assets retained under PPE	**2,205.15**	**-**

(All amounts in Indian Rupees lakhs except for share data or as otherwise stated)

(D) Reconciliation of Total Assets pertaining to Discontinued Division

Particulars	31-Mar-2026	31-Mar-2025
Total assets pertaining to discontinued division	3,888.04	-
Less: Assets retained for alternate use	2,205.15	-
Assets classified as held for sale	1,682.89	-

(E) Cash Flows attributable to Discontinued Operations

Particulars	FY 2025-26	FY 2024-25
A. Net cash from / (used in) operating activities	(2,835.84)	(886.02)
B. Net cash from / (used in) investing activities	-	-
C. Net cash from / (used in) financing activities	-	-
Net increase / (decrease) in cash and cash equivalents	**(2,835.84)**	**(886.02)**

Note 48: Exceptional Items

During the year ended March 31, 2026, the Company recognised the following exceptional items:

a) Provision for diminution in value of investment in Joint Venture

During the year, the Company reassessed the recoverability of its investment in the capital of its joint venture, a partnership firm established for carrying on construction & allied activities business, in which the Company holds a 50% interest.

The joint venture has incurred continuous operating losses since commencement of operations and has not taken off as envisaged at the time of investment. The partners after discussions and considering the level of operations, have initiated the process for closure and dissolution of the partnership firm, which is currently in progress. During the year, considering the losses and closure of operations, the management carried out an assessment of the recoverable amount of its investment. Based on such assessment and applying the principles of prudence, the Company has recognised a provision for impairment amounting to Rs.414.18 Lakhs (Previous Year: Rs. Nil), representing the entire carrying value of its capital investment in the joint venture.

The provision has been recognised in the Statement of Profit and Loss under "Exceptional Items", and consequently the carrying amount of the investment as at 31 March 2026 is Rs. Nil. The additional financial impact, if any, arising on dissolution of the partnership firm will be recognised in the period in which the dissolution is completed and the Company's rights and obligations are finally settled.

b) Provision towards Mineral Bearing Cess

Pursuant to the judgment of the Hon'ble Supreme Court relating to levy of Mineral Bearing Cess, the Company has recognised a provision of Rs. 563.03 Lakhs towards Mineral Bearing Cess at Rs. 3 per metric tonne of limestone extracted, pertaining to the period from FY 2018-19 to FY 2024-25. The said amount has been recognised as an exceptional item in the Statement of Profit and Loss for the year ended March 31, 2026.

Accordingly, the total exceptional expense recognised during the year amounted to Rs. 977.21 Lakhs.

Note: 49 Segment Disclosures

The Company's operating segments are established in a manner consistent with the internal reporting provided to the Chief Operating Decision Maker (CODM). The CODM monitors the operating results of the Company's business segments separately for the purpose of making decisions regarding resource allocation and performance assessment.

Accordingly, segment information has been prepared in accordance with Ind AS 108 – Operating Segments. The accounting policies adopted for segment reporting are consistent with those used in the preparation of the financial statements.

The Company has identified the following reportable business segments:

1. Cement

2. Boards

3. Ready Mix Concrete (RMC)

4. Energy

5. Doors - (Refer Note. 47)

Notes to the Consolidated Financial Statements for the year ended 31 March 2026

(All amounts in Indian Rupees lakhs except for share data or as otherwise stated)

Products and Services Included in Each Segment

Segment	Products / Services
Cement	Ordinary Portland Cement (OPC), Portland Pozzolana Cement (PPC) and 53 S Grade Cement
Boards	Plain and Laminated Cement Bonded Particle Boards
RMC	Ready Mix Concrete
Energy	Generation of Hydel Power
Doors	Doors

Segment Revenue and Expense

Segment revenue and expenses comprise amounts directly attributable to the respective segments.

Segment assets include all operating assets of the respective segments, comprising net fixed assets, inventories, current assets, loans and advances, and other operating assets. Assets relating to corporate functions and construction activities are included under unallocated assets.

Segment liabilities comprise liabilities and provisions directly attributable to the respective segments. Liabilities relating to corporate functions are included under unallocated liabilities.

A. Segment Revenues and Results:

For the Year Ended 31 March 2026

Particulars	Cement	Boards	Energy	RMC	Doors	Unallocable	Total
Segment Revenue from External Customers							
Within India	1,37,644.82	14,353.38	363.80	11,206.91	-	-	1,63,568.91
Outside India	-	-	-	-	-	-	-
Inter-Segment Revenue	4,223.27	846.02	372.27	-	-	-	5,441.56
Total Segment Revenue	**1,41,868.09**	**15,199.40**	**736.07**	**11,206.91**	**-**	**-**	**1,69,010.46**
Segment Results							
Within India	12,988.23	1,082.31	340.96	349.74	-	868.83	15,630.07
Outside India	-	-	-	-	-	-	-
Total segmental results	**12,988.23**	**1,082.31**	**340.96**	**349.74**	**-**	**868.83**	**15,630.07**
Unallocated Corporate expenses:							
Interest expenses (net)	-	-	-	-	-	1,903.61	1,903.61
Other unallocated expenses net of other income	-	-	-	-	-	-	-
Profit before tax from ordinary activities	**12,988.23**	**1,082.31**	**340.96**	**349.74**	**-**	**(1,034.78)**	**13,726.46**

(All amounts in Indian Rupees lakhs except for share data or as otherwise stated)

For the Year Ended 31 March 2025

Particulars	Cement	Boards	Energy	RMC	Doors	Unallocable	Total
Segment Revenue from External Customers							
Within India	1,23,581.60	17,399.85	510.57	12,711.48	-	-	1,54,203.50
Outside India							-
Inter-Segment Revenue	5,119.94	1,482.13	147.34	-	-	-	6,749.41
Total Segment Revenue	**1,28,701.54**	**18,881.98**	**657.90**	**12,711.48**	**-**	**-**	**1,60,952.91**
Segment Results							
Within India	4,653.64	1,684.33	267.28	521.00	-	501.60	7,627.85
Outside India	-	-	-	-	-	-	-
Total segmental results	**4,653.64**	**1,684.33**	**267.28**	**521.00**	**-**	**501.60**	**7,627.85**
Unallocated Corporate expenses:							
Interest expenses (net)	-	-	-	-	-	1,985.83	1,985.83
Other unallocated expenses net of other income	-	-	-	-	-		-
Profit before tax from ordinary activities	**4,653.64**	**1,684.33**	**267.28**	**521.00**	**-**	**(1,484.23)**	**5,642.02**

B. Segment assets and liabilities

Particulars	Cement	Boards	Energy	RMC	Doors	Unallocable	Total
Segment Assets :							
Assets	1,15,430.62	11,134.13	1,487.90	4,327.94	5,925.42	19,124.63	1,57,430.64
Segment Liabilities :							
Liabilities	32,375.69	1,575.18	58.69	1,224.52	105.68	17,070.86	52,410.63

Particulars	Cement	Boards	Energy	RMC	Doors	Unallocable	Total
Segment Assets :							
Assets	1,15,081.72	14,510.22	1,830.44	4,408.49	10,394.47	17,255.01	1,63,480.34
Segment Liabilities :							
Liabilities	40,252.91	2,523.24	65.80	2,709.43	862.67	17,852.47	64,266.52

Note 50: Previous year's figures have been regrouped, reclassified and rearranged wherever considered necessary to conform to the current year's classification and presentation.

As per our report of even date attached

for M. Bhaskara Rao & Co
Chartered Accountants
Firm Registration Number: 000459S

D. Bapu Raghavendra
Partner
Membership No. 213274

Place : Hyderabad
Date : May 29, 2026

For and on behalf of the Board of Directors of NCL Industries Limited

K Ravi
Vice Chairman & Managing Director
DIN: 02706060

N. G. V. S. G. Prasad
Executive Director & CFO
DIN: 07515455

M Divya Bharathi
Company Secretary
Membership No. A31170

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