Date: 15th July, 2025
Ref.: PIL/ANB/L-040/2025-26

Company Code: PRAJIND **National Stock Exchange of India Ltd.** Exchange Plaza, 5th Floor, Plot No. C/1, G Block, Bandra-Kurla Complex, Bandra (East), Mumbai - 400 051	**Security Code No.: 522205** **BSE Ltd.** Phiroze Jeejeebhoy Towers, 25th Floor, Dalal Street, Mumbai - 400 001

Sub.: Annual Report for the financial year 2024-25 along with Notice of Annual General Meeting.

Dear Sir/Madam,

Pursuant to the provisions of Regulation 34(1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are submitting herewith the Annual Report of the Company for the financial year 2024-25 including Notice of 39th Annual General Meeting (AGM) of the Company which is being sent to the Members through electronic means as per the circulars from Ministry of Corporate Affairs and the Securities and Exchange Board of India.

Important details with regard to AGM are as under:

Sr. No.	Particulars	Details
1.	AGM details	**Monday, the 11th August, 2025 at 10:00 a.m. through Video Conferencing/Other Audio Video Visual Means**
2.	Cut-off date to determine list of members entitled to receive Notice of AGM and Annual Report	Friday, 11th July, 2025
3.	Cut-off date to determine list of members entitled to receive final dividend	Monday, 4th August, 2025
4.	Dividend Payment Date	By 10th September, 2025
5.	Cut-off date to determine list of members entitled for e-voting	Monday, 4th August, 2025
6.	Remote e-voting start time, day and date	9:00 a.m. (IST), Thursday, the 7th August, 2025
7.	Remote e-voting end time, day and date	5:00 p.m. (IST), Sunday, the 10th August, 2025

The link to view the Notice of AGM and Annual Report is as under:
https://www.praj.net/wp-content/uploads/2025/07/Annual-Report-for-2024-25.pdf

Thanking you.

Yours faithfully,

FOR PRAJ INDUSTRIES LIMITED

ANANT
NARAYAN
BAVARE

Digitally signed by ANANT NARAYAN BAVARE
DN: c=IN, o=Personal, postalCode=411046, l=Pune, st=Maharashtra, street=S NO 22/1 KAMALA CITY CO HOUCING SOCIETY, 2.5.4.20=61c9e87ef0d6d5e80f8dbfabc0229d3ae288ced6642b16c064597d35131452d9, serialNumber=dc49d94115511b586de51ea82f0eea102ad4354fd731e5b716931b63e912c3f1, email=anantbavare@praj.net, cn=ANANT NARAYAN BAVARE
Date: 2025.07.15 14:57:48 +05'30'

ANANT BAVARE
COMPANY SECRETARY &
COMPLIANCE OFFICER
(M. NO. 21405)

Encl.: as above

Innovate • Integrate • Deliver

DELIVERING TECHNOLOGY EMBEDDED POSSIBILITIES

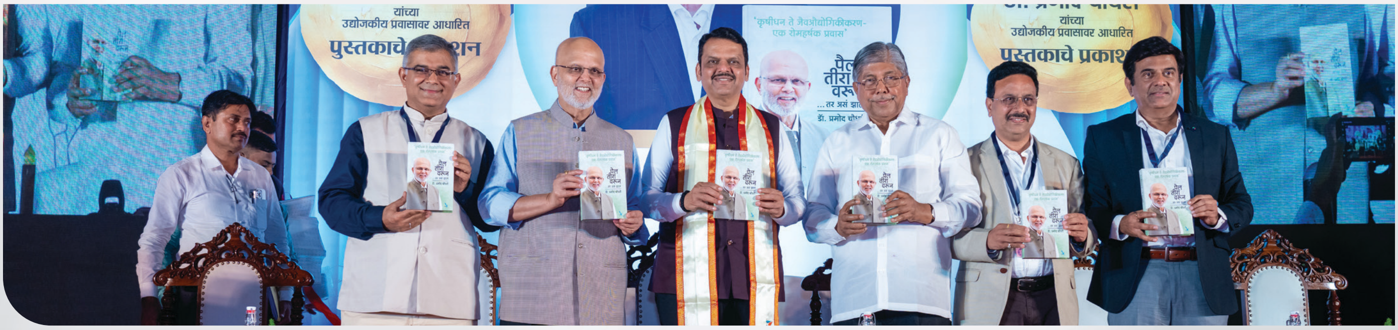
Purpose. Passion. Perfection.

ANNUAL REPORT 2024-25

Celebrating 75 years of vision, courage, and innovation - Dr Pramod Chaudhari, a pioneer whose legacy continues to inspire a sustainable tomorrow

Paving the way to a greener India - Shri Nitin Gadkari inaugurates the country's first sustainable road made with Praj Industries' lignin-based biobitumen on NH-44 near Nagpur, marking a breakthrough in eco-friendly infrastructure and bioeconomy innovation.

A milestone for India's bioeconomy - Dr Jitendra Singh (Minister of State in the Ministry of Personnel, Public Grievances and Pensions of India) inaugurated the country's first Biopolymer Demonstration facility at Jejuri, showcasing Praj's PLA technology, in the presence of Dr Rajesh Gokhale (Secretary, DBT) and Dr Ashish Lele (Director, NCL).



'पैलतीरावरून... तर असं झालं', a book on Dr Pramod Chaudhari's entrepreneurial journey published at the hands of Chief Minister of Maharashtra Shri Devendraji Fadnavis. In the picture, from Left to Right- Mr. Vishal Soni, CEO- Vishwakarma Publications, Dr Pramod Chaudhari, Shri Devendraji Fadnavis, Shri Chandrakantdada Patil, Higher and Technical Education Minister of Maharashtra, Prof. Milind Joshi, President of the Akhil Bharatiya Marathi Sahitya Mahamandal, Mr. Atul Mulay, President, Bioenergy, Praj Industries Ltd.

Praj's Grain Module Addition Workshop in Pune spotlighted feedstock diversification as the next big leap for biofuels—enabling existing distilleries to expand sustainably with grain-based solutions.

Praj is honored to be recognized as one of the Top Companies for Women in STEM 2024 by CII. We commend our talented women professionals whose leadership and innovation continue to drive our success.

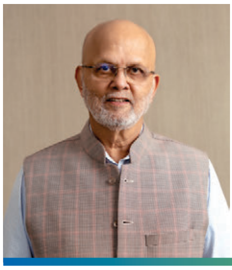
Honored to welcome Dr Raghunath Mashelkar to Praj Matrix, our hub of innovation and cutting-edge research.

Celebrating innovation and impact! Praj is honored as the 'Best Innovative Technology Supplier' at SEIC 2025. A proud moment for our team as we continue to drive sustainable transformation in the sugar and ethanol industry.

Praj receives the RECEIC Award from FICCI for its breakthrough Lactic Acid and Lactide Technology—powering India's journey in circular bioplastics and global sustainability

Table of Contents

Board of Directors



Dr Pramod Chaudhari

Chairman

Utkarsh Palnitkar

Independent Director

Parimal Chaudhari

Non-Executive Director

Vinayak Deshpande

Independent Director

Dr Shridhar Shukla

Independent Director

Rujuta Jagtap

Independent Director

Ajay Deshpande

Independent Director

Shishir Joshipura

CEO & Managing Director

Sachin Raole

CFO & Director-Resources

Ashish Gaikwad

Managing Director-Designate

Corporate Information

Board of Directors

Dr Pramod Chaudhari, Chairman

Mr Shishir Joshipura, CEO and Managing Director

Mr Ashish Gaikwad, Managing Director-Designate (w.e.f. 3rd February, 2025)

Mr Sachin Raole, CFO and Director Resources

Mr Utkarsh Palnitkar, Independent Director

Mr Vinayak Deshpande, Independent Director

Ms Parimal Chaudhari, Non-Executive Director

Dr Shridhar Shukla, Independent Director

Mr Suhas Baxi, Independent Director (upto 7th August, 2024)

Ms Rujuta Jagtap, Independent Director

Mr Ajay Narayan Deshpande, Independent Director (w.e.f. 25th October, 2024)

Company Secretary

Mr Anant Bavare

Auditors

Statutory Auditors: P G BHAGWAT LLP

Cost Auditors: Dhananjay V. Joshi & Associates

Internal Auditors: Khare Deshmukh & Co.

Secretarial Auditors: KANJ & Co. LLP

Bankers

Bank of Maharashtra

The Hong Kong and Shanghai Banking Corporation Limited

ICICI Bank Limited

Citibank N.A.

Standard Chartered Bank

Registered Office

"Praj Tower", S. No. 274 & 275/2, Bhumkar Chowk- Hinjewadi Road, Hinjewadi, Pune 411 057, Maharashtra, India

Registrar & Share Transfer Agent

MUFG Intime India Pvt. Ltd. (formerly known as Link Intime India Pvt. Ltd.) Block No 202, 2nd Floor, Akshay Complex, Off Dhole Patil Road, Pune 411 001, Maharashtra, India

R & D Unit I

Praj Matrix – The Innovation Center
Gat No. 402, 403, 1098, Village Urawade,
Tal. Mulshi, Pune 412 115, Maharashtra, India

R & D Unit II

Shreenathnagar, Patethan, P.O. Rahu, Tal Daund,
Dist. Pune 412 207, Maharashtra, India

R & D Unit III

Plot No. E-20 & E-21 additional MIDC Area, Jejuri, Tal. Purandar, Pune 412 303, Maharashtra, India

Manufacturing Facilities

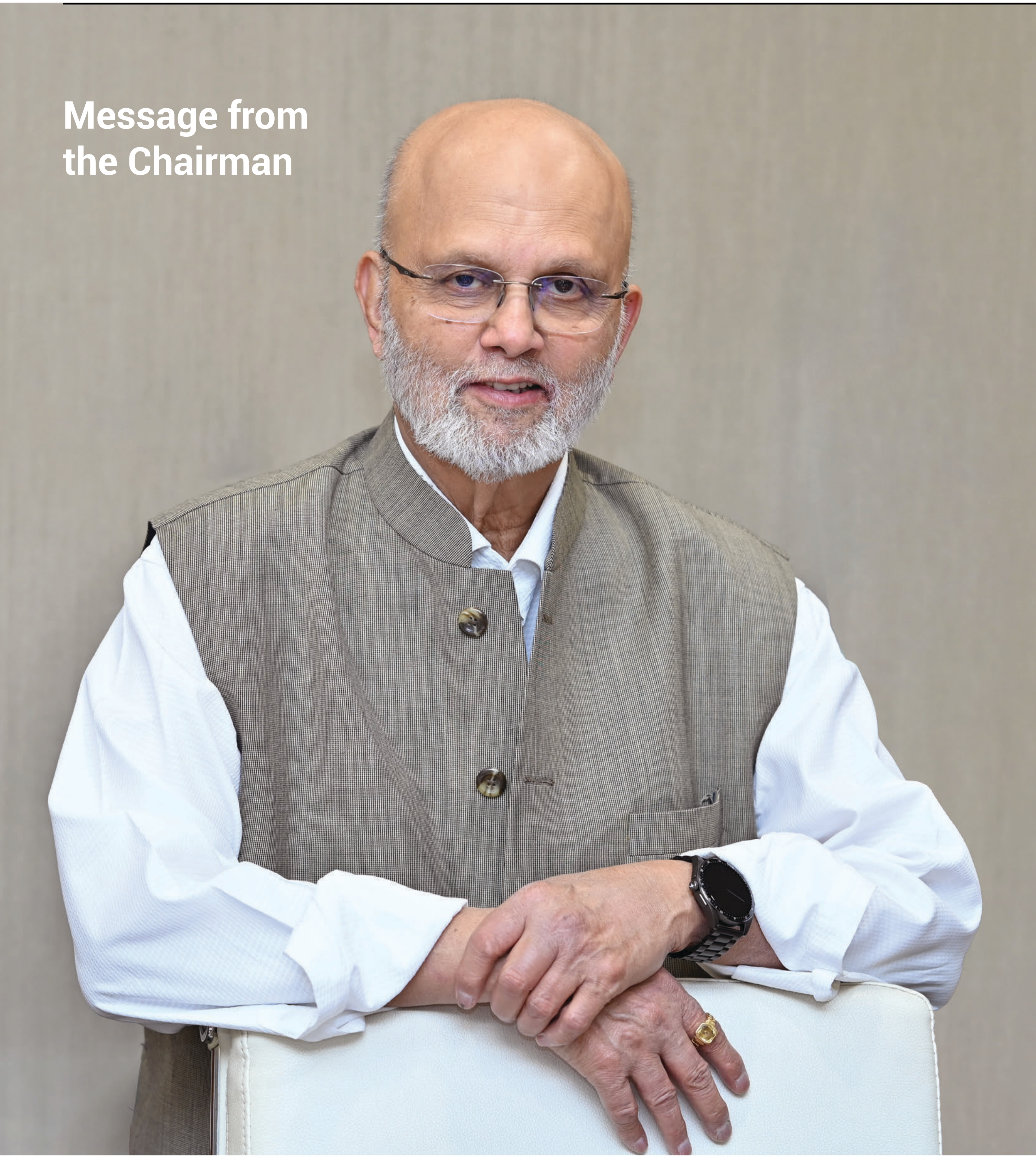
- Unit I Gat No.748 and Unit II Gat No. 745, 746, Sanaswadi, Tal. Shirur, Dist. Pune 412 208, Maharashtra, India
- Kandla SEZ Unit I, Plot No. 307 to 314, Gandhidham, Kutch 370 230, Gujarat, India
- Kandla SEZ Unit II, Plot No. 282 to 286 and 294 to 298, Gandhidham, Kutch 370 230, Gujarat, India
- Kandla SEZ Unit III, Warehouse No. 1 to 3, Himalaya Complex, Phase I, Sector IV, Gandhidham, Kutch 370 230, Gujarat, India
- Yard I, Plot No. 35, Behind Act Warehouse, Kandla, Gandhidham, Kutch 370 230, Gujarat, India
- Yard II, Warehouse No 7 & 8, Plot No. 38 & 39, West Gate, Kandla, Gandhidham, Kutch 370 210, Gujarat, India
- Praj HiPurity Systems Ltd.
  Gut No. 437, 438, 456, 467, 204 & 205, Near Gokul Hotel, Kondle Road, Village Usar, Taluka - Wada, District - Thane 421 303, Maharashtra, India
- Praj GenX Ltd.
  Plot No. 3 & 7, Padubidri Karkala Road, ASPEN SEZ, Nandicoor, Udupi, Karnataka 574 111, India

Presence in

India, Thailand, USA, The Philippines and Tanzania

Scan this code with QR reader app on your smartphone or tablet and know more about us.

Message from the Chairman



Dear Shareholders,

I am privileged to present the 39th Annual Report of Your Company for FY 2024–25.

We are witnessing a global reset. As the world navigates climate challenges, resource pressures, and rising expectations for responsible business practices, forward-looking companies must act with clarity, conviction, and speed. The decisions we make today will shape the industries of tomorrow.

At Praj, we are guided by a bold and actionable 2030 Vision that positions Your Company at the forefront of industrial transformation and clean energy innovation.

This vision is built on execution. Through our strategic platforms- Bio-Mobility®, Bio-Prism®, and Energy Transition & Climate Action (ETCA)- we are driving meaningful progress across key economic sectors, creating tangible value while preparing industries for a low-emission, high-efficiency future.
Bio-Mobility® is redefining the future of transportation and industrial fuels. Leveraging our leadership in ethanol technology, we are expanding into next-generation biofuels such as compressed biogas, Sustainable Aviation Fuel (SAF), and biohydrogen. These solutions directly reduce carbon intensity and enhance energy resilience.

Bio-Prism® is accelerating the move away from fossil-based chemicals and materials. Using advanced biotechnology and process innovation, we are producing bio-based alternatives like bioplastics, biobitumen, and biochemicals. This shift reduces import dependency and supports long-term business continuity by offering cleaner, scalable alternatives to conventional petrochemicals.

Complementing our core platforms, Praj HiPurity Systems Ltd. (PHS) is well-positioned to capitalize on the growing demand for ultra-pure water solutions across high-growth sectors, unlocking significant opportunities in industries requiring impeccable water quality.

Our ETCA business addresses critical energy challenges. Through engineering strength, manufacturing excellence, and best-in-class practices, it supports the development of clean energy solutions in areas such as hydrogen, ammonia, carbon capture, and waste-to-energy. These efforts help industries comply with evolving regulations, reduce emissions, and improve operational efficiency.

The Government of India has taken cognizance of the immense potential of the bioeconomy and is working on a forward-looking BioE3 (Biotechnology for Economy, Environment and Employment) Policy for Fostering High Performance Biomanufacturing. This reinforces the importance of industry participation in building a future-ready energy landscape. In alignment with this vision, our strategic platforms are not only delivering lasting impact but also contributing to national priorities.

We firmly believe that true progress requires collaboration. That's why we continue to build a strong ecosystem, engaging with global experts, institutions, and policymakers to shape the future of clean technology and industrial development.

Throughout this journey, we remain committed to high standards of integrity, governance, and accountability. These principles are embedded in everything we do and are essential to earning the confidence of all stakeholders.

To our valued shareholders, thank you for your continued trust and support. Backed by strong fundamentals, a clear strategic roadmap, and deep technical expertise, Praj is ideally positioned to harness the growing opportunities offered by the global transition. Our 2030 Vision serves as both a compass and catalyst- driving purposeful action and aligning our efforts with national and global priorities. With this vision at the core, we are shaping a cleaner, more resilient, and future-ready industrial world- creating lasting impact for the economy, industry, and generations to come.

Warm Regards,
Dr Pramod Chaudhari
Chairman
June 2025

Message from CEO & MD

Dear Shareholders,

The past year was one of measured progress for Praj Industries, set against a backdrop of global uncertainty, evolving energy policies, and shifting demand dynamics. While the overall financial performance did not reflect our typical momentum, we remained focused on building long-term value and deepening our leadership in the global bioeconomy.

We made steady headway across our core businesses. In 1G ethanol, India achieved its E20 blending milestone well ahead of schedule, and Praj remained a key enabler in this journey. The industry began turning its attention to what lies beyond- higher blends, flex fuel applications, blending with diesel, SAF- all areas where we are actively involved through technology development and ecosystem creation. Our expanding footprint in Latin and North America for grain-based ethanol and low-carbon ethanol solutions, respectively, augurs well for our future.

Services, O&M, and remote monitoring solutions saw growing demand, with increasing interest in biogenic CO_2 capture and lifecycle support. Co-product valorisation offerings further strengthened Praj's positioning as a long-term partner in industrial decarbonization.

In 2G ethanol, the IOCL Panipat project- based on Praj's Enfinity® platform- produced over one million litres of ethanol. Once stabilized with its peak capacity on a continuous basis, it will serve as a benchmark reference facility. Commissioning efforts for the HPCL and BPCL plants are also underway.

The CBG business gained renewed momentum with greater private sector interest. We successfully demonstrated our high-efficiency technology RenGas® using press mud, spent wash, rice straw, and Napier grass as feedstock.

Our work in Sustainable Aviation Fuel is progressing through early-stage collaborations. We are building the world's first integrated ethanol-to-jet (SAF) facility at Praj Matrix, Praj's R&D center and innovation engine, which will be commissioned by September 2025. The Bio-Mobility® platform continues to evolve to meet the demands of emerging fuel applications across transport sectors.

On the Bio-Prism® front, one of the significant milestones during the year was the operationalization of the demonstration facility for biopolymers. Polylactic Acid (PLA)- a bio-based alternative to conventional plastics- became the first molecule in Praj's biopolymer portfolio to be successfully demonstrated. Praj also showcased its biobitumen technology- a carbon abatement solution for road construction sector- through the inauguration of India's first national highway stretch built using biobitumen near Nagpur.

Praj HiPurity Systems Ltd. broadened its presence by developing high-capacity fermenters and offering them in the semiconductors and EV batteries segments. Praj GenX represents our confidence in the immense potential of modularisation capabilities developed at the Mangalore facility. Now audited and approved by eight global customers, the facility strongly positions Praj GenX for order book growth.

As we look ahead, we are aware that challenges- be it evolving energy policies, technological disruptions, or macroeconomic shifts- will continue to test us. But our journey so far has been one of resilience and reinvention. Time and again, we have turned adversity into opportunity. I am confident that Praj will continue to rise to the occasion with the same determination and foresight that have defined our success.

Praj has charted an ambitious growth path for 2030 under the able guidance and mentorship of Dr Pramod Chaudhari. With this background, I now hand over the baton to Mr Ashish Gaikwad, who will lead Praj into its next phase of growth and innovation. As I reflect on this journey, I am proud of the resilience, purpose, and commitment that the Praj team has demonstrated. I am deeply grateful for the opportunity to lead this exceptional company and the support I have received from all the stakeholders. Thank you for your continued faith and trust in Praj team.

Warm regards,
Shishir Joshipura
CEO & Managing Director
June 2025

Message from MD– Designate

It is with great enthusiasm and a deep sense of responsibility that I step into the role of Managing Director of Praj Industries.

I am honoured to take on the responsibility of translating our strategic framework of growth opportunities into action and steering the Company toward its 2030 goals. I look forward to working alongside all the visionary Board Members and passionate teams of experts and individuals at Praj, who have established the company as a significant global player to pursue energy transition and sustainable industrial transformation. Praj's journey ahead marks a continuation of a mission driven by innovation, integrity, and purpose.

We are at an inflection point in our industry and in global history. Climate action, clean energy, circular economy models, and net-zero commitments are redefining how industries will operate in the near future. Praj is uniquely positioned to lead this transition. Our proven expertise in biofuels, renewable chemicals, and decarbonization- alongside our growing footprint in high-purity systems, water solutions, and modular engineering- strategically positions us to leverage the global shift toward energy transition and climate action, tackling some of the most urgent challenges of our era.

I am equally committed to fostering internal synergies and collaboration between our R&D capabilities at Praj aligning them across our business units- Liquid & Gaseous Biofuels, Renewable Chemicals & Materials, Praj HiPurity, Praj GenX, Water & Wastewater Treatment, and Brewery Solutions- to deliver integrated, high-impact solutions to our customers.

Praj continues to advance innovations in bioplastics, biobitumen, and renewable chemicals. With the thyssenkrupp Uhde partnership, we are now poised to offer an end-to-end PLA solution. Our technology for biobitumen presents an import substitute with strong potential to enhance the viability of bioenergy projects.

To support this next phase of our journey, we are also sharpening our strategic focus through key organizational initiatives under our Transformation Management Office. TMO will help us structure the growth vectors, align actions for execution, and track progress to enable responsive adjustments in line with evolving priorities. We are also establishing Centers of Excellence (CoEs) for Talent Management, Innovation, Digitalization, and Manufacturing Supply Chain. We are investing in modern platforms like SAP S/4HANA and other digital infrastructure for a real-time decision-making system. At Praj GenX, our manufacturing assets are aligned with Industry 5.0 principles, combining advanced machines and smart technologies to enable seamless human-machine collaboration. These efforts will ensure that Praj remains agile, future-ready, and ahead of the curve in an increasingly competitive global landscape.

At the heart of all our ambitions are our people. We will continue to invest in talent development, diversity, and inclusive leadership. With the enduring work of Praj Foundation across education, rural upliftment, and health, we are committed to being not just a responsible business for profit, but a force for social good.

As we look ahead, we are mindful of the challenges on the horizon- volatile energy markets, evolving global regulations, and shifting technology landscapes. Yet, I remain confident that Praj's robust innovation ecosystem, customer-centric mindset, and value-driven leadership will help us navigate these complexities and continue delivering sustainable impact.

I look forward to engaging with all of you- our valued stakeholders- investors, customers, employees, and partners. I thank Dr Pramod Chaudhari for this invaluable opportunity to lead Praj. I would also like to thank Mr Shishir Joshipura for his kind assistance during the transition period. I know that I can count on everyone's continued trust and collaboration. I am confident that with your support, we will lead the transformation toward a more sustainable and inclusive world.

Warm regards,
Ashish Gaikwad
Managing Director– Designate
June 2025

Innovate. Integrate. Deliver.

40+ years of experience and expertise	**1000+** References	**400+** References outside India
Across 100+ Countries	**1300+** Employees	**4** Manufacturing locations
90+ Research scientists	**400+** Patents	**40%** Business from repeat customers

20+ years

of regular dividend payout

UNEP

Praj Foundation is honoured to be officially accredited by the United Nations Environment Programme (UNEP)

Praj at a Glance (Consolidated)

	UOM	24-25	23-24	22-23	21-22	20-21
SALES	₹ Mn.	32280.422	34662.784	35280.378	23432.744	13046.687
OTHER INCOME	₹ Mn.	508.360	434.986	356.008	241.242	257.364
TOTAL INCOME	₹ Mn.	32788.782	35097.770	35636.386	23673.986	13304.051
TOTAL EXPENDITURE EXCLUDING DEPRECIATION	₹ Mn.	29220.410	30882.603	32146.666	21399.302	11951.787
EBIDTA (EXCLUDING OTHER INCOME)	₹ Mn.	3248.320	3878.064	3180.001	2058.494	1190.781
DEPRECIATION	₹ Mn.	864.409	440.559	302.471	225.912	221.218
PROFIT BEFORE TAX	₹ Mn.	2985.535	3774.608	3187.249	2048.773	1131.046
PAT BEFORE MINORITY INTEREST	₹ Mn.	2189.330	2833.909	2398.182	1502.421	810.587
PAT AFTER MINORITY INTEREST	₹ Mn.	2189.101	2833.560	2397.941	1502.395	810.469
OTHER COMPREHENSIVE INCOME	₹ Mn.	(21.642)	(49.961)	(16.331)	(22.437)	11.041
TOTAL COMPREHENSIVE INCOME	₹ Mn.	2167.688	2783.948	2381.851	1479.984	821.628
NET BLOCK OF FIXED ASSETS + CWIP	₹ Mn.	5898.857	5253.148	3275.140	2892.399	2845.581
SHARE CAPITAL	₹ Mn.	367.626	367.626	367.426	367.347	366.458
RESERVES AND SURPLUS	₹ Mn.	13450.045	12377.073	10412.558	8789.838	7651.774
NET WORTH	₹ Mn.	13817.671	12744.699	10779.984	9157.185	8018.232
EPS BASIC	₹	11.91	15.42	13.05	8.18	4.43
RATIOS						
EBIDTA (EXCLUDING OTHER INCOME) TO SALES	%	10%	11%	9%	9%	9%
PBT TO SALES	%	9%	11%	9%	9%	9%
PAT TO SALES	%	7%	8%	7%	6%	6%
RONW	%	16%	24%	24%	17%	11%
ROCE	%	23%	31%	30%	23%	15%
NO. OF SHARES	Nos.	18,38,13,088	18,38,13,088	18,37,13,088	18,36,73,088	18,32,28,904
DIVIDEND	%	300%	300%	225%	210%	108%
BOOK VALUE PER SHARE	₹	75.17	69.34	58.68	49.86	43.76
CASH EPS	₹	16.61	17.82	14.70	9.41	5.63

Management Discussion & Analysis Report

Global Rise of the Bioeconomy

The global shift toward sustainable industrial development is accelerating, driven by the urgency of climate action and the energy transition. Bio-based solutions— such as biofuels, bioplastics, and renewable chemicals— are transforming traditional manufacturing and enabling low-carbon, circular growth across sectors. The IEA's Net Zero by 2050 report highlights the urgent need for a complete transformation of the global energy sector, which is responsible for nearly 75% of greenhouse gas emissions. It outlines a narrow but achievable pathway to limit global warming to 1.5°C, with bioenergy playing a vital role— especially in hard-to-abate sectors such as transport and industry. Also, in light of evolving geopolitical conditions, countries are increasingly focused on reducing dependence on imported crude oil and strengthening energy self-sufficiency.

According to the World Bioeconomy Forum, the global bioeconomy is experiencing rapid expansion, currently valued at over $4–5 trillion, and projected to reach $30 trillion by 2050. This growth is driven by advancements in sectors like biorefineries and renewable chemicals. For instance, the global biorefinery market is expected to rise from $212.05 billion in 2024 to $315 billion by 2029, growing at a CAGR of 8.2% during the period, while the biotechnology sector could exceed $3.8 million by 2030. The renewable chemicals market alone is projected to hit $350 billion by 2030. Over 50 countries, including India, the USA, Brazil, and members of the EU, have launched dedicated bioeconomy strategies. Emerging trends— such as the integration of AI and region-specific models— are transforming the landscape, positioning the bioeconomy as a cornerstone of future-ready, low-carbon industrial development. Increased government regulations, incentives, and sustainable practices are creating opportunities for the sector.

India, with its strong policy frameworks and expanding bioeconomy, is playing a key role in this global transformation, including its leadership in the Global Biofuel Alliance launched at the G20 Summit to promote biofuels as a cornerstone of clean energy.

India's Energy Transition

India is advancing toward a sustainable energy future with a robust policy framework focused on energy security, green manufacturing, and reducing dependence on crude oil. As the world's third-largest energy consumer, it has launched key initiatives to support this transition:

- **National Bio-Energy Mission**
  Boosts biofuel infrastructure and waste-to-energy integration.

- **2G Ethanol Plants**
  Utilize agri-residues to cut pollution and support rural incomes. The Pradhan Mantri JI-VAN Yojana promotes 2G ethanol production from agri-residues and industrial waste, supporting clean energy and rural livelihoods. Recently extended to 2028–29, it now includes diverse feedstocks and technologies to boost innovation, investment, and sustainable development.

- **SATAT Scheme**
  The Compressed Biogas Blending Obligation (CBO) mandates the phased blending of CBG with natural gas in the CNG and PNG networks, starting at 1% in FY 2025-26 and reaching 5% by FY 2028-29.

- **SAF Roadmap**
  India targets SAF blending of 1% by 2027, scaling to 5%.

- **BioE3 Policies**
  Aims to scale India's bioeconomy to USD 300 billion by 2030 by advancing biomanufacturing and promoting inclusive, sustainable growth. It focuses on strategic areas such as bio-based chemicals, smart proteins, precision biotherapeutics, and carbon capture technologies.

- **Green Hydrogen Mission**
  Aims for 5 MMT annual green hydrogen production by 2030.

- **Industrial Decarbonization**
  Focuses on energy efficiency, carbon capture, and circular economy practices.

Together, these initiatives strengthen India's role in the global energy transition while driving inclusive growth and climate resilience.

Business Performance

Praj: The Decarbonization Partner of Choice

Decarbonization lies at the heart of Praj's mission, aligned closely with the global imperatives of energy transition and climate action. As industries across the world seek to move away from fossil-based systems, Praj is enabling this shift by offering bio-based, technology-driven solutions that are practical, scalable, and aligned with net-zero ambitions.

Our proven expertise in biofuels, renewable chemicals, and industrial process engineering allows us to deliver solutions that not only reduce greenhouse gas emissions but also enhance energy efficiency and long-term operational resilience. Through our proprietary platforms such as Bio-Mobility® and Bio-Prism®, we are providing sustainable alternatives across high-impact sectors including transportation, aviation, and infrastructure.

Praj is also advancing Carbon Capture and Utilization (CCU) solutions, turning industrial CO_2 emissions into value-added products.

Bio-Mobility®: Enabling Sustainable Transportation

The global shift toward low-carbon transportation is gaining momentum, with governments and industries investing heavily in renewable fuels to reduce greenhouse gas emissions. Praj's Bio-Mobility® platform is at the forefront of this transformation, offering sustainable transportation solutions across land, air, and sea.With increasing global mandates for clean energy adoption, Bio-Mobility®™ is driving the transition to renewable fuels, ensuring a sustainable and energy-secure future for transportation.

Ethanol Blending in India: Beyond E20

Ethanol blending has emerged as a key strategy to reduce India's dependence on imported crude oil while advancing its clean energy agenda. India has successfully achieved its 20% ethanol blending target (E20), well ahead of schedule—a major milestone in the country's energy transition journey. With this goal now met, the focus is shifting toward higher blending levels and broader applications of ethanol across sectors.

NITI Aayog has indicated active deliberations on moving toward E25 and deploying flex-fuel vehicles capable of operating on higher ethanol blends such as E85 for four wheelers and E100 for two wheelers. Broader use cases are also being explored, including diesel blending and Sustainable Aviation Fuel (SAF).
NITI Aayog is evaluating alcohol blending in diesel, with the aim of reducing emissions, curbing oil imports, and strengthening energy security.

India's rapidly expanding aviation sector is poised to become a key driver in decarbonizing this traditionally hard-to-abate sector. With proven conversion pathways already validated for commercial use, ethanol seamlessly fits into the global SAF roadmap. There are indicative plans to blend 1% Sustainable Aviation Fuel (SAF) by 2027, scaling up to 5% by 2030 — requiring approximately 140 million litres of SAF annually by 2027 and around 700 million litres per year by 2030.

These ambitious targets and initiatives underscore India's commitment to a sustainable energy future, positioning the country as a global leader in biofuel innovation and climate action.

The government has taken several enabling steps to support the expansion, including supporting sugar mills in establishing grain-based ethanol modules through financial assistance and facilitating feedstock diversification for ethanol production by lifting restrictions on cane juice use.

Praj is actively contributing to this evolving ecosystem through strategic collaborations. A notable initiative is its Centre of Excellence & Innovation (CoEI) in Bioeconomy– Farm to Fuel Approach, established in partnership with the Vasantdada Sugar Institute (VSI), Pune. This center focuses on alternative feedstock development, byproduct valorization, and technology scale-up.

However, the sector is also witnessing structural shifts. Liquidity challenges and prolonged financial closures have resulted in lengthening of project execution cycles— from the earlier average of 9–12 months to now 12–15 months. Despite these headwinds, Praj remains committed to building a robust ethanol ecosystem, enabling both energy transition and rural economic empowerment.

Upgrading Ethanol Plants for Efficiency and Sustainability

As the ethanol industry faces rising sustainability and efficiency demands, Praj is leading the way in providing innovative solutions to modernize and upgrade existing plants. Our technology-driven upgrades focus on reducing steam and water consumption, boosting operational capacity, improving yields, and extending plant life— while minimizing capital expenditure and downtime.

With strong in-house R&D and implementation experience, Praj delivers customized solutions that help distilleries meet decarbonization goals and optimize performance. These upgrades are crucial in an environment of tightening regulations and rising costs, allowing our clients to remain competitive.

Co-Product Valorization

Beyond decarbonization, Praj is committed to enhancing customer profitability through co-product valorization. Our multi-feed, multi-product platforms empower industries to unlock new value from by-products, creating additional revenue streams while promoting circularity and resource efficiency. In grain-based ethanol production, our solutions enable the extraction of Distillers Corn Oil (DCO), rice protein, and DDGS (Distillers Dried Grains with Solubles)— all of which serve as high-value outputs for the feed, food, and oleochemical sectors. These technologies not only reduce waste but also improve overall plant economics by turning process residuals into commercially viable products.

By offering integrated, end-to-end capabilities, Praj helps customers transition to sustainable and profitable operations, reinforcing our role as a partner in both decarbonization and business growth.

Services & O&M Solutions

We are witnessing growing interest from our customers—both in India and internationally—for solutions such as biogenic CO_2 capture, fermentation process management, and comprehensive O&M services. Praj's expanding portfolio in services, spares, and operations & maintenance is enabling customers to enhance plant performance, extend asset life, and achieve greater resource efficiency. The RemoteBridge™ platform, a digital tool, complements these offerings by providing real-time performance insights and predictive diagnostics. Together, these solutions reflect Praj's commitment to supporting our customers in their journey toward cleaner, more reliable, and profitable operations.

The range of performance enhancers is gaining increasing demand both domestically and internationally, as we actively work to expand their reach in global markets. These bionutrient solutions boost yeast efficiency and catalyze fermentation, enabling improved yields and enhanced plant performance worldwide.

Ultra Low Carbon (2G) Ethanol

Praj remains at the forefront of India's bioenergy transition with its advanced second-generation (2G) ethanol technology. The IOCL 2G plant in Panipat, based on Praj's Enfinity™ platform, has produced over 1 million litres of ethanol and is currently undergoing capacity ramp-up and stabilization.

Unlike 1G ethanol, 2G ethanol is made from agri-residues like rice straw—helping reduce stubble burning and providing farmers with additional income. With strong policy support, 2G ethanol is set to play a key role in India's clean energy and rural development goals. In addition to the Panipat project, commissioning is underway for two other major 2G plants—HPCL's plant in Bathinda and BPCL's plant in Bargarh.

Ultra-low carbon ethanol produced through 2G technology qualifies as feedstock for Sustainable Aviation Fuel (SAF), making it a key growth driver for the medium to long term. Praj continues to invest in R&D to reduce production costs and improve the commercial viability of 2G ethanol, supporting its expanded role in India's clean energy future.

Global Scenario

Across the globe, ethanol is gaining strategic importance as a key enabler of the clean energy transition. Governments are increasingly adopting ethanol blending mandates to curb emissions, reduce reliance on imported fossil fuels, and boost rural economies through agricultural value addition. The United States and Brazil continue to lead the world in ethanol production and consumption, supported by robust policy frameworks and widespread use of flex-fuel vehicles.

In Brazil, blending rates are consistently around 27%, and the government's "Fuel of the Future" program envisions increasing this further to E30, reinforcing its long-term commitment to biofuels. There is also increasing use of grains as feedstock— a notable shift from traditional sugarcane-based ethanol. These developments are setting the tone for more diversified, resilient, and scalable ethanol ecosystems globally.

Building on the momentum of the two projects announced last year, Praj is making significant headway in supporting Brazil's transition toward grain-based ethanol production. With corn emerging as a preferred feedstock due to its round-the-year availability and logistical advantages, the Brazilian ethanol industry is gradually adopting a dual-feed approach alongside traditional sugarcane.

Praj's advanced grain-to-ethanol technology is tailored to local requirements and is gaining strong traction in the region.
Meanwhile, several other nations including Colombia, Panama, Argentina, Paraguay are revising policies to accommodate higher blends. Global interest in Sustainable Aviation Fuel (SAF) and Alcohol-to-Jet (ATJ) pathways is also on the rise, positioning ethanol as a versatile and low-carbon feedstock in multiple transport sectors.

In FY 2024-25, Praj secured a significant order from a customer in Paraguay to set up an ethanol plant based on starchy feedstock. Also, Praj secured a repeat order in East Africa for a molasses-based distillery, reaffirming its position as a trusted partner for sustainable alcohol production in the region.

Praj is strengthening its international presence with new and repeat orders in Paraguay and East Africa, reflecting growing global demand for its sustainable biofuel and alcohol production solutions.

Praj is strategically positioning itself to capitalize on emerging opportunities in the USA, particularly in the low-carbon ethanol market. We are executing an order for converting an existing ethanol facility into a low carbon ethanol facility in the USA. We secured an order for a project that utilizes lactose separated from milk as feedstock, aligning with the growing demand for sustainable and decarbonized solutions.

Praj is committed to adapting its strategies to align with evolving industry priorities and regulations, ensuring its solutions remain competitive and relevant.

The successful commissioning of DCM Shriram's 12 TPD Integrated Compressed Biogas (CBG) plant, developed in collaboration with Praj's RenGas® technology, marks a significant milestone in engineering precision, operational excellence, and fuel purity standards. This achievement sets a new benchmark for stakeholders across the clean energy sector.

Compressed Biogas (CBG) / Renewable Natural Gas (RNG)

Compressed Biogas (CBG) is rapidly emerging as a key pillar of India's circular and low-carbon economy. Produced from a range of organic feedstocks such as press mud, spent wash, rice straw, and Napier grass, CBG offers a renewable and sustainable alternative to conventional compressed natural gas (CNG). The market landscape for CBG is also evolving rapidly, with a growing shift from cascade-cylinder distribution to pipeline injection for industrial use, enabling better scalability and logistics efficiency. Private companies and OMCs are playing a significant role in driving this transition, and Praj is actively supporting this momentum with robust technology solutions and successful project execution.

Policy support has been instrumental in accelerating the development of India's Compressed Biogas (CBG) ecosystem. With strong backing from MNRE and MoPNG, CBG projects are supported by guaranteed offtake. The Sustainable Alternative Towards Affordable Transportation (SATAT) scheme continues to be a key enabler, while the integration of CBG into City Gas Distribution (CGD) networks is opening up new markets and driving commercial viability. As an emerging sector aligned with energy security and waste-to-wealth goals, CBG is poised for significant growth. Under the SATAT scheme, CBG plant development is underway, with ongoing efforts to expand infrastructure — pointing to continued interest in building out India's CBG ecosystem.

Praj has successfully demonstrated commercial-scale CBG production using diverse feedstocks, ensuring consistent performance without loss of Biochemical Methane Potential (BMP) and quality surpassing the stringent standards.

There is rising interest from sugar mills in installing press mud-based CBG plants and in a notable development, Praj received an order to set up a CBG plant co-located within a Napier grass cultivation field, offering an integrated feedstock and production model.

Integrating biobitumen production into CBG plants based on specific feedstocks enhances project economics by transforming the digestate—a typical low-value byproduct— into a marketable, eco-friendly material used in road construction. This dual-output model maximizes feedstock utilization, improves overall returns, and diversifies revenue streams. As demand grows for sustainable alternatives in both energy and infrastructure, biobitumen offers an opportunity to align CBG projects with circular economy principles. It also opens up access to emerging markets and policy incentives, making such integrated plants more financially attractive and environmentally impactful.

Sustainable Aviation Fuel (SAF)

Sustainable Aviation Fuel (SAF) represents a fast-growing global opportunity, with the market projected to surge to over $16.5 billion by 2030, driven by stringent emission targets and rising demand for cleaner air travel. However, while HEFA (Hydrotreated Esters and Fatty Acids) is currently the dominant pathway, it relies on limited lipid-based feedstocks and cannot alone meet the growing SAF demand. This highlights the need for alternative routes such as the Alcohol-to-Jet (ATJ) pathway, which enables the conversion of low-carbon alcohol into aviation-grade fuel.

Praj, through its Bio-Mobility® platform, has developed indigenous technology to convert renewable feedstocks like agricultural residues and lignocellulosic biomass to SAF, aligned with global standards such as ASTM D7566.

Praj has already pioneered SAF production at its R&D centre— India's first such initiative— and is collaborating with major industry players to accelerate deployment. With robust R&D, global partnerships, and deep feedstock-to-fuel capabilities, Praj is well-positioned to help scale SAF adoption and drive the global transition to net-zero aviation.

Bio-Prism®: Transforming Renewable Chemicals & Materials

Plastics have become integral to modern life, revolutionizing industries such as healthcare, packaging, construction, and automotive. Since 1950, global plastic production has surged from 2.3 million tons to over 400 million tons annually, reflecting their widespread use and growing demand.

Praj's Bio-Prism® platform is focused on developing high-value bio-based chemicals and renewable materials, including:

Biopolymers & Bioplastics

At our Demonstration Facility for Biopolymers in Jejuri, we are showcasing our technology for producing next-generation sustainable materials. This facility is designed to demonstrate production technology, enabling prospective customers to evaluate process performance and product viability for real-world applications in packaging, textiles, and industrial use. With Polylactic Acid (PLA) being the first biopolymer in focus, the future pipeline includes Polyhydroxyalkanoates (PHA) and Butanediol (BDO), broadening the platform's capability to support the growing demand for bio-based alternatives.

Biobitumen

Praj's proprietary technology refines crude lignin into Biobitumen— a low-carbon, circular economy solution for sustainable road construction.

With a blending capacity of up to 15%, this green material can partially replace fossil-derived bitumen, offering a significant 70% reduction in greenhouse gas (GHG) emissions. The road infrastructure industry stands to benefit from this eco-friendly innovation, which also presents an opportunity to save ₹4,000– 4,500 crore in foreign exchange if India replaces 15% of its conventional bitumen with biobitumen— equivalent to nearly 15 lakh tons.

Praj's Biobitumen technology has been successfully used in the construction of the Nagpur-Mansar road project. This eco-friendly innovation, which can partially replace fossil-derived bitumen, is now being used to build the country's first national highway using biobitumen.

Praj HiPurity Systems Ltd. (PHS)

Praj HiPurity Systems Ltd. (PHS) continues to lead in delivering high-purity water systems and Modular Process Systems (MPS) for the pharmaceutical, biotech, and personal care sectors. In FY 2024–25, PHS expanded its offerings across critical applications such as vaccines, injectable formulations, and both synthetic and bio-based APIs, providing solutions that fully comply with global regulatory standards including USFDA, EU-GMP, and cGMP.

PHS is capitalizing on three major growth pillars: global expansion, expansion of its offerings, and cross-sector application of existing solutions. The company has extended its reach into international markets while simultaneously exploring new industrial applications of its core technologies— such as ultra-pure water systems for lithium-ion battery production in EVs and semiconductors.

One of the key milestones this year was developing and supplying high-capacity fermenters, including a dedicated high-capacity fermentation complex for a leading pharmaceutical company in South India. In collaboration with Praj Matrix, PHS continues to enhance its technology offerings to meet the evolving needs of biopharmaceutical manufacturing.

Praj HiPurity Systems Ltd. also delivers comprehensive value-added services such as maintenance agreements, round-the-clock technical support, system upgrades, and operator training. These value-added services enhance operational efficiency, ensure regulatory compliance, and maximize asset longevity across the lifecycle of high-purity water and process systems.

Critical Process Equipment & Modularization

The global process equipment market is projected to reach approximately USD 124.78 billion by 2030, growing at a CAGR of 4.58% from 2025, reflecting increasing demand for efficient, modular, and scalable industrial solutions. The broader energy transition market is witnessing robust growth, estimated to expand from around USD 2.83 trillion in 2024 to USD 5.42 trillion by 2031, at a CAGR of 9.7%. These trends underscore the rising global focus on sustainable technologies and modularization as key enablers for faster project execution, improved safety, and enhanced resource optimization across industries.

During the year, Praj's state-of-the-art manufacturing facility at Kandla operated at full capacity, reflecting strong demand across domestic and international markets. The facility played a crucial role in delivering high-quality process equipment and modular assemblies for a range of projects. With optimized capacity utilization and stringent quality systems in place, it continues to be a key enabler in ensuring timely project execution and supporting Praj's commitment to engineering excellence.

Praj GenX Ltd., a wholly-owned subsidiary of Praj Industries Ltd., delivers innovative modular solutions for Energy Transition and Climate Action (ETCA), addressing the growing global market for process equipment and modularization. Modularization offers key advantages such as reduced execution time, faster delivery, improved safety, and enhanced quality control, making it a preferred approach for efficient and scalable project execution.

Praj GenX has developed a pioneering suite of modular plant design philosophies aligned with the principles of Industry 5.0, focusing on human-centricity, sustainability, and digital integration. The PraModule5.0™ platform delivers next-generation modular solutions for the BioEnergy sector, while ModuLess5.0™ and ModulFlex™ extend these benefits to a wider array of industrial applications. These design innovations are supported by the state-of-the-art mega-facility in Mangaluru—developed as a model Industry 5.0 plant. It integrates advanced automation, digital technologies, and green manufacturing practices. Commissioned in two phases for efficient ramp-up and operational readiness, the facility is poised to drive growth, with its impact on order book and revenues expected to reflect in FY 2025–26. To ensure quality and reliability, eight customers have audited and approved the facility, demonstrating strong confidence in Praj GenX's capabilities.

A notable highlight is the "Rani Chennamma Team," an all-women workforce trained to operate cutting-edge technologies such as collaborative robots (cobots) and welding machines. With 50 skilled professionals, this team reflects Praj GenX's commitment to gender diversity, inclusive growth, and empowerment.

With a robust pipeline of international inquiries, Praj GenX is well-positioned to capitalize on significant global opportunities in modular engineering.

Water & Wastewater Treatment Solutions

The industrial wastewater treatment market is driven by accelerating urbanization, expanding industrial activity, and increasing environmental awareness. These factors are prompting industries to adopt advanced and efficient wastewater treatment solutions to meet stricter regulatory requirements and support sustainability goals. As water scarcity and pollution concerns intensify, the demand for innovative treatment technologies will continue rising across sectors.

Praj is enhancing its water and wastewater treatment offerings with advanced, energy-efficient, and modular skid-based systems for industrial use. These plug-and-play solutions enable faster deployment and efficient integration, especially in space- and time-constrained projects.

During the year, Praj delivered modularized wastewater treatment solutions to select industrial customers, reinforcing its commitment to efficient, scalable, and future-ready systems. These plug-and-play units offer significant advantages— including faster deployment, reduced on-site work, space optimization, and ease of integration into existing operations. With growing demand from industries facing time and space constraints, Praj's modular approach is gaining traction as a preferred choice for reliable and sustainable wastewater treatment.

With expertise across sectors like food & beverage, pharma, chemicals, and distilleries, Praj's technologies support Zero Liquid Discharge (ZLD), high water recovery, and resource reuse— helping industries reduce freshwater use, meet regulatory norms, and lower operational costs.

Brewery and Beverages

India's brewery equipment market is resurging after a period of quiet, with domestic demand fueling substantial growth. It is projected to rise to US $890 million by 2030, growing at a CAGR of 6.5%. As breweries increasingly seek energy efficiency, water conservation, and quality improvements, Praj's integrated modernization solutions offer minimal downtime, swift commissioning, and dependable performance, especially through brownfield projects across India. Meanwhile, greenfield investments are gaining traction in emerging markets and premium beverage segments, signifying a promising future pipelined toward FY 2025–26.

Innovation and R&D

Praj's R&D Center, Matrix, continues to make remarkable progress, reinforcing its leadership in the global bioeconomy with cutting-edge technologies and innovative solutions. Building on its portfolio of over 400 patents, Praj's focus on Bio-Mobility® and Bio-Prism® platforms is accelerating decarbonization in mobility and the development of renewable chemicals and sustainable materials.

A significant highlight has been the continued advancement of its Alcohol-to-Jet (ATJ) demonstration facility, which integrates bioprocesses with catalysis. Praj is exploring new pathways to improve the efficiency of production at this facility.

Praj's innovative biological pretreatment processes are yielding higher volumes of low-carbon biofuels such as CBG, and the Pressmud Preservation technology is ensuring consistent, year-round biogas production in CBG plants without loss of biomethanation potential (BMP). Praj's proprietary technologies PMStab™ for press mud, BMSolve™ for lignocellulosic feedstocks, and NGStab™ for Napier grass— optimize feedstock stabilization, pretreatment and ensure year-round biogas production by enhancing decomposition and preserving organic content.

Praj has achieved a major milestone under its Bio-Prism® platform with the commissioning of India's first integrated demonstration facility for biopolymers at Jejuri. This state-of-the-art facility is a significant leap forward in building a sustainable, circular bioeconomy and will play a pivotal role in advancing the development of bioplastics. It will enable commercial-scale production of lactic acid, a key building block for Polylactic Acid (PLA)— a renewable, biodegradable

Building on its portfolio of over 400 patents, Praj's focus on Bio-Mobility® and Bio-Prism® platforms is accelerating decarbonization in mobility and the development of renewable chemicals and sustainable materials.

alternative to conventional plastics. Beyond PLA, the facility is designed to support the development of other next-generation polymers like Polyhydroxyalkanoates (PHA) and Butanediol (BDO).

Praj's collaboration with the Institute of Chemical Technology has been instrumental in advancing its capabilities in biopolymers. This partnership is exemplified by the establishment of the Parimal and Pramod Chaudhari Centre of Excellence and Innovation for Biopolymers, which serves as a dedicated hub for testing various shapes, forms, and end-use applications of biopolymers— driving innovation and real-world adoption.

Furthermore, Praj has continued to innovate by unlocking value from biorefinery co-products, reinforcing its commitment to integrated and sustainable bioeconomy solutions. One such advancement is the extraction of plant-based proteins from rice used in ethanol production— an initiative that not only adds a high-value co-product stream but also supports the growing global demand for alternative protein sources in food and animal nutrition.

Praj's development of Biobitumen from lignin, an abundant, non-food biorefinery residue, offers a renewable alternative to fossil-based bitumen traditionally used in road construction. Its successful application at the Nagpur– Mansar bypass on NH-44 marks a significant step toward decarbonizing infrastructure, demonstrating real-world viability and setting the stage for large-scale adoption of green construction materials.

Sustainability

Praj Foundation continues to lead with purpose, driving sustainable change across rural India through integrated programs in preventive healthcare, sustainable water resource development, and education. Our initiatives are deeply aligned with the Sustainable Development Goals and focused on creating lasting impact through community-led action.

Preventive healthcare for women

Praj Foundation's flagship healthcare program, "Food is Medicine," empowers rural women to take charge of their family's nutrition and wellness using simple, traditional, and cost-effective practices. Operating across 6 locations in Maharashtra and Gujarat, the program covers over 100 villages, directly impacting more than 10,000 women and reaching ~50,000 individuals.

By promoting kitchen gardens, reviving iron-rich cooking traditions, and linking health with livelihood through poultry and food processing, the initiative addresses anaemia, boosts immunity, and fosters income generation. It's not just healthcare—it's holistic empowerment.

Water Conservation

Water is central to rural resilience. Through its water conservation efforts, Praj Foundation has rejuvenated water systems across 90 villages— 70 in Maharashtra and 20 in Gujarat. More than 10,000 wells and borewells have been revived, bringing over 50,000 acres of land under sustainable irrigation. These efforts have directly benefited 10,000+ families and 40,000+ individuals, securing drinking water, enhancing agricultural productivity, and restoring community confidence in their natural resources.

Education

Praj Foundation's education initiatives bridge the gap between aspiration and access. From early childhood literacy to rural entrepreneurship, the focus is on building competencies that last a lifetime.

- 13,000+ children strengthened their foundational literacy and numeracy skills
- 135+ schools and Anganwadis supported
- 275+ teachers trained
- 250+ youth gained hands-on vocational training
- 1,049+ rural youth empowered through entrepreneurship programs
- 150+ rural enterprises established
- 2,800+ high school students introduced to practical technology via the IBT program
- 500+ students annually benefit from school infrastructure upgrades

Net Zero & Climate-Resilient Village– Mandede

As part of its commitment to sustainable and inclusive development, Praj Industries launched a pioneering initiative to transform Mandede, a village in Mulshi taluka near Pune, into a Net Zero and Climate-Resilient Village. This flagship project is designed to serve as a replicable model for rural sustainability, aligned with global climate goals and national development priorities.

The two-year pilot program adopts a holistic, systems-based approach to address six critical areas: water security, energy efficiency, waste and wastewater management, sustainable agriculture and livelihoods, public health, and quality education.

By leveraging Praj's expertise in the bioeconomy and collaborating with academic and field partners, the initiative is driving measurable progress across environmental and social indicators.

Key interventions during the year included the deployment of improved cookstoves in nearly half of the village households, leading to a significant reduction in fuelwood consumption and carbon emissions. Rooftop solar panels were installed in select homes under a pilot initiative, which has generated strong community interest for wider adoption.

The project also achieved important milestones in water resource management. Desilting of local chain bunds helped improve groundwater recharge and extend water availability during dry months. An integrated watershed management plan has been developed to ensure long-term water resilience.

In the area of waste management, a nature-based greywater treatment system (Eco-STP) has been successfully implemented in one hamlet, with plans underway to expand coverage. Organic waste composting and plastic segregation systems have been introduced at the household and community level, promoting circular waste practices.

This initiative exemplifies Praj Foundation's commitment to creating shared value through responsible environmental stewardship and community empowerment. With encouraging early results, the Mandede model is poised for scale-up and replication across other rural geographies in the future.

Human Capital

Praj's journey of innovation and sustainable transformation is powered by its people. We are continuously striving to create business ready talent pool for its actionable 2030 vision. Hiring of Technology and Engineering graduates from campuses under its "StepUP" program and grooming them through structured programs is a significant initiative. The company has added key leadership professionals and experienced mid-managerial talent during the year to strengthen capabilities in niche areas. There is continuous thrust through awareness and education about company's Values, Integrity, Ethics and IT Security framework. The company is focussing on 5 critical themes for strengthening the employee engagement – namely, Conversation, Connection, Clarity, Competence and Career. It has also launched a focussed People Leadership Development Initiative – "People Compass" covering a sizeable number of People Managers.

The company is also focussing on comprehensive "Wellness and Happiness" programs. It has launched its digital initiative "WISH" for all its employees. There are business specific technical programmes regularly conducted under its "TechEdge" intervention for continuous upgradation of techno-functional knowledge. There is also thrust on improving skills and overall business connect for people working on our project sites. Our inclusive and performance-driven culture fosters curiosity, collaboration, and a strong sense of purpose, enabling individuals to grow while contributing to larger organizational goals. We are building a workforce that is agile, future-ready, and deeply aligned with our mission to deliver sustainable solutions globally.

Praj's commitment to innovation and sustainable transformation is driven by its dedicated workforce. The organization continually seeks to develop a talent pool aligned with its actionable 2030 vision by recruiting Technology and Engineering graduates through the StepUP program and nurturing them via structured development initiatives. During the year, Praj strengthened its capabilities in specialised areas by adding key leadership and experienced mid-managerial professionals.

The company maintains a strong emphasis on promoting awareness and education related to its Values, Integrity, Ethics, and IT Security framework. Employee engagement is being enhanced through a focus on five critical themes: Conversation, Connection, Clarity, Competence, and Career. Additionally, Praj introduced the People Leadership Development Initiative_—People Compass—reaching a significant number of People Managers.

The organization also prioritizes holistic employee well-being through comprehensive Wellness and Happiness programs and has rolled out the digital initiative WISH for all team members. To ensure ongoing techno-functional advancement, regular business-specific technical sessions are conducted under the TechEdge initiative. Skill development and business connectivity efforts are extended to employees at project sites as well.

Praj's inclusive and performance-oriented culture encourages curiosity, collaboration, and a shared sense of purpose, supporting individual growth while advancing the company's mission of delivering sustainable solutions worldwide. The organization is dedicated to developing an agile, future-ready workforce that aligns closely with its global sustainability objectives.

Fostering a Safe and Inclusive Workplace

Praj is committed to creating a respectful, inclusive, and equitable work environment for all. Our gender-neutral POSH (Prevention of Sexual Harassment) policy ensures that every employee, regardless of gender identity, feels safe and empowered to speak up. Reinforcing this commitment, our internal platform Uchit serves as a confidential and transparent channel for grievance redressal, promoting fairness and accountability. Together, these initiatives uphold our core values of dignity, trust, and equality- building a workplace culture where every individual can thrive without fear or bias.

Awards & Recognition

In FY 2024–25, Praj Industries continued to be recognized for its commitment to innovation, sustainability, and inclusive excellence through a series of prestigious awards:

Top Company Excelling in Women in STEM 2024

Recognized by the Confederation of Indian Industry (CII)

Celebrates Praj's commitment to gender diversity and the promotion of women in science, technology, engineering, and mathematics.

Prof. Nandibewoor Endowment Award 2024

Awarded by the Indian Chemical Society at the 61st Annual Congress of Chemists and International Conference on Emerging Trends in Chemistry (Jaipur)

This honor recognizes Praj's pioneering contributions to chemical engineering and sustainability. The award underscores our role in shaping the future of India's chemical industry, aligned with the vision of Viksit Bharat @2047.

'Rasayan Udyog Shri' 2025 conferred upon Dr Pramod Chaudhari, Founder Chairman

Conferred by the Indian Chemical Society

Honoring Dr Chaudhari and Praj Matrix for outstanding contributions to chemical innovation and research excellence.

Resource Efficiency & Circular Economy Industry Coalition (RECEIC) Award

Awarded by FICCI in the "Circular Technology Disruptor" category

Acknowledges Praj's leadership in advancing disruptive technologies for a circular bioeconomy

Best Innovative Technology Supplier – SEIC 2025

Awarded at the Sustainable Energy India Conference (SEIC)

Highlights Praj's role in developing high-impact, sustainable technology solutions for the energy sector.

UNEP Accreditation – Praj Foundation

Praj Foundation received accreditation from the United Nations Environment Programme (UNEP)

This recognition reinforces our commitment to environmental stewardship and global sustainable development goals through community-based initiatives.

Strategic Growth Blueprint

During the year, Praj undertook a comprehensive strategic review to chart the next phase of its growth journey. This forward-looking exercise involved a deep dive into market opportunities, organizational strengths, and evolving customer expectations. Several key initiatives were identified across business segments, operations, and talent development-focused on unlocking new value pools, enhancing execution agility, and strengthening Praj's role in industrial biotech and sustainable engineering. The resulting roadmap is designed to catalyze accelerated, innovation-driven, and future-ready growth.

Strengthening Digital Backbone

As part of our digital transformation journey, Praj successfully implemented SAP S/4HANA to strengthen enterprise-wide systems and processes. This upgrade enables greater operational control, real-time monitoring, and improved data analytics across functions. The integrated platform also lays the foundation for future adoption of AI-driven insights, predictive analytics, and enhanced decision-making, helping us improve efficiency, responsiveness, and strategic planning.

Managing Risks with Strategic Foresight

Praj recognizes that operating in dynamic global markets involves a spectrum of risks, including regulatory shifts, geopolitical developments, feedstock variability, and technology disruptions. We proactively manage these through a robust risk management framework that integrates early warning systems, compliance monitoring, and scenario planning. Our diversified portfolio, strong R&D capabilities, and agile execution models help us mitigate market and operational risks, ensuring business continuity and long-term resilience.

The Road Ahead

At Praj, our commitment to industrial sustainability, renewable energy, and next-gen bio-based solutions is no longer just a vision- it is a reality. We have emerged as a decarbonization partner of choice, expanding globally and driving the adoption of clean energy across aviation, transport, infrastructure, and manufacturing.

Through our R&D hub, Praj Matrix, we continue to lead in process innovation, resource efficiency, and circular economy solutions. Our expertise in high-purity systems, water treatment, and sustainable engineering is helping industries transition to low-carbon operations.

Having delivered on our commitments, we now focus on scaling our impact- strengthening our presence in the global bioeconomy and advancing the transition to a more sustainable industrial future.

Details of significant changes (i.e. change of 25% or more as compared to the immediately previous financial year) in Key Financial Ratios along with detailed explanation therefor.

Standalone Praj	UOM	31-Mar-25	31-Mar-24	Variation	Major reason for variance
Debtors Turnover	Days	95	87	9%	N.A.
Inventory Turnover	Days	54	34	59%	The rise in overall inventory levels majorly on account of higher level of inventory of modular plants.
Interest Coverage	Times	N.A.	N.A.	N.A.	N.A.
Current Ratio	Times	1.57	1.60	-2%	N.A.
Debt Equity Ratio	Times	N.A.	N.A.	N.A.	N.A.
Operating Profit Margin	%	12.31%	11.25%	9%	N.A.
Net Profit Margin	%	9.63%	9.38%	3%	N.A.
RONW	%	19.77%	24.10%	-18%	N.A.

Forward-Looking Statements

This document contains forward-looking statements that reflect Praj's strategic vision, growth expectations, and future business outlook. These statements are based on current market conditions, industry trends, government policies, and management's expectations regarding business performance, technology advancements, and expansion plans.

While we remain committed to innovation, sustainable growth, and long-term value creation, actual results may differ due to various factors, including macroeconomic conditions, regulatory changes, geopolitical developments, and market dynamics.

Praj assumes no obligation to update or revise any forward-looking statements, except as required by law. Stakeholders are encouraged to consider these statements in the context of industry uncertainties and evolving business environments.

DIRECTORS' REPORT

To,
The Members of Praj Industries Limited

Your Directors are pleased to present the 39th Report together with the Audited Financial Statements of Praj Industries Limited ("the **Company**") for the financial year ended on 31st March, 2025.

1. FINANCIAL HIGHLIGHTS AND STATE OF COMPANY'S AFFAIRS :

The financial statements of the Company have been prepared in accordance with the Indian Accounting Standards ("**Ind AS**") notified under Section 133 of the Companies Act, 2013 ("the **Act**"), read with Rule 7 of the Companies (Accounts) Rules, 2014.

During the year under review, your Company recorded a standalone total income of ₹28,056 Mn., (previous year ₹30,580 Mn.), with profit after tax of ₹2,644 Mn. (previous year ₹2,804 Mn.). On a consolidated level, total income stood at ₹32,789 Mn. (previous year ₹35,098 Mn.), with profit after tax of ₹2,189 Mn. (previous year ₹2,834 Mn.).

(₹ in Mn.)

Particulars	Standalone		Consolidated	
	2024-25	2023-24	2024-25	2023-24
Revenue from Operations	27,447	29,896	32,281	34,663
Other Income	609	684	508	435
Total Income	**28,056**	**30,580**	**32,789**	**35,098**
Total Expenses	**24,841**	**26,933**	**30,085**	**31,323**
PBT (Before exceptional items)	3,215	3,647	2,704	3,775
(+) Exceptional item	282	-	282	-
PBT	3,497	3,647	2,986	3,775
(-) Tax Expenses	853	843	797	941
PAT	2,644	2,804	2,189	2,834
Other Comprehensive Income	(21)	(36)	(21)	(50)
Total Comprehensive Income	2,623	2,768	2,168	2,784
(+) Balance in Profit & Loss account	10,193	8,090	10,325	8,206
Profit Available for Appropriations	**12,816**	**10,858**	**12,493**	**10,990**
Appropriations				
i) Dividend	(1,103)	(828)	(1,103)	(828)
ii) Transfer to / (from) Special Economic Zone Re-investment Reserve	-	163	-	163
Balance in Statement of Profit & Loss	**11,713***	**10,193***	**11,390#**	**10,325#**

* Includes Debt instruments balance through Other Comprehensive Income.
# Includes Debt instruments balance through Other Comprehensive Income and exchange differences on translation of foreign operations.

2. MANAGEMENT DISCUSSION AND ANALYSIS REPORT :

Management Discussion and Analysis Report for the financial year under review, as stipulated under regulation 34(2)(e) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the **Listing Regulations**") forms part of this Annual Report.

3. DIVIDEND :

The Board of Directors at its meeting held on 29th April, 2025 has recommended final Dividend of ₹6/- per share (i.e. 300%) of face value of ₹2/- each for the financial year 2024-25. The dividend is payable subject to shareholders' approval at the ensuing Annual General Meeting (**AGM**). The final dividend pay-out, if approved by the shareholders in the ensuing AGM, will be around ₹1,102.879 Mn.

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

4. DIVIDEND DISTRIBUTION POLICY :

In accordance with the Regulation 43A of the Listing Regulations, the Company has formulated a Dividend

Distribution Policy which is available on the Company's website and link for the same is given in "**Annexure 1**".

5. RESERVES :

During the year under review, the Company does not propose to transfer any amount to the General Reserve.

6. CREDIT RATING :

(i) CRISIL has re-affirmed "A1+" rating to the Company's short-term banking facilities which signifies that the degree of safety regarding timely payment of instruments is very strong.

(ii) CRISIL has also re-affirmed its rating of the Company's long-term bank facilities to "AA/Stable".

The "AA/Stable" rating signifies high safety with regard to timely payment of long-term financial obligations.

7. DIRECTORS AND KEY MANAGERIAL PERSONNEL (KMP) :

(i) Appointment :

Dr Pramod Chaudhari (DIN : 00196415)

During the year, Dr Pramod Chaudhari completed his tenure as Executive Chairman on 31st December, 2024.

The shareholders through Postal Ballot by way of Special Resolution on 20th December, 2024, approved the appointment of Dr Pramod Chaudhari (DIN : 00196415) as Non-Executive Chairman (in the category of Non-Executive Non-Independent Director) of the Company for a period of five (5) years w.e.f. 1st January, 2025 to 31st December, 2029.

Further, based on the recommendation of Nomination and Remuneration Committee (**NRC**), the Board at its Meeting held on 29th April, 2025 has approved the appointment of Dr Pramod Chaudhari as Founder Chairman & Group Mentor (Whole Time Director in the category of Executive Director) for a period of five (5) years with effect from 1st July, 2025 till 30th June, 2030 , subject to approval of shareholders by way of Special Resolution at 39th Annual General Meeting of the Company.

Mr. Ashish Gaikwad (DIN : 07585079)

Based on the recommendation of NRC, the Board at its meeting held on 30th January, 2025 has appointed Mr. Ashish Gaikwad (DIN : 07585079) as the Managing Director-Designate w.e.f. 3rd February, 2025 till 30th June, 2025 and thereafter as the Managing Director from 1st July, 2025 till 31st January, 2030, which was further approved by the shareholders through Postal Ballot by way of Ordinary Resolution on 21st March, 2025.

Mr. Ajay Narayan Deshpande (DIN : 03435179)

Based on the recommendation of NRC, the Board at its meeting held on 25th October, 2024 has appointed Mr. Ajay Narayan Deshpande (DIN : 03435179) as an Independent Director for a period of three (3) years w.e.f. 25th October, 2024 to 24th October, 2027, which was further approved by the shareholders through Postal Ballot by way of Special Resolution on 20th December, 2024.

The Board is of the opinion that Mr. Ajay Narayan Deshpande is a person of integrity and possesses requisite skills, experience and knowledge relevant to the Company's business and it would be beneficial to have his association with the Company as an Independent Director.

Mr. Berjis Desai (DIN : 00153675)

Board, on the recommendation of NRC, at its meeting held on 26th June, 2025, has considered and approved appointment of Mr. Berjis Desai (DIN : 00153675) as an Additional Director (in the category of Non-Executive Non-Independent Director), liable to retire by rotation w.e.f. 1st July, 2025, subject to approval of the shareholders at 39th AGM of the Company.

(ii) Cessation :

Mr. Suhas Baxi (DIN : 00649689)

Mr. Suhas Baxi (DIN : 00649689) ceased to be an Independent Director of the Company w.e.f. 7th August, 2024 due to completion of his tenure.

(iii) Director liable to retire by rotation :

Ms. Parimal Chaudhari (DIN : 00724911) retires by rotation at the ensuing AGM and not offered herself for re-appointment.

In view of the above, the Board, on the basis of recommendation of NRC, at its meeting held on 29th April, 2025 has considered and approved the appointment of Mr. Parth Chaudhari (DIN : 07010109) as a Non-Executive Non-Independent Director, liable to retire by rotation, w.e.f. the date of 39th AGM i.e. 11th August, 2025 in place of Ms. Parimal Chaudhari.

(iv) Key Managerial Personnel (KMP) :

The Company has the following KMPs as on 31st March, 2025;

Name of the KMP	Designation
Mr. Shishir Joshipura	CEO & Managing Director
Mr. Ashish Gaikwad*	Managing Director-Designate
Mr. Sachin Raole	CFO & Director-Resources
Mr. Anant Bavare	Company Secretary

* appointed w.e.f. 3rd February, 2025

During the year, due to the appointment of Dr Pramod Chaudhari as a Non-Executive Chairman, he ceased to be the KMP of the Company w.e.f. 1st January, 2025.

8. DECLARATION FROM INDEPENDENT DIRECTORS :

The Independent Directors have submitted their annual declaration to the Board confirming that they fulfill all the requirements as stipulated in Section 149(6) and 149(7) of the Act read with rules framed there under and Regulations 16(1)(b) and 25 of the Listing Regulations.

9. SUBSIDIARY COMPANIES :

Praj Engineering & Infra Ltd., India, Praj HiPurity Systems Ltd., India, Praj GenX Ltd., India, Praj Americas Inc., U.S.A., Praj Far East Co. Ltd., Thailand, Praj Far East Philippines Ltd. Inc., The Philippines, continue to be subsidiaries of your Company.

Your Company has incorporated Foreign Wholly Owned Subsidiary Company, Praj Projects (Tanzania) Ltd. on 2nd December, 2024 to execute the project in Tanzania.

Consolidated Financial Statements of the Company prepared in accordance with Section 129(3) of the Act, and the applicable Accounting Standards, which include the results of the Subsidiary Companies, forms part of this Annual Report. Further, a statement containing salient features of the financial statements of all subsidiaries in prescribed Form AOC-1, is enclosed as "**Annexure 2**".

Copies of Annual Accounts and related detailed information of all the subsidiaries can also be sought by any shareholder of the Company or its Subsidiaries by making a written request to the Company Secretary on the address of the Registered Office of the Company in this regard. The Annual Accounts of the Subsidiary Companies are also available for inspection at the Company's Registered Office. The separate Audited Financial Statements in respect of each of the Subsidiary Companies are also available on the website of your Company at https ://www.praj.net/investors-type/financial-reports-of-subsidiaries/

The Company has formulated a policy for determining 'material subsidiary' which is hosted on the Company's website and link for the same is given in "**Annexure 1**".

10. CORPORATE SOCIAL RESPONSIBILITY ("CSR") :

Pursuant to and in compliance with Section 135 of the Act and Rule 5 of the Companies (Corporate Social Responsibility Policy) Rules, 2014, the Board has constituted a CSR Committee. The details of the CSR Committee constitution, CSR activities and other details, as required under Section 135 of the Act and the CSR Rules, are given in the CSR Report at "**Annexure 3**".

The CSR Policy is placed on the Company's website and link for the same is given in "**Annexure 1**".

11. CORPORATE GOVERNANCE :

Pursuant to Regulation 34 of the Listing Regulations, Report on Corporate Governance along with the certificate from a Practising Company Secretary certifying compliance with conditions of Corporate Governance is annexed to this Report as "**Annexure 4**".

12. BUSINESS RESPONSIBILITY AND SUSTAINABILITY REPORT ("BRSR") :

Pursuant to Regulation 34(2)(f) of the Listing Regulations, the BRSR on initiatives taken from an environmental, social and governance perspective, in the prescribed format is annexed to this Report as "**Annexure 5**".

13. BOARD MEETINGS :

The Board met five (5) times during the financial year, the details of which are given in the Corporate Governance Report which forms an integral part of this Annual Report. The intervening gap between any two meetings was within the period prescribed by the Act and the Listing Regulations as amended from time to time.

14. COMMITTEES OF THE BOARD :

The details of all the Committees such as composition, terms of reference and meetings held during the year under review are set out in the Corporate Governance Report which forms an integral part of this Annual Report.

15. AUDITORS :

(i) Statutory Auditors :

P. G. BHAGWAT LLP, Chartered Accountants, (Firm Regn. No. 101118W), were appointed as the Statutory Auditors of the Company for a period of five (5) years from 34th AGM until the conclusion of 39th AGM to be held in the calendar year 2025.

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

Based on the recommendations of Audit Committee, the Board at its meeting held on 26th June, 2025 has recommended to the shareholders of the Company, appointment of M/s MSKA & Associates, Chartered Accountants (Firm Reg. No. : 105047W) as Statutory Auditors of the Company w.e.f. date of 39th AGM till the conclusion of 44th AGM to be held in the financial year 2030 at a remuneration of ₹4.125 Mn. per annum plus applicable taxes and reimbursement of out-of-pocket expenses on actuals, if any.

As required under the Listing Regulations, M/s MSKA & Associates, the auditors have confirmed their eligibility and they hold a valid certificate issued by the Peer Review Board of the Institute of Chartered Accountants of India.

(ii) Internal Auditors :

The Internal Auditors, Khare Deshmukh & Co., Chartered Accountants, Pune have conducted internal audits periodically during financial year 2024-25 and submitted their reports to the Audit Committee.

Their reports have been reviewed by the Statutory Auditors and the Audit Committee.

The Board has appointed Khare Deshmukh & Co., Chartered Accountants Pune, as Internal Auditors of the Company for the financial year 2025-26.

(iii) Cost Auditors :

In terms of Section 148 of the Act, read with the Companies (Cost Records and Audit) Rules, 2014, your Company has appointed Dhananjay V. Joshi & Associates, Cost Accountants as Cost Auditors of the Company for the financial year 2025-26 at the remuneration of ₹0.325 Mn. which is subject to ratification by the shareholders at the 39th AGM.

The maintenance of cost records as specified under Section 148 of the Act is applicable to the Company, and accordingly, all the cost records are made and maintained by the Company and audited by the cost auditors.

(iv) Secretarial Auditors :

Based on the recommendations of Audit Committee, the Board at its meeting held on 26th June, 2025 has approved appointment of M/s MSN Associates, Company Secretaries (Firm Registration No. 29533) as Secretarial Auditors of the Company for a period of five (5) consecutive year w.e.f. financial year 2025-26 till 2029-30, subject to approval of shareholders at 39th AGM at a remuneration of ₹0.25 Mn. per annum plus applicable taxes and reimbursement of outof- pocket expenses on actuals, if any, for the financial year ending on 31st March, 2026.

As required under the Listing Regulations, M/s. MSN Associates, the Secretarial Auditors have confirmed their eligibility, and they hold a valid certificate of Peer Review issued by the Institute of Company Secretaries of India.

Secretarial Audit Report

In accordance with the provisions of Section 204 of the Act, and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company has appointed M/s KANJ & Co., LLP, Practising Company Secretaries, to conduct the Secretarial Audit of the Company for the financial year 2024-25. The Secretarial Audit Report (MR-3) for the financial year 2024-25 forms part of the Annual Report as "**Annexure 6**".

The Secretarial Audit Report for the financial year 2024-25 does not contain any qualifications, reservations, adverse remarks or disclaimer.

Annual Secretarial Compliance Report

Pursuant to and in compliance with the provisions of Regulation 24A(2) of the Listing Regulations, M/s KANJ & Co. LLP, Practising Company Secretaries have issued Annual Secretarial Compliance Report for the financial year ended 31st March, 2025. The Company has submitted the said report to the Stock Exchanges within the prescribed time frame.

16. MATERIAL CHANGES AND COMMITMENTS :

There were no material changes and commitments, affecting the financial position of the Company occurred between the end of the financial year to which these financial statements relate and the date of the report.

17. RISK MANAGEMENT :

Pursuant to Regulation 21 of the Listing Regulations, the Company has constituted a Risk Management Committee, details of the Committee along with terms of reference are provided in the Corporate Governance Report which forms an integral part of this Annual Report.

The Company has framed a Risk Management Policy to ensure sustainable business growth and to promote a pro-active approach in identifying, reporting, evaluating and mitigating risks associated with the business of the Company. The policy establishes a structured and disciplined approach to Risk Management, in order to guide decisions on risk related issues. The Risk Management Policy is hosted on the Company's website and link for the same is given in "**Annexure 1**".

The enterprise risks and their mitigation plans are presented by the risk owners to the Risk Management Committee. The Enterprise Risk Management (**ERM**) framework is aimed at effectively mitigating the business and enterprise risks through strategic actions. The mitigation plans for enterprise and business risks are reviewed and updated on a periodic basis to the Risk Management, Audit Committee and the Board of Directors of the Company.

In today's challenging and competitive environment, strategies for mitigating inherent risks associated with business and for accomplishing the growth plans of the Company are imperative. The common risks inter-alia are risks emanating from; Regulations, Cyber Risks, Competition, Business, Technology obsolescence, Investments, Retention of talent, Finance, Politics and Fidelity etc. In today's complex business environment, Cyber risks have considerably increased.

During the year, we continued our efforts to keep ourselves up to date with cyber security events globally to achieve higher compliance and its continued sustenance.

As mentioned in Risk Management Policy, these risks are assessed and steps, as appropriate, are taken to mitigate the same.

The Company has instituted adequate Internal Controls and processes to have a cohesive view of risks, optimal risk mitigation responses and efficient management of internal control and assurance activities.

In the opinion of the Board, there are no risks which may threaten the existence of the Company.

18. INTERNAL FINANCIAL CONTROLS :

The Company has in place, adequate internal financial controls with reference to Financial Statements commensurate with the size, scale and complexity of its operations. During the year, such controls were tested and no reportable material weaknesses in the design or operation were observed.

19. PARTICULARS OF EMPLOYEES :

The information required pursuant to Section 197(12) of the Act read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, duly amended, in respect of Directors & KMPs of the Company is furnished hereunder :

Sr. No.	Name	Designation	Ratio of remuneration of Directors to the median remuneration of employees	% Increase/ (Decrease) in remuneration over FY 2023-24
1.	Dr Pramod Chaudhari	Chairman[1]	65.75	-*
2.	Mr. Shishir Joshipura	CEO & Managing Director	50.13	6
3.	Mr. Ashish Gaikwad[2]	Managing Director-Designate	12.51	-*
4.	Mr. Sachin Raole	CFO & Director- Resources	23.68	10
5.	Mr. Vinayak Deshpande	Independent Director	2.89	-*
6.	Mr. Utkarsh Palnitkar	Independent Director	1.62	-*
7.	Ms. Parimal Chaudhari	Non- Executive Director	2.53	17
8.	Dr Shridhar Shukla	Independent Director	1.26	40
9.	Mr. Suhas Baxi[3]	Independent Director	0.36	-*
10.	Ms. Rujuta Jagtap	Independent Director	0.54	25
11.	Mr. Ajay Narayan Deshpande[4]	Independent Director	0.54	-*
12.	Mr. Anant Bavare	Company Secretary	2.87	-*

[1]appointed as the Non-Executive Chairman w.e.f. 1st January, 2025

[2]appointed as the Managing Director-Designate w.e.f. 3rd February, 2025

[3]ceased to be an Independent Director w.e.f. 7th August, 2024

[4]appointed as an Independent Director w.e.f. 25th October, 2024

*not comparable since the appointment was for part of the year (i.e. either in previous year or during FY 2024-25) and therefore not given.

The median remuneration of employees of the Company during the financial year 2024-25 was ₹1.385 Mn., there was an increase of around 9% in the median remuneration of employees.

There were 1318 permanent employees on the rolls of the Company as on 31st March, 2025.

Average percentage increase made in the salaries of employees other than the managerial personnel in the financial year 2024-25 was around 10% whereas the managerial remuneration for the same financial year increased by around 7%.

The key parameters for the variable component of remuneration paid to the Directors are considered by the Board of Directors based on the recommendations of NRC as per the Remuneration Policy for the Directors, KMP and other Employees.

It is hereby affirmed that the remuneration paid is as per the Remuneration Policy for Directors, KMP and other Employees.

The statement containing particulars of employees as required under Section 197(12) of the Act read with Rule 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, are available to shareholders for inspection on request.

In terms of Section 136 of the Act, the said statement is open for inspection at the Registered Office of the Company. The Annual Report is being sent to the shareholders excluding the aforesaid statement. Any shareholder interested in obtaining a copy of the same may write to the Company Secretary.

20. REMUNERATION POLICY FOR DIRECTORS AND KMPs :

The Company's Remuneration Policy for Directors/KMPs is directed towards rewarding performance based on periodical review of achievements. The Remuneration Policy is in consonance with the existing industry practice which is attached as "**Annexure 7**" to this Report.

The said policy is also available on the Company's website and link for the same is given in "**Annexure 1**".

21. EMPLOYEE STOCK OPTION PLAN ("ESOP") :

During the year under review, your Directors confirm that no shares were issued by the Company under the Employee Stock Option Plan 2011 of the Company.

The Company vide letter dated 3rd February, 2025, has granted 4,21,000 options to Mr. Ashish Gaikwad, Managing Director-Designate at ₹565/- per option under Employee Stock Option Plan 2011 Grant XII.

A statement giving complete details, as at 31st March, 2025, pursuant to Regulation 14 of the SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021, is available on the Company's website at https ://www.praj.net/wp-content/uploads/2025/06/ESOP-Disclosure-Report-2024-25.pdf.

22. VIGIL MECHANISM / WHISTLE BLOWER POLICY :

To ensure that the activities of the Company and its employees are conducted in a fair and transparent manner by adoption of highest standards of professionalism, honesty, integrity and ethical behaviour, the Company has adopted a Vigil Mechanism / Whistle Blower Policy. Key features of this policy are given in Corporate Governance Report. Policy is hosted on the website of the Company and link for the same is given in "**Annexure 1**".

23. PARTICULARS OF LOANS, GUARANTEES AND INVESTMENTS :

The details of loans, guarantees and investments covered under Section 186(4) of the Act are given in the notes to the Audited Standalone Financial Statements. (Please refer Note nos. 4, 11 & 30 to the Standalone Financial Statements)

24. PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES :

All contracts / arrangements / transactions entered by the Company during the financial year 2024-25 with related parties were in the ordinary course of business and on an arm's length basis. Such transactions form part of the notes to the financial statements provided in this Annual Report. Particulars of related party transactions are provided in Note no. 30 in the Standalone Financial Statements.

There were no materially significant related party transactions which could have potential conflict with the interests of the Company at large. None of the transactions with related parties falls under the scope of Section 188(1) of the Act. The information on transactions with related parties pursuant to Section 134(3)(h) of the Act read with Rule 8(2) of the Companies (Accounts) Rules, 2014 in Form AOC-2 does not apply to the Company for the financial year 2024-25 and hence the same is not provided.

Your Company has formulated a policy on related party transactions which is available on the Company's website and link for the same is given in "**Annexure 1**".

25. BOARD EVALUATION :

Pursuant to and in compliance with the provisions of Section 134 of the Act and Rules made thereunder and as provided in Schedule IV to the Act and the Listing

Regulations, the Board works with the NRC to lay down the evaluation criteria for the performance of Executive / Non-Executive / Independent Directors.

Independent Directors have three key roles -Governance, Control and Guidance. Some of the performance indicators based on which the Independent Directors are evaluated include :

(i) Ability to contribute to and monitor the Company's corporate governance practices.

(ii) Ability to contribute by introducing international best practices to address top-management issues.

(iii) Active participation in medium to long-term strategic planning.

(iv) Commitment to the fulfillment of Directors' obligations and fiduciary responsibilities, which include participation in the Board and the Committee Meetings.

The evaluation of all the Directors, Committees and the Board as a whole was conducted based on the criteria and framework adopted by the Board.

26. ANNUAL RETURN :

Pursuant to Section 92(3) read with Section 134(3)(a) of the Act, Annual Return for the financial year ended on 31st March, 2025, in prescribed Form No. MGT-7 to be filed with Ministry of Corporate Affairs is available on the website of the Company at https ://www.praj.net/investors-type/annual-return/.

27. DIRECTORS' RESPONSIBILITY STATEMENT :

In accordance with the provisions of Section 134(5) of the Act, the Board hereby submits its responsibility statement for the financial year 2024-25 as follows :

(i) in the preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures.

(ii) the Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as on 31st March, 2025 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 Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.

(iv) the Directors have prepared the annual accounts on a going concern basis.

(v) the Directors have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively; and

(vi) the Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

28. DETAILS IN RESPECT OF FRAUDS REPORTED BY AUDITORS UNDER SECTION 143(12) OF THE ACT :

During the year, the Auditors have not reported to the Audit Committee, any incidence of fraud as defined under Section 143(12) of the Act, committed against the Company by its officers or employees.

29. DEPOSITS :

The Company has not accepted any deposits from public as per the provisions of Sections 73 and 74 of the Act read with Rules made thereunder and as such, no amount on account of principal or interest on deposits from public was outstanding as on the date of the balance sheet.

30. SECRETARIAL STANDARDS :

The Company has complied with the applicable Secretarial Standards (as amended from time to time) on meetings of the Board of Directors and General Meetings issued by the Institute of Company Secretaries of India.

31. INVESTOR EDUCATION AND PROTECTION FUND (IEPF) :

During the year under review, pursuant to and in compliance with the provisions of Sections 124 and 125 of the Act and Rules made thereunder, the Company has transferred :

(i) 33,189 equity shares whose dividend has remained unclaimed / unpaid for a consecutive period of seven (7) years to IEPF and

(ii) ₹13,74,153/- (Rupees Thirteen Lakhs Seventy Four Thousand One Hundred Fifty Three only), being the unclaimed dividend, pertaining to the final dividend for the financial year 2016-17 to IEPF after giving notice to the shareholders to claim their unclaimed / unpaid dividend.

As on 31st March, 2025, 2,98,650 equity shares are lying with IEPF.

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

During the year, there were no significant material orders passed by the regulators and courts, which would impact the going concern status of the Company.

33. INSOLVENCY AND BANKRUPTCY CODE (IBC) :

There were no proceedings admitted against the Company under IBC 2016.

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

The Company has in place policy on Prevention of Sexual Harassment in line with the requirements of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 ("**POSH Act**"). All employees (permanent, contractual, temporary, trainees) are covered under this policy.

The Company has constituted Internal Committee for each location. The Name of all Committee members and their contact details are available on the Company's notice board along with the Policy on Prevention of Sexual Harassment (POSH), which is accessible to all employees of the Company.

Awareness programs are conducted on the POSH during the financial year. Also, all new joinees at the Company undergo separate induction on POSH policy.

Your Directors state that during the year under review, there were no complaints received pursuant to the POSH Act.

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

(i) Conservation of Energy :

Your Company focuses on energy conservation through various means integrated into its technology and operational principles :

- Biogas unit is installed at some of the manufacturing facilities of the Company to process waste.
- Design and Engineering Focus : The Praj Technology and Engineering Group designs and engineers plants and machinery with a focus on minimizing energy and water consumption.
- Use of solar energy and Low electricity consumption : Installation of solar plants at various locations as well as usage of Green energy has resulted in to considerable saving in energy consumption. Approximately 33% of our electricity requirement is currently met with renewable energy.

(ii) Technology Absorption :

Praj is technology based Company. The Company is actively involved in developing and deploying technologies. These technologies are used by various customers.

Low Carbon Intensity (CI) Ethanol :

Praj has developed an energy-efficient solution to reduce the carbon intensity (CI) of corn-based ethanol production. This innovation achieves significant lowering of the overall energy demand in ethanol plants by optimizing thermal integration.

Compressed Biogas (CBG) / Advanced Bio-Methane (RenGas™) :

Praj patented technology namely, RenGas™ efficiently generates bio-methane from agricultural residues such as Rice straws, Napier grass and sugar mill waste, press- mud.

The Company also has an innovative solution for developed markets that converts whole stillage into Biogas alongside Distiller's Corn Oil (DCO).

Praj has developed multiple technologies for feedstocks, PMStab™ for preservation of yield efficiency of press mud, BMSolve™ and NGStab™ for pretreatment of biomass and Napier grass respectively.

Bio-Bitumen :

Praj has developed technology to produce Bio-Bitumen, a renewable alternative to fossil-based bitumen for eco-friendly road construction.

Sustainable Aviation Fuel (SAF) :

The Company has developed technology for producing SAF from sugary feedstock via the Alcohol-to-Jet (ATJ) fuel route, aiming to decarbonize the aviation industry.

A Pilot/Demo unit for SAF at Praj R&D has achieved successful mechanical completion.

Bioplastics & Biopolymers :

The Company has indigenously developed integrated Polylactic Acid Technology at Jejuri. This facility houses fermentation, chemical synthesis, separation and purification sections along with other supporting sections. Bio-based plastics, which are made up of natural monomers and contain safer additives, are biodegradable and provide an effective solution to mitigate the hazards of plastics.

Renewable Products General Focus :

The Company makes continuous efforts to reduce carbon and enhance GHG emission savings for the production of renewable products, including fuels and chemicals.

(iii) Expenditure incurred on Research and Development during financial year 2024-25 :

Your Company has spent ₹699.2 Mn. on Research and Development during the financial year 2024-25.

(iv) Foreign Exchange Earnings & Outgo :

(₹ in Mn.)

Particulars	31st March, 2025	31st March, 2024
Earnings	4,163	6,723
Outgo	2,101	1,278
Net Foreign Exchange Earnings	**2,062**	**5,445**

Your Company has retained its status as a net forex earner consecutively for past 27 years.

36. DISCLOSURE ABOUT INCIDENCE OF FIRE AT PRAJ MATRIX, R&D CENTER :

On 28th March, 2025, a fire incident occurred at the office block of Praj Matrix, R&D center in Pune. There was no loss of human life, and the safety of all personnel was ensured. None of the Praj operations were adversely impacted due to this incident.

37. ACKNOWLEDGEMENT :

Your Directors wish to place on record their appreciation for the continued co-operation and support extended to the Company by Customers, Collaborators, Government Authorities, Bankers, Suppliers, Auditors. They also place on record their appreciation for the dedication and value-added contribution made by all the employees.

Your directors would also like to thank all the shareholders who have reposed confidence in the Company and its future.

For and on behalf of the Board of Directors

Dr Pramod Chaudhari
Chairman
(DIN : 00196415)

Date : 26th June, 2025
Place : Pune

ANNEXURE 1
CORPORATE POLICIES OF THE COMPANY

Sr. No.	Policy Name	Weblink
1.	Dividend Distribution Policy [Regulation 43A of the Listing Regulations]	Click here for Policy
2.	Policy on determination of Material Subsidiary [Regulation 16(1)(c) of the Listing Regulations]	Click here for Policy
3.	Corporate Social Responsibility Policy [Section 135 of the Act]	Click here for Policy
4.	Risk Management Policy [Regulation 21 of the Listing Regulations and as defined under Section 134 of the Act]	Click here for Policy
5.	Nomination & Remuneration Policy [Regulation 19 of the Listing Regulations and as defined under Section 178 of the Act]	Click here for Policy
6.	Vigil Mechanism/Whistle Blower Policy [Regulation 22 of the Listing Regulations and as defined under Section 177 of the Act]	Click here for Policy
7.	Policy for Related Party Transactions [Regulation 23 of the Listing Regulations and as defined under the Act]	Click here for Policy
8.	Familiarisation Programme for Independent Directors [Regulations 25(7) and 46 of the Listing Regulations]	Click here for Policy
9.	Code of Conduct for Board and Senior Management [Regulation 17 of the Listing Regulations]	Click here for Policy
10.	Code of Conduct to Regulate, Monitor and Report of Trading by Designated Persons [Regulation 9 of the SEBI (Prohibition of Insider Trading) Regulations]	Click here for Policy
11.	Policy for procedure of inquiry in case of leak or suspected leak of unpublished price sensitive information [Regulation 9A of SEBI (Prohibition of Insider Trading) Regulations]	Click here for Policy
12.	Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information [Regulation 8(1) of SEBI (Prohibition of Insider Trading) Regulations]	Click here for Policy
13.	Policy on determination of Materiality of Events/Information [Regulation 30 of the Listing Regulations]	Click here for Policy
14.	Policy on Board Diversity [Regulation 19 of the Listing Regulations]	Click here for Policy
15.	Archival Policy [Regulation 30 of the Listing Regulations]	Click here for Policy
16.	Policy on Preservation of Documents [Regulation 9 of the Listing Regulations]	Click here for Policy

ANNEXURE 2
FORM AOC-1

STATEMENT CONTAINING SALIENT FEATURES OF FINANCIAL STATEMENT OF SUBSIDIARIES PURSUANT TO SECTION 129(3) READ WITH RULE 5 OF COMPANIES (ACCOUNTS) RULES, 2014

(₹ in Mn.)

Sr. No.	NAME OF THE SUBSIDIARY COMPANY	Praj Far East Philippines Ltd. Inc., The Philippinnes	Praj Americas Inc. USA	Praj Far East Co., Ltd. Thailand	Praj Projects (Tanzania) Limited	Praj HiPurity Systems Limited, India	Praj Engineering & Infra Limited, India	Praj GenX Limited, India
1.	Date of Incorporation	17/08/2012	16/07/2009	01/08/2006	02/12/2024	22/10/2007	30/07/1993	15/03/2023
2.	Financial Period of the Subsidiary ended on	31/03/2025	31/03/2025	31/03/2025	31/03/2025	31/03/2025	31/03/2025	31/03/2025
3.	% of Shareholding	100% of Equity Capital	100% of Equity Capital	100% of Equity Capital	100% of Equity Capital	100% of Equity Capital	99.67% of Equity Capital	100% of Equity Capital
4.	Share Capital	11.167	9.281	12.519	0.719	50.000	3.098	0.500
5.	Reserves and Surplus	14.720	12.519	26.730	(23.493)	985.910	368.128	(783.938)
6.	Total Assets	26.481	35.382	41.195	452.173	2312.595	1067.961	2741.171
7.	Total Liabilities (Excluding Share Capital And Other Equity)	0.594	13.582	1.946	474.948	1276.685	696.735	3524.609
8.	Investments	NIL	NIL	NIL	NIL	NIL	220.000	NIL
9.	Turnover	8.864	60.962	19.934	11.010	3102.743	1425.389	277.756
10.	Profit /(Loss) for the Current Year (Before Taxes)	(0.197)	2.903	(2.967)	(33.477)	289.163	96.894	(906.925)
11.	Provision for Taxation (Including Deferred Taxes)	0.097	0.713	0.000	(10.020)	75.774	27.614	(156.241)
12.	Profit /(Loss) for the Current Year (After Taxes)	(0.294)	2.190	(2.967)	(23.457)	213.389	69.280	(750.684)
13.	Proposed Dividend	NIL	NIL	NIL	NIL	NIL	NIL	NIL
14.	Original Currency	PESO	US DOLLAR	THAI BAHT	TANZANIAN SHILLING	₹	₹	₹
15.	Exchange Rate as on 31st March 2025 In - Closing Rate	1.4927	85.4425	2.5190	0.03214	1.00	1.00	1.00
16.	Exchange Rate from 1st April 24 to 31st March 2025 In -Average Rate	1.4642	84.5459	2.4320	0.03209	1.00	1.00	1.00

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

Dr. Pramod Chaudhari
Chairman
(DIN : 00196415)

Shishir Joshipura
CEO & Managing Director
(DIN : 00574970)

Sachin Raole
CFO & Director- Resources
(DIN : 00431438)

Anant Bavare
Company Secretary
(M.No. : ACS21405)

Place : Pune
Date : 29 April 2025

ANNEXURE 3
ANNUAL REPORT ON CSR ACTIVITIES OF THE COMPANY

1. **A brief outline of the Company's CSR policy including overview of projects or programmes proposed to be undertaken and reference to the weblink to the CSR Policy :**

Praj Industries Limited ("**PIL**") is a socially responsible corporate citizen. PIL recognizes trusteeship as a critical function of an organization in discharging its responsibility towards the society, environment and its resultant ecosystem.

The early start on CSR activities has given PIL a tremendous learning and understanding of how CSR projects should be selected, implemented and sustained. PIL has a separate team dedicated to CSR activities. Along with Praj Foundation (CSR arm of PIL), PIL is engaged in various projects. Many of the themes selected also resonate well with the overall national agenda like Health, Water, Clean India (Swacch Bharat).

PIL is committed to supporting sustainable development through effective interventions at various levels.

To ensure this, PIL shall undertake the following activities :

- Environment sustainability and Rural development.
- Healthcare including Preventive health and Eradication of Malnutrition;
- Promotion of Education, Capacity Building, Employment and Gender equality;
- Assistance to Orphanage, Old Age Homes and Differently Abled;
- Training to promote nationally recognized Sports;
- Protecting art and culture;
- Areas covering Relief to underprivileged.

Implementation of CSR Activities

PIL undertakes CSR activities primarily in and around the areas of operation of the Company. PIL executes the CSR activities directly or through Praj Foundation, a Charitable Trust having CSR registration number CSR00001195 or appropriate NGOs.

Majority of the CSR funds are expended through Praj Foundation.

The Board approves the Annual Action Plan having the list of CSR activities, eligible expenditure to be incurred on CSR activities, modalities of utilization of funds, implementation schedule, etc. on the recommendation of CSR Committee in the beginning of every financial year.

Monitoring of CSR Activities

PIL has established CSR Committee as per the provisions of the Companies Act, 2013. CSR Committee recommends CSR activities to be undertaken by the Company, to the Board as specified in Schedule VII of the Companies Act, 2013 (here in after referred to as "the Schedule VII").

The CSR Committee takes periodical review of CSR activities carried out during the financial year and report to the Board.

PIL monitors the progress of the CSR project and activities regularly with respect to quality of its implementation, cost and schedule with the same vigour as its business activities. The impact assessment of its projects are conducted at suitable intervals diligently.

PIL spends, in every financial year, at least 2 per cent of the average net profits of the Company made during the 3 immediately preceding financial years, in pursuance of the Companies Act, 2013 and rules framed there under for the purposes specified in Schedule VII and also in pursuance of this CSR Policy. Surplus arising out of the CSR activity does not form the part of business profits of the Company.

PIL also encourages Personal Social Responsibility (PSR) amongst PRAJites to enhance their social sensitivity by voluntary self-engagement in social activities recognized under Schedule VII. PIL endeavors to undertake activities, not specifically mentioned above, but covered under Schedule VII.

2. **Composition of the CSR Committee :**

Sr. No.	Name of Director	Designation / Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
1	Ms. Parimal Chaudhari	Chairperson, Non-Executive Non – Independent Director	3	3
2	Mr. Sachin Raole*	Member, CFO & Director - Resources	3	3
3	Ms. Rujuta Jagtap	Member, Independent Director	3	2

* appointed as the member of the committee w.e.f. 1st April, 2024

3. **Web-link where Composition of CSR committee, CSR Policy and CSR projects approved by the Board are disclosed on the website of the Company :**

Composition of CSR Committee :
composition-of-csr-committee-2024.pdf

CSR Policy :
Corporate-Social-Responsibility-Policy.pdf

CSR Programmes :
CSR-Annual-Action-Plan-for-FY-24-25.pdf

4. **Details of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of Rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014, if applicable (attach the report) :** Not applicable

5. (a) Average net profit of the Company for last three financial years : ₹2825.94 Mn.
   (b) Two percent of average net profit of the Company as per section 135(5) : ₹56.52 Mn.
   (c) Surplus arising out of the CSR projects or programmes or activities of the previous financial years : Nil
   (d) Amount required to be set off for the financial year, if any : Nil
   (e) Total CSR obligation for the financial year [(b)+(c)-(d)] : ₹56.52 Mn.

6. (a) Amount spent on CSR projects (both ongoing projects and other than ongoing projects) : ₹56.64 Mn.
   (b) Amount spent on Administrative Overheads : Nil
   (c) Amount spent on Impact Assessment, if applicable : Nil
   (d) Total amount spent for the Financial Year [(a)+(b)+(c)] : ₹56.64 Mn.
   (e) CSR amount spent or unspent for the financial year :

Total Amount Spent for the Financial Year (in ₹)	Amount Unspent				
	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
5,66,36,316/-	Nil	N.A.	Nil	Nil	N.A.

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

Sr. No.	Particular	Amount (in Mn.)
(i)	Two percent of average net profit of the company as per section 135(5)	56.52
(ii)	Total amount spent for the financial year	56.64
(iii)	Excess amount spent for the financial year [(ii)-(i)]	0.12
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous Financial Years, if any	Nil
(v)	Amount available for set off in succeeding Financial Years [(iii)-(iv)]	Refer Note

Note : The total CSR spend during the financial year 2024-25 amounts to ₹56.64 Mn. against an obligation of ₹56.52 Mn. Hence, there is an excess spend of ₹0.12 Mn. for which set-off is not being claimed by the Company.

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

Nil

8. Whether any capital assets have been created or acquired through CSR amount spent in the financial year :

No

9. Specify the reason(s), if the Company has failed to spend two per cent of the average net profit as per Section 135(5) :

Not applicable

	Parimal Chaudhari	**Sachin Raole**
Place : Pune	**Chairperson-CSR Committee**	**CFO & Director-Resources**
Date : 26th June, 2025	**(DIN : 00724911)**	**(DIN : 00431438)**

ANNEXURE 4
REPORT ON CORPORATE GOVERNANCE

1. COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE :

The Company is committed and strives to achieve optimum performance by adhering to corporate governance practices, at all levels. We aim to maximize shareholder value, while safeguarding and promoting the interests of other stakeholders and maintaining a commitment to ethics and code of conduct. Our corporate structure, business, operations and disclosure practices have been strictly aligned to our Corporate Governance Philosophy. The Company always strives to achieve optimum performance at all levels by adhering to good Corporate Governance practices, such as :

- Fair and transparent business practices;
- Effective management control by Board;
- Optimum representation from Executive, Non-Executive and Independent Directors on the Board;
- Accountability for performance;
- Monitoring of executive performance by the Board;
- Compliance of laws; and
- Transparent and timely disclosure of financial and other relevant information and performance.

2. BOARD OF DIRECTORS :

(i) Composition and Category of Directors :

The Composition of the Board of your Company is a fair mix of Executive, Non- Executive and Independent Directors, which is appropriate for the size and operations of your Company and is compliant with Regulation 17 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the **Listing Regulations**") and Sections 149 and 152 of the Companies Act, 2013 ("the **Act**"). The Board is headed by Non-Executive Non-Independent Chairman, Dr Pramod Chaudhari, who is also the promoter Director. The Board comprised of ten (10) Directors as on 31st March, 2025. The composition of the Board was as under :

Category of Directors	No. of Directors
Executive Directors	3
Non-Executive and Non-Independent Directors (including Promoter Non-Executive Chairman)	2
Non-Executive and Independent Directors (including 1 Woman Director)	5
Total	**10**

The detailed profile of all the Directors of the Company is available on website of the Company at https ://www.praj.net/board-of-directors/.

As on the date of this report, all Directors of the Company meet the criteria of maximum number of Directorship as laid down in Section 165 of the Act and the Listing Regulations.

(ii) Details of Skills / Expertise / Competence of Board of Directors :

Pursuant to the requirement of the Listing Regulations, as amended, the Board has identified the following core skills, expertise and competencies of the Directors in the context of Company's business. While all the Board Members possess the skills identified, their areas of core expertise are given below :

Director	Key Skills/Expertise/Competencies											
	Global Outlook	Business knowledge	Policy Shaping and Industry Advocacy	Strategic Planning	Corporate Social Responsibility	Sustainability	Environment, Social and Governance (ESG)	Risk Management	Corporate Governance	Expertise in Finance, Banking and allied fields	Information Technology, Digital and Artificial Intelligence	Human Capital Management
Dr Pramod Chaudhari	√	√	√	√	√	√	√	√	√	√	√	√
Mr. Shishir Joshipura	√	√	√	√	-	√	√	√	√	√	-	√
Mr. Ashish Gaikwad*	√	√	√	√	√	√	√	√	√	√	√	√
Mr. Sachin Raole	√	√	√	√	√	√	√	√	√	√	√	√
Mr. Utkarsh Palnitkar	√	√	√	√	-	√	√	√	√	√	-	√
Mr. Vinayak Deshpande	√	√	√	√	-	√	√	√	√	-	-	√
Ms. Parimal Chaudhari	√	√	-	√	√	√	√	-	√	-	-	√
Dr Shridhar Shukla	√	√	√	√	-	√	√	√	√	-	√	-
Mr. Suhas Baxi$	√	√	-	√	-	√	√	-	-	-	-	√
Ms. Rujuta Jagtap	√	√	√	√	√	√	√	-	-	-	-	√
Mr. Ajay Narayan Deshpande#	√	√	√	√	-	√	√	-	-	-	-	-

* appointed as the Managing Director-Designate of the Company w.e.f. 3rd February, 2025

$ ceased to be the Independent Director of the Company w.e.f. 7th August, 2024

appointed as an Independent Director of the Company w.e.f. 25th October, 2024

(iii) Details of Board Meetings, Attendance of Directors at Board Meetings, last Annual General Meeting (AGM) and number of other Directorships and Chairmanships / Memberships of Committees of each Director :

During the financial year 2024-25, the Board of the Company met five (5) times on 10th April, 2024, 30th May, 2024, 25th July, 2024, 25th October, 2024 and 30th January, 2025.

The following table gives the names of the Directors, the nature of Directorships, number of shares held and their attendance at the meetings of the Board of Directors held during the year 2024-25 and at the last Annual General Meeting held on 25th July, 2024.

Name of Director	Nature of Directorship	Number of shares held in the Company	Particulars of Attendance		
			Number of Board Meetings		Whether attended Last AGM
			Entitled to attend	Attended	
Dr Pramod Chaudhari[1] (DIN : 00196415)	Non-Executive Chairman[2]	3,87,00,000	5	5	Yes
Mr. Shishir Joshipura (DIN : 00574970)	CEO & Managing Director	1,25,000	5	5	Yes
Mr. Ashish Gaikwad[3] (DIN : 07585079)	Managing Director-Designate	Nil	N.A.	N.A.	N.A.
Mr. Sachin Raole (DIN : 00431438)	CFO & Director-Resources	1,00,000	5	5	Yes
Mr. Utkarsh Palnitkar (DIN :00170004)	Non-Executive and Independent Director	Nil	5	5	Yes

Name of Director	Nature of Directorship	Number of shares held in the Company	Particulars of Attendance		
			Number of Board Meetings		Whether attended Last AGM
			Entitled to attend	Attended	
Mr. Vinayak Deshpande (DIN : 00036827)	Non-Executive and Independent Director	Nil	5	5	Yes
Ms. Parimal Chaudhari[1] (DIN : 00724911)	Non-Executive Director	1,44,00,000	5	5	Yes
Dr Shridhar Shukla (DIN : 00007607)	Non-Executive and Independent Director	Nil	5	5	Yes
Mr. Suhas Baxi[4] (DIN : 00649689)	Non-Executive and Independent Director	Nil	3	3	Yes
Ms. Rujuta Jagtap (DIN : 00861890)	Non-Executive and Independent Director	Nil	5	4	Yes
Mr. Ajay Narayan Deshpande[5] (DIN : 03435179)	Non-Executive and Independent Director	Nil	1	1	N.A.

[1]Dr Pramod Chaudhari and Ms. Parimal Chaudhari are spouse. None of the other Directors is related to any other Director.

[2]appointed as Non-Executive Chairman w.e.f. 1st January, 2025.

[3]appointed as Managing Director-Designate w.e.f. 3rd February, 2025.

[4]ceased to be an Independent Director of the Company w.e.f. 7th August, 2024.

[5]appointed as the Independent Director of the Company w.e.f. 25th October, 2024.

Information as required under the Listing Regulations is furnished to the Board from time to time.

The following table gives the number of Directorships held and Committee Memberships / Chairmanships held in Indian Public Limited Companies, whether listed or not, as on 31st March, 2025 and details of Directorships held in other Listed Companies :

Name of the Director	In Indian Public Limited Companies, whether listed or not, excluding Praj Industries Limited*			Directorships held in Listed Companies	
	Director-ships	Committee Memberships#	Committee Chairmanships#	Name of the Company	Nature of Directorship
Dr Pramod Chaudhari	2	Nil	Nil	Praj Industries Ltd.	Non-Executive Chairman
Mr. Shishir Joshipura	3	Nil	Nil	Praj Industries Ltd.	CEO & Managing Director
Mr. Ashish Gaikwad	Nil	NA	NA	Praj Industries Ltd.	Managing Director -Designate
Mr. Sachin Raole	3	Nil	Nil	Praj Industries Ltd.	CFO & Director-Resources
Mr. Utkarsh Palnitkar	Nil	NA	NA	Praj Industries Ltd.	Independent Director
Mr. Vinayak Deshpande	4	2	2	Praj Industries Ltd.	Independent Director
				Kirloskar Brothers Ltd.	Independent Director
				Voltas Ltd.	Non-Executive Non-Independent Director
Ms. Parimal Chaudhari	Nil	NA	NA	Praj Industries Ltd.	Non-Executive Woman Director
Dr Shridhar Shukla	1	1	Nil	Praj Industries Ltd.	Independent Director
Ms. Rujuta Jagtap	1	Nil	Nil	Praj Industries Ltd.	Independent Director
Mr. Ajay Narayan Deshpande	1	Nil	Nil	Praj Industries Ltd.	Independent Director

* Excludes Private Companies (which are not holding or subsidiary of Public Companies), Foreign Companies & Section 8 Companies.

Memberships / Chairmanship of Audit Committee and Stakeholders' Relationship Committee of Public Companies.

(iv) Familiarization programmes for Independent Directors :

The Board of Directors of the Company has adopted a familiarization programme for Independent Directors. The details of such programme are posted on the Company's website and link for the same is given in "**Annexure 1**". This programme aims to provide insights into the Company's business to enable the Independent Directors to understand its business in depth and contribute significantly to the Company.

(v) Independent Directors :

The Independent Directors have submitted their annual declaration for the financial year 2024-25 to the Board that they fulfill all the requirements as stipulated in Section 149(6) of the Act read with rules framed thereunder.

Based on the declarations received from the Independent Directors, the Board of Directors has confirmed that the Independent Directors on the Board of the Company fulfill the conditions of independence specified in Section 149(6) of the Act and Regulation 16(1)(b) of the Listing Regulations and are independent of the Company's management.

(vi) Separate Meeting of the Independent Directors :

Pursuant to Schedule IV to the Act and Regulation 25 of the Listing Regulations, separate meeting of the Independent Directors of the Company was held on 20th March, 2025, through online mode which was attended by all the Independent Directors.

3. COMMITTEES OF THE BOARD :

Sr. No.	Committees of the Board
A.	Audit Committee
B.	Nomination and Remuneration Committee
C.	Stakeholders' Relationship Committee
D.	Risk Management Committee
E.	Corporate Social Responsibility Committee
F.	Share Transfer Committee
G.	Compensation & Share Allotment Committee

A. Audit Committee :

i. Terms of Reference :

The broad terms of reference of Audit Committee include :

- overseeing the Company's financial reporting process and disclosure of financial information;
- reviewing with the management, the quarterly and annual financial statements before submission to the Board for approval;
- reviewing with the management, the performance of Statutory and Internal Auditors and adequacy of internal control systems.

In addition, the powers and role of the Audit Committee are as laid down under Regulation 18 read with Part C of Schedule II to the Listing Regulations and as per Section 177 of the Act read with rules framed thereunder.

ii. Composition, Meetings and Attendance :

The Audit Committee of the Company comprises of three (3) Independent Non-Executive Directors as on 31st March, 2025. The Composition of the Audit Committee meets the requirements of Section 177 of the Act and Regulation 18 of the Listing Regulations as amended.

The Committee met four (4) times during the financial year 2024-25 i.e. on 29th May 2024, 24th July, 2024, 25th October, 2024 and 29th January, 2025. The time gap between any two meetings was not more than one hundred twenty days.

The composition of the Committee and attendance at its meetings as at 31st March, 2025 are given below :

Sr. No.	Name of Director	Designation/ Nature of Directorship	No. of meetings entitled to attend	No. of meetings attended
1.	Mr. Utkarsh Palnitkar*	Chairman, Non-Executive Independent Director	4	4
2.	Mr. Vinayak Deshpande*	Member, Non-Executive Independent Director	4	4
3.	Dr Shridhar Shukla	Member, Non-Executive Independent Director	4	4
4.	Mr. Sachin Raole#	Member, CFO & Director-Resources	2	2

*inducted as a Member w.e.f. 1st April, 2024 # ceased to be the Member w.e.f. 25th July, 2024

Mr. Sachin Raole, CFO & Director-Resources of the Company attended the Meetings of Audit Committee as an Invitee after 25th July, 2024.

In addition to the members of Audit Committee, Executives of Accounts Department, Secretarial Department and Representatives of the Statutory, Cost and Internal Auditors attended the Audit Committee Meetings. The Company Secretary acts as the Secretary of the Audit Committee.

The Chairman of the Audit Committee attended the AGM of the Company held on 25th July, 2024 to respond to members' queries.

B. Nomination & Remuneration Committee ("NRC") :

i. Terms of Reference :

The broad terms of reference of NRC include :

- to recommend / review the remuneration of Executive Directors of the Company;
- to identify persons who are qualified to become Directors and who may be appointed in Senior Management;
- to carry out such other duties and functions as stipulated in Section 178 of the Act read with rules framed thereunder and Regulation 19 read with Part D of Schedule II to the Listing Regulations and further amendments thereto.

ii. Composition, Meeting & Attendance :

The NRC of the Company comprises of four (4) Non-Executive Directors out of which three (3) are Independent Directors as on 31st March, 2025.

This Committee met four (4) times during the financial year 2024-25 i.e. on 30th May, 2024, 24th July, 2024, 25th October, 2024 and 30th January, 2025.

The composition of the Committee and attendance at its meetings as at 31st March, 2025 are given below :

Sr. No.	Name of Director	Designation/ Nature of Directorship	No. of meetings entitled to attend	No. of meetings attended
1.	Mr. Vinayak Deshpande*	Chairman, Non-Executive Independent Director	4	4
2.	Dr Pramod Chaudhari	Member, Non-Executive Director	4	3
3.	Mr. Utkarsh Palnitkar*	Member, Non-Executive Independent Director	4	3
4.	Dr Shridhar Shukla	Member, Non-Executive Independent Director	4	4

* inducted as a Member w.e.f. 1st April, 2024

The Company Secretary acts as the Secretary to the NRC. The Chairman of the NRC attended the AGM of the Company held on 25th July, 2024.

iii. Performance Evaluation Criteria for Independent Directors :

Necessary information in this regard has been included in Directors' Report on page no. 38, which forms part of this Annual Report.

iv. Remuneration Policy :

The Remuneration Policy of the Company takes into account the individual performance and contribution of the Director, the profitability of the Company, prevalent industry standards and government policy in this regard.

The Policy is displayed on Company's website and link for the same is given in "**Annexure 1**".

(a) Remuneration of Executive Directors :

The aggregate value of Salary & Perquisites including commission to the Executive Directors for the year ended 31st March, 2025 is as follows :

(₹ in Mn.)

Particulars	Dr Pramod Chaudhari, Executive Chairman[1]	Mr. Shishir Joshipura, CEO & Managing Director	Mr. Ashish Gaikwad, Managing Director-Designate[2]	Mr. Sachin Raole, CFO & Director-Resources
Salary	65.205*	50.818	17.321	20.927
Commission & Variable pay	25.839	18.603	-	11.863
Total	91.044	69.421	17.321	32.790
Notice Period	NA	6 months	6 months	6 months
Tenure	2.5 years	2.3 years	5 years	5 years
Severance Fees	36 months' salary	NA	NA	NA

[1]The tenure of Dr Pramod Chaudhari as Executive Chairman completed on 31st December, 2024 and he was then appointed as Non-Executive Chairman w.e.f. 1st January, 2025.

[2]Mr. Ashish Gaikwad appointed as Managing Director-Designate w.e.f. 3rd February, 2025.

*Excludes leave encashment of ₹37.777 Mn.

In addition to this, the Executive Directors are also entitled to gratuity and encashment of leave, as per the rules of the Company.

(b) Compensation to Non-Executive Directors :

As per the policy, the Company does not pay any sitting fees to the Directors for attending the Meetings. The commission on profit is payable to Non-Executive Directors on the basis of their time and contribution. The criteria of making payments to Non-Executive Directors are disclosed in the Nomination & Remuneration Policy which forms part of this report.

The shareholders of the Company had, in the 28th Annual General Meeting held on 28th July, 2014, approved payment of commission on profits to Non-Executive Directors up to a limit of 3% of the net profit of the Company calculated in accordance with the provisions of the Act. The Board of Directors is authorized, within this limit, to decide the quantum and the recipients for such payment.

The Commission to Non-Executive Directors for 2024-25 is ₹13.500 Mn. The details are as follows :

(₹ in Mn.)

Sr. No.	Name of the Non-Executive Director	Commission
1.	Mr. Utkarsh Palnitkar	2.250
2.	Mr. Vinayak Deshpande	4.000
3.	Ms. Parimal Chaudhari	3.500
4.	Dr Shridhar Shukla	1.750
5.	Mr. Suhas Baxi	0.500
6.	Ms. Rujuta Jagtap	0.750
7.	Mr. Ajay Narayan Deshpande	0.750
	Total	**13.500**

The Non-Executive Directors have no pecuniary relationship or transaction with the Company other than commission paid to them.

C. Stakeholders' Relationship Committee ("SRC") :

i. Composition, Meeting & Attendance :

The SRC of the Company comprises of three (3) Directors as on 31st March, 2025.

The SRC held one (1) meeting during the financial year ended on 31st March, 2025 on 30th May, 2024.

The composition of the Committee and attendance at its meeting as at 31st March, 2025 are given below :

Sr. No.	Name of Director	Designation/ Nature of Directorship	No. of meetings entitled to attend	No. of Meetings attended
1.	Mr. Vinayak Deshpande*	Chairman, Non-Executive Independent Director	1	1
2.	Ms. Parimal Chaudhari	Member, Non-Executive Non-Independent Director	1	1
3.	Mr. Sachin Raole	Member, CFO & Director-Resources	1	1

* inducted as a Member w.e.f. 1st April, 2024

The Company Secretary acts as the Secretary to the SRC.

ii. Name and Designation of Compliance Officer :

Mr. Anant Bavare, Company Secretary acts as a Compliance Officer of the Company.

iii. Number of Complaints from Investors :

During the financial year ended on 31st March, 2025, the Company received two (2) complaints which were resolved expeditiously. No investors' complaint is pending as on 31st March, 2025.

D. Risk Management Committee ("RMC") :

i. Terms of Reference :

a. To review and approve the Enterprise Risk Management Framework (ERMF) of the Company;

b. To evaluate risks related to cyber security and ensure that appropriate procedures are in place to mitigate these risks in timely manner.

In addition, the powers and role of the RMC are as laid down under Regulation 21 read with Para C Part D of Schedule II to the Listing Regulations.

ii. Composition, Meetings & Attendance :

Pursuant to and in compliance with the provisions of Regulation 21 of the Listing Regulations, the Company has constituted the RMC. The RMC comprises of four (4) Directors as on 31st March, 2025.

This Committee met three (3) times during the financial year 2024-25 i.e. on 30th May, 2024, 13th November, 2024 and 20th January, 2025.

The composition of the Committee and attendance at its meetings as at 31st March, 2025 are given below :

Sr. No.	Name of Director	Designation/ Nature of Directorship	No. of meetings entitled to attend	No. of Meetings attended
1.	Dr Shridhar Shukla	Chairman, Non-Executive Independent Director	3	3
2.	Mr. Shishir Joshipura	Member, CEO & Managing Director	3	3
3.	Mr. Sachin Raole	Member, CFO & Director-Resources	3	3
4.	Mr. Utkarsh Palnitkar*	Member, Non-Executive Independent Director	3	3
5.	Mr. Suhas Baxi#	Member, Non-Executive Independent Director	1	1

* inducted as a Member w.e.f. 1st April, 2024. # ceased to be the Member w.e.f. 7th August, 2024.

The Company Secretary acts as the secretary of the RMC.

E. Corporate Social Responsibility Committee ("CSR committee") :

i. Terms of Reference :

a. Formulate and recommend to the Board, a Corporate Social Responsibility Policy indicating the activities to be undertaken by the Company as specified in Schedule VII to the Act.

b. Recommend the amount of expenditure to be incurred on the activities referred to in Section 135(3) of the Act.

c. Monitor the Corporate Social Responsibility Policy of the Company from time to time.

ii. Composition, Meetings & Attendance :

The CSR Committee comprises of three (3) Directors as on 31st March, 2025.

The Committee met three (3) times during the financial year 2024-25 i.e. on 30th May, 2024, 25th October, 2024 and 30th January, 2025.

The composition of the Committee and attendance at its meetings as at 31st March, 2025 are given below :

Sr. No.	Name of Director	Designation/ Nature of Directorship	No. of meetings entitled to attend	No. of Meetings attended
1.	Ms. Parimal Chaudhari	Chairperson, Non-Executive Non-Independent Director	3	3
2.	Mr. Sachin Raole*	Member, CFO & Director-Resources	3	3
3.	Ms. Rujuta Jagtap	Member, Non-Executive Independent Director	3	2

* inducted as a Member w.e.f. 1st April, 2024

The Company Secretary acts as the Secretary to the CSR Committee.

F. Share Transfer Committee :

Composition, Meeting & Attendance :

The Share Transfer Committee comprises of three (3) Directors as on 31st March, 2025.

This Committee met four (4) times during the financial year 2024-25 i.e. on 30th May, 2024, 10th September, 2024, 6th November, 2024 and 24th March, 2025.

The composition of the Committee and attendance at its meetings as at 31st March, 2025 are given below :

Sr. No.	Name of Director	Designation/Nature of Directorship	No. of meetings entitled to attend	No. of Meetings attended
1.	Mr. Sachin Raole	Chairman, CFO & Director-Resources	4	4
2.	Ms. Parimal Chaudhari	Member, Non-Executive Non-Independent Director	4	4
3.	Mr. Shishir Joshipura*	Member, CEO & Managing Director	4	4

* inducted as a Member w.e.f. 1st April, 2024

The Company Secretary acts as the Secretary to the Share Transfer Committee.

G. Compensation and Share Allotment Committee :

Composition, Meetings & Attendance :

The Compensation & Share Allotment Committee comprises of five (5) Directors as on 31st March, 2025.

The Committee met two times during the financial year 2024-25 i.e. on 30th May, 2024 and 30th January, 2025.

The composition of the Committee and attendance at its meetings as at 31st March 2025, are given below :

Sr. No.	Name of Director	Designation/Nature of Directorship	No. of meetings entitled to attend	No. of Meetings attended
1.	Mr. Vinayak Deshpande*	Chairman, Non-Executive Independent Director	2	2
2.	Dr Pramod Chaudhari	Member, Non-Executive Director	2	2
3.	Mr. Sachin Raole	Member, CFO & Director-Resources	2	2
4.	Mr. Suhas Baxi#	Member, Non-Executive Independent Director	1	1
5.	Ms. Rujuta Jagtap	Member, Non-Executive Independent Director	2	1
6.	Dr Shridhar Shukla$	Member, Non-Executive Independent Director	1	1

* inducted as a Member w.e.f. 1st April, 2024

ceased to be the Member w.e.f. 7th August, 2024

$ inducted as a Member w.e.f. 25th October, 2024

The Company Secretary acts as the Secretary to the Compensation and Share Allotment Committee.

4. GENERAL BODY MEETINGS :

i. Details of last three Annual General Meetings (AGMs) are given in table below :

Year	Venue	Date & Time	Special Resolutions passed
2023-24	Through video conferencing	38th AGM on 25th July, 2024 at 10:00 a.m.	Nil
2022-23	Through video conferencing	37th AGM on 26th July, 2023 at 10:00 a.m.	i) To consider and approve re-appointment of Dr Shridhar Shukla (DIN : 00007607) as an Independent Director of the Company. ii) To approve amendments in Articles of Association of the Company.
2021-22	Through video conferencing	36th AGM on 4th August, 2022 at 10:00 a.m.	i) To consider and approve extension of appointment of Dr Pramod Chaudhari (DIN : 00196415) as Executive Chairman of the Company, and to fix his remuneration. ii) To accord approval to Board to borrow money in excess of Paid-up-capital & Free reserves.

ii. Postal Ballot :

During the financial year 2024-25, the Company sought the approval of the shareholders by way of Postal Ballot on the following Special Resolutions :

Sr. No.	Date of Postal Ballot Notice	Special Resolution passed	Voting Period
1.	10th April, 2024	Appointment of Mr. Vinayak Deshpande (DIN : 00036827) as an Independent Director of the Company to hold office for a period of Three (3) years from 31st March, 2024 to 30th March, 2027.	The e-voting commenced on Friday, 19th April, 2024 at 9:00 a.m. (IST) and ended on Saturday, 18th May, 2024 at 5:00 p.m. (IST).
		Appointment of Mr. Utkarsh Palnitkar (DIN : 00170004) as an Independent Director of the Company to hold office for a period of Three (3) years from 31st March, 2024 to 30th March, 2027	
2.	25th October, 2024	Appointment of Dr Pramod Chaudhari (DIN : 00196415) as Non-Executive Chairman (in the category of Non-Executive Non-Independent Director) of the Company, not liable to retire by rotation, beyond the age of seventy-five years, for a period of five (5) years with effect from 1st January, 2025 to 31st December, 2029	The e-voting commenced on Thursday, 21st November, 2024 at 9:00 a.m. (IST) and ended on Friday, 20th December, 2024 at 5:00 p.m. (IST).
		Appointment of Mr. Ajay Narayan Deshpande (DIN : 03435179) as a Non-Executive Director, not liable to retire by rotation and as an Independent Director of the Company to hold office for a period of three (3) years with effect from 25th October, 2024 to 24th October, 2027	

The Board of Directors had appointed Mr. Vikas Khare (Membership No. : 3541, COP : 2107), partner of KANJ & CO. LLP, Practicing Company Secretaries, as the Scrutinizer for conducting the above Postal Ballots in a fair and transparent manner. The Scrutinizer submitted his report on 21st May, 2024 and 23rd December, 2024. The details of e-voting on the aforementioned resolutions are provided hereunder :

Sr. No.	Special Resolution passed	Voted in favour of the resolution		Voted against the resolution	
		No. of votes cast	% of total number of valid votes cast	No. of votes cast	% of total number of valid votes cast
1.	Appointment of Mr. Vinayak Deshpande (DIN : 00036827) as an Independent Director of the Company to hold office for a period of Three (3) years from 31st March, 2024 to 30th March, 2027.	9,81,57,319	92.79	76,25,312	7.21
2.	Appointment of Mr. Utkarsh Palnitkar (DIN : 00170004) as an Independent Director of the Company to hold office for a period of Three (3) years from 31st March, 2024 to 30th March, 2027.	9,81,56,524	92.79	76,25,851	7.21

Sr. No.	Special Resolution passed	Voted in favour of the resolution		Voted against the resolution	
		No. of votes cast	% of total number of valid votes cast	No. of votes cast	% of total number of valid votes cast
3.	Appointment of Dr Pramod Chaudhari (DIN : 00196415) as Non-Executive Chairman (in the category of Non-Executive Non-Independent Director) of the Company, not liable to retire by rotation, beyond the age of seventy-five years, for a period of five (5) years with effect from 1st January, 2025 to 31st December, 2029.	11,00,21,450	95.73	49,07,046	4.27
4.	Appointment of Mr. Ajay Narayan Deshpande (DIN : 03435179) as a Non-Executive Director, not liable to retire by rotation and as an Independent Director of the Company to hold office for a period of three (3) years with effect from 25th October, 2024 to 24th October, 2027.	11,31,44,966	98.45	17,81,405	1.55

The Special Resolutions were passed with requisite majority.

Procedure for Postal Ballot

The Postal Ballot was carried out as per the provisions of Sections 108 and 110 and other applicable provisions of the Act, read with the Rules framed thereunder and General Circular No. 09/2024 dated 19th September, 2024 and other relevant Circulars issued by the Ministry of Corporate Affairs.

5. MEANS OF COMMUNICATION :

(i) **Financial Results** : The quarterly/half yearly/annual financial results of the Company are communicated to the Stock Exchanges immediately after they are considered and approved by the Board of Directors and are published in widely circulating dailies such as Financial Express in English and in Loksatta in Marathi. These results are also made available on the Company's website on https ://www.praj.net/investors-type/quarterly-results/.

(ii) **News Release, Presentations etc.** : Official news release and detailed presentations made to media, analysts etc. are submitted to the Stock Exchanges and hosted on the Company's website www.praj.net.

(iii) **Annual Report** : Annual Report containing, inter alia, the Directors' Report, Management Discussion and Analysis Report, Corporate Governance Report, Business Responsibility and Sustainability Report, Auditors' Report and Audited Financial Statements and other important information is circulated to members and others entitled thereto. The Annual Reports of the Company are also available on the website of the Company at https ://www.praj.net/investors-type/annual-reports/.

(iv) **Website** : The Company's website www.praj.net contains a dedicated section "Investor Lounge" where information for shareholders is available.

6. SENIOR MANAGEMENT PERSONNEL :

The particulars of Senior Management including the changes therein during the financial year 2024-25 is provided below :

Sr. No.	Name	Designation	Changes if any
1.	Mr. Ghanshyam Deshpande	President & Chief Innovation Officer	-
2.	Mr. Atul Mulay	President	-
3.	Mr. Shrikant Wale	President	-
4.	Dr. Pramod Kumbhar	President & Chief Technology Officer	-
5.	Mr. Prakash Ranjan	President & Group CHRO	-
6.	Mr. Venkatesh Rao	Executive Vice President	-
7.	Mr. Sanjay Sapru	Executive Vice President	Ceased w.e.f. 30th September, 2024
8.	Mr. Ravindra Utgikar	Vice President	Ceased w.e.f. 8th November, 2024
9.	Mr. Ajay Pratap Singh	Vice President & Business Head	Inducted w.e.f. 17th January, 2025
10.	Mr. Gaurav Goyal	Joint Vice President	-
11.	Mr. Anant Bavare	Company Secretary	-

7. GENERAL SHAREHOLDER INFORMATION :

(i) General information :

Day, Date and Time of 39th AGM	Monday, the 11th August, 2025 at 10:00 a.m.
Venue of 39th AGM	As the AGM is to be held through VC / OAVM, the deemed venue shall be considered as the Registered Office of the Company
Financial Year	1st April, 2024 to 31st March, 2025
Dividend Payment Date	By 10th September, 2025, subject to approval of the shareholders
Corporate Identification Number (CIN)	L27101PN1985PLC038031
ISIN	INE074A01025
Registered Office Address	"Praj Tower", S. No. 274 & 275/2, Bhumkar Chowk-Hinjewadi Road, Hinjewadi, Pune-411057.
Name and Address of the Stock Exchange	1. **National Stock Exchange Ltd. (NSE)** Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (E), Mumbai – 400 051 2. **BSE Ltd. (BSE)** Phiroze Jeejeebhoy Towers, 25th Floor, Dalal Street, Mumbai – 400 001
Listing fees	The Annual Listing Fees for 2024-2025 have been paid to NSE and BSE.

(ii) Financial Calendar :

For the year ending on 31st March, 2026, the tentative announcement of financial results are :

Results for the quarter ending June 2025	On or before 14th August, 2025
Results for the quarter ending September 2025	On or before 14th November, 2025
Results for the quarter ending December 2025	On or before 14th February, 2026
Results for last quarter ending March 2026	On or before 30th May, 2026

(iii) Registrar and Share Transfer Agent (RTA) :

MUFG Intime India Private Limited
(Formerly known as Link Intime India Private Limited)
(Unit : Praj Industries Limited)
Block No. 202, 2nd Floor, Akshay Complex, Off Dhole Patil Road, Pune – 411 001
Tel. : 020-26160084, 26161629, Telefax : 020-26163503, Email : pune@in.mpms.mufg.com

(iv) Share Transfer system :

The Board has delegated the authority for approving transfer, transmission of shares etc. to the Share Transfer Committee.

In terms of amended Regulation 40 of the Listing Regulations w.e.f. 1st April, 2019, transfer of securities in physical form are not processed unless the securities are held in the dematerialised mode with a Depository Participant. Further, with effect from 24th January, 2022, SEBI has made it mandatory for listed companies to issue securities in dematerialised mode only while processing any investor service request viz. issue of duplicate securities certificates, claim from unclaimed suspense account, renewal/ exchange of securities certificate, endorsement, sub-division/ splitting of securities certificate, consolidation of securities certificates/ folios, transmission and transposition.

Further, SEBI vide its Circular dated 25th January, 2022, clarified that the RTA/ listed Company shall verify and process the service requests and thereafter issue a 'Letter of Confirmation' in lieu of physical securities certificate(s), to the securities holder/ claimant within 30 days of its receipt of such request after removing objections, if any. The 'Letter of Confirmation' shall be valid for a period of 120 days from the date of its issuance, within which the securities holder/ claimant shall make a request to the Depository Participant for dematerializing the said securities.

The members holding shares in electronic mode should address their correspondence to their respective Depository Participant regarding change of address, change of bank account mandate and nomination.

Investor Helpdesk :

Share transfers and all other investor related activities are attended to and processed at the office of MUFG Intime India Private Limited, RTA.

In order to facilitate investor servicing, the Company has designated e-mail id investorsfeedback@praj.net mainly for registering complaints by investors. Shareholders are requested to address their complaints, if any, on this designated email id only, for quick redressal thereof.

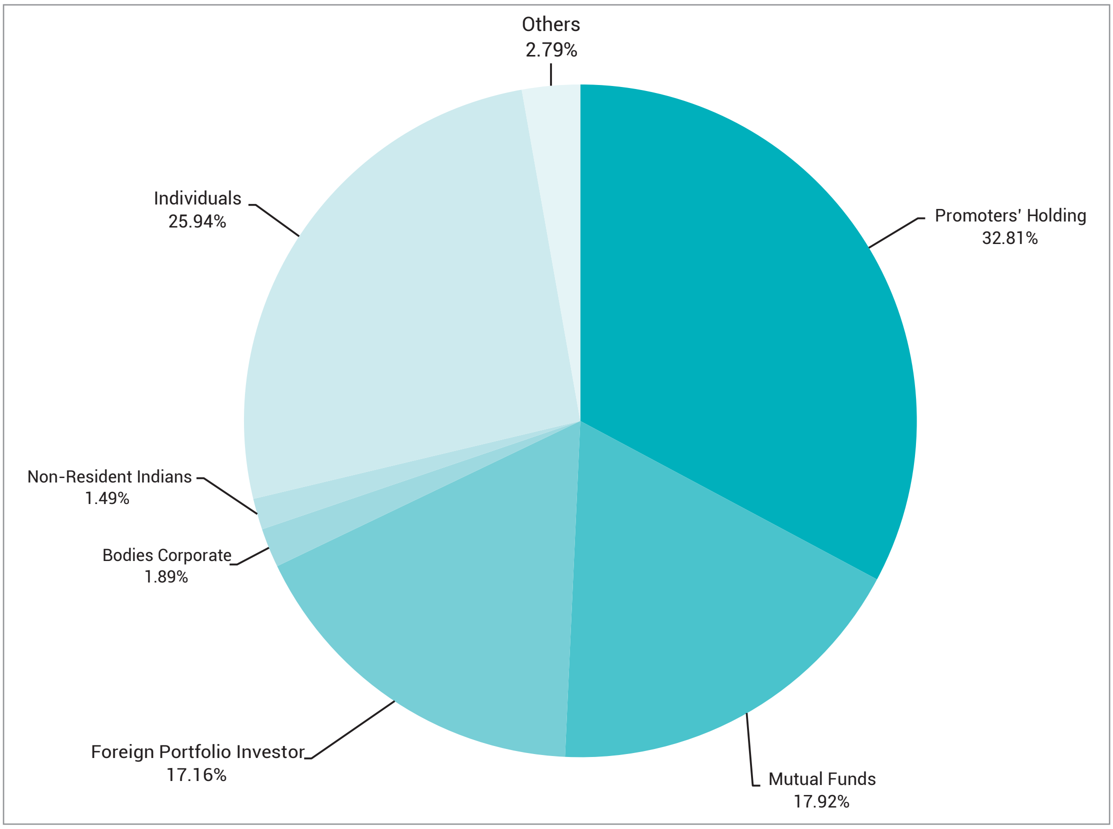
(v) Distribution of shareholding as on 31st March, 2025 :

Shares range	Shareholders	Percentage	Total shares for the range	Percentage
1 - 500	3,44,760	96.12	1,99,37,420	10.84
501 - 1000	7,398	2.06	57,09,192	3.11
1001 - 2000	3,538	0.99	52,92,437	2.88
2001 - 3000	1,014	0.28	25,59,186	1.39
3001 - 4000	502	0.14	17,88,607	0.97
4001 - 5000	336	0.09	15,57,223	0.85
5001 - 10000	579	0.16	41,45,077	2.26
10001 and above	555	0.16	14,28,23,946	77.70
Total	**3,58,682**	**100.00**	**18,38,13,088**	**100.00**

(vi) Shareholding Pattern as on 31st March, 2025 :

Category	31st March, 2025		31st March, 2024	
	No. of shares of ₹2/- each	% of holding	No. of shares of ₹2/- each	% of holding
Promoters' Holding	6,03,00,000	32.81	6,03,00,000	32.81
Non-Promoters' holding :				
Mutual Funds	3,29,37,944	17.92	2,39,08,070	13.01
Foreign Portfolio Investor	3,15,43,930	17.16	3,46,91,345	18.87
Bodies Corporate	34,72,234	1.89	50,51,602	2.75
Non-Resident Indians	27,37,807	1.49	31,96,815	1.74
Individuals	4,76,86,036	25.94	5,30,93,104	28.88
Others	51,35,137	2.79	35,72,152	1.94
Total	**18,38,13,088**	**100.00**	**18,38,13,088**	**100.00**

(vii) Pie chart regarding shareholding pattern :



(viii) Dematerialisation of Shares and Liquidity :

As on 31st March, 2025, 99.94% of shareholding was held in dematerialized form with National Securities Depository Ltd. (NSDL) and Central Depository Services (India) Ltd. (CDSL).

(ix) Physical and Demat Shares :

Particulars	As on 31st March, 2025	Percentage of holding
No. of Shares held by NSDL	10,03,39,990	54.59
No. of Shares held by CDSL	8,33,66,395	45.35
Physical Shares	1,06,703	0.06
Total	**18,38,13,088**	**100.00**

(x) Other useful Information for Shareholders :

Mandatory furnishing of PAN, KYC details by holders of physical securities

Pursuant to SEBI mandate, it is mandatory for all holders of physical securities in listed Companies to furnish PAN, Contact details, Bank A/c details and Specimen signature for their corresponding folio numbers.

In case of non-updation of PAN, Contact Details including Mobile Number, Bank Account Details and Specimen Signatures in respect of the physical folios, no dividend shall be paid to the investor until all of the aforesaid KYC details are updated by the investor.

Once updated, all the unclaimed dividend previously declared by the Company, except which has been transferred to IEPF, shall be paid to the shareholder electronically.

Choice of Nomination

In terms of the SEBI circular dated 10th June, 2024, all investors are encouraged in their own interest, to provide choice of nomination by contacting the RTA, if shares are held in physical form or their respective Depository Participant(s), if shares are held in dematerialised form. Further, as mandated in the above mentioned SEBI circular, all new investors are mandatorily required to provide the choice of nomination for their demat accounts (except for jointly held demat accounts).

Forms for availing various Investor services

Investors holding securities in physical mode interface with the RTAs, inter-alia, for registering/ updating the KYC details and for the processing of various service requests. The service requests along with requisite forms, as prescribed by SEBI are available on the website of the Company at https ://www.praj.net/investors-type/shareholders-information/.

(xi) Transfer of unpaid / unclaimed amounts and shares to Investor Education and Protection Fund (IEPF) :

Pursuant to Section 124 and 125 of the Act read with Investor Education and Protection Fund Authority (Accounting, Auditing, Transfer and Refund) Rules, 2016 (IEPF Rules), the dividend amount that remains unclaimed for a period of seven consecutive years from the date of transfer to Unpaid Dividend Account of the Company will be transferred to IEPF set up by Government of India along with the corresponding shares to the demat account of IEPF Authority.

Given below are the dates of declaration of dividend and corresponding dates when unclaimed dividends are due for transfer to the IEPF.

Financial Year	Type of Dividend	Date of Declaration	Due date of transfer to IEPF
2017-18	Final Dividend	06/08/2018	10/09/2025
2018-19	Interim Dividend	28/01/2019	04/03/2026
	Final Dividend	22/07/2019	27/08/2026
2019-20	Interim Dividend	05/03/2020	10/04/2027
2020-21	Final Dividend	11/08/2021	15/09/2028
2021-22	Final Dividend	04/08/2022	08/09/2029
2022-23	Final Dividend	26/07/2023	30/08/2030
2023-24	Final Dividend	25/07/2024	30/08/2031

The shareholders may note that both the unclaimed dividend and corresponding shares transferred to the IEPF Authority including all benefits accruing on such shares, if any, can be claimed back by them from IEPF Authority after following the procedure (i.e. an application in webform IEPF-5) prescribed in the IEPF Rules. Shareholders may refer Rule 7 of the said IEPF Rules for refund of shares / dividend etc.

Procedure for claiming unclaimed dividends and underlying equity shares from the IEPF Authority :

1. Register and Login : Register yourself on the MCA website and log in.
2. Access Investor Services : After logging in, click on the 'IEPF related Services' tab under the 'MCA Services' section to file the web-based Form IEPF-5. Attach scanned copies of the required documents as mentioned in the help kit of the form.
3. File Form IEPF-5 : Complete and file Form IEPF-5 on the MCA website. Send self-attested copies of the IEPF-5 form, along with the acknowledgement (SRN), indemnity bond and other submitted documents to the Company or Registrar and Share Transfer Agent.
4. Processing : Upon receiving the physical documents, the Company will submit an e-Verification report for further processing by the IEPF Authority.

Please note that once the dividend/shares are transferred to the IEPF, the Company will not be liable for any claims regarding them.

Further, in accordance with the IEPF Rules, the Board of Directors have appointed Mr. Anant Bavare as Nodal Officer of the Company and Ms. Nima Johare as Deputy Nodal Officer of the Company for the purposes of verification of claims of shareholders pertaining to shares transferred to IEPF and / or refund of dividend from IEPF Authority and for coordination with IEPF Authority. The details of the Nodal Officer and Deputy Nodal Officer are available on the website of the Company.

(xii) Plant Locations/R&D Units :

The Company has its manufacturing facilities/R&D Units at the following places;

1. S.No.748, Gat No. 745, Sanaswadi, Pune 412 208, Maharashtra, India.
2. Kandla SEZ Unit I, Plot No. 307 to 314, Kandla SEZ Unit II, Plot No. 282 to 286 and 294 to 298, Gandhidham, Kutch 370 230, Gujarat, India.
3. Kandla SEZ Unit III, Warehouse No. 1 to 3, Himalaya Complex, Phase I, Sector IV, Gandhidham, Kutch 370 230, Gujarat, India.
4. Yard I Plot No. 35, Behind Act Warehouse, Kandla, Gandhidham, Kutch 370 230, Gujarat, India.
5. Yard II Warehouse No 7 & 8, Plot No. 38 & 39, West Gate, Kandla, Gandhidham, Kutch 370 210, Gujarat, India.
6. R & D Unit I
Praj Matrix – The Innovation Center
Gat No. 402, 403, 1098, Village Urawade, Tal. Mulshi, Pune- 412 115, Maharashtra, India
7. R & D Unit II
Shreenathnagar, Patethan, P.O. Rahu, Tal. Daund, Dist. Pune 412 207, Maharashtra, India
8. R & D Unit III
Plot No. E-20 & E-21 additional MIDC Area, Jejuri, Tal. Purandar, Pune – 412 303, Maharashtra, India

(xiii) Address for correspondence :

Members are requested to contact MUFG Intime India Pvt. Ltd., Block No. 202, 2nd floor, Akshay Complex, Near Ganesh Temple, Off Dhole Patil Road, Pune - 411 001 for queries and share related matters.

(xiv) Credit Ratings :

Necessary information in this regard has been included in Directors' Report on page no. 34, which forms part of this Annual Report.

8. OTHER DISCLOSURES :

(i) Materially significant Related Party Transactions :

There were no materially significant related party transactions which could have had potential conflict with the interests of the Company. Transactions with related parties are entered into by the Company in the normal course of business and at arm's length. The details of transactions are periodically placed before the Audit Committee for review and approval. Members may refer to the notes to the accounts for details of related party transactions. (Please refer Note No. 30 to the Standalone Financial Statements).

The Board of Directors of the Company has, on the recommendation of the Audit Committee, adopted a policy to regulate transactions between the Company and its Related Parties, in compliance with the applicable provisions of the Act read with the Rules framed there under including the Listing Regulations. The policy has been placed on the website of the Company and link for the same is given in "**Annexure 1**".

(ii) Statutory compliance, Penalties and Strictures :

There has not been any non – compliance, penalties or strictures imposed on the Company by the Stock Exchanges, or any other statutory authority on any matter relating to the Capital Market during the last three years, except fine of ₹10,000/- each paid to BSE Ltd. and National Stock Exchange of India Ltd. regarding non-compliance of Regulation 44(3) of the Listing Regulations during the financial year 2023-24. The Company has filed the waiver application, as the non-compliance was due to interpretation of the Rule 22(9) of the Companies (Management and Administration) Rules, 2014.

(iii) **Vigil Mechanism/ Whistle Blower Policy :**

In accordance with requirement of the Act as well as the Listing Regulations and amendments made thereto a Vigil Mechanism/Whistle Blower Policy has been adopted by the Board and accordingly a Whistle Blower Policy has been formulated with a view to provide a mechanism for employees of the Company to approach the Audit Committee of the Company to report any grievance. No person has been denied access to the Audit Committee.

(iv) **Discretionary requirements as specified in part E of the schedule II of the Listing Regulations :**

a. **Shareholders' Rights :**

The financial results are published in the Loksatta and Financial Express and are also displayed on the Company's website as well as the websites of the Stock Exchanges on which the Company's shares are listed and therefore, have not been separately circulated to the shareholders.

b. **Modified Opinion(s) in Audit Report :**

During the year under review, there was no audit qualification in the Auditors' Report on the Company's Financial Statements.

There was no modified audit opinion in the Auditors' Report on the Company's financial statements. The Company continues to adopt best practices to ensure a regime of unmodified audit opinions in its financial statements.

c. **Separate posts of Chairperson and Chief Executive Officer :**

Dr Pramod Chaudhari is Chairman and Mr. Shishir Joshipura is a Chief Executive Officer and Managing Director of the Company.

d. **Reporting of Internal Auditor :**

Internal Auditor directly reports to the Audit Committee.

e. **Retirement Guidelines :**

Executive Directors will retire at the age of 65 years and Non - Executive Directors at the age of 70 years.

However, the Board is at liberty to grant extensions according to which, the term of office of Dr Pramod Chaudhari, Chairman is extended despite his crossing the age of 65 years which is well within the maximum age limit prescribed under Section 196(3)(a) of the Act.

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

The policy for determining 'material' subsidiaries is disclosed on the website of the Company and link for the same is given in "**Annexure 1**".

(vi) **Disclosure of Commodity price risks and commodity hedging activities :**

The principal raw material of the Company is steel. It is procured from the domestic as well as overseas suppliers. Some of the other raw materials are also procured from the overseas markets. The Company has got appropriate mechanism to deal with fluctuation in material prices.

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

The disclosure in this regard is given in the Directors' Report on page no. 40, which forms part of this Annual Report.

(viii) **Loans and Advances in the nature of loans to Firms/ Companies in which Directors are interested :**

The Company and its subsidiaries have not given loans and advances in the nature of loan to companies in which the Directors of the Company are interested during the financial year ended on 31st March, 2025, except those disclosed in the Audited Financial Statements.

(ix) **Details of fees paid to P.G. BHAGWAT LLP, Statutory Auditors of the Company for the financial year 2024-25 on a consolidated basis are as follows :**

Audit Fees	₹5.685 Mn.
Taxation Services	₹0.782 Mn.
Total	**₹6.467 Mn.**

(x) The Company has complied with all the requirements of Corporate Governance Report as per the Listing Regulations.

9. CODE OF CONDUCT :

The Company has laid down a Code of Conduct for all the Board Members and Senior Management. The Code of Conduct is available on the website of the Company and and link for the same is given in "**Annexure 1**".

The Board Members and Senior Management Personnel have affirmed compliance with the Code. A declaration to that effect signed by Mr. Shishir Joshipura, CEO & Managing Director and Mr. Sachin Raole, CFO & Director-Resources forms part of this Report.

10. COMPANY'S CODE OF CONDUCT TO REGULATE, MONITOR, REPORT TRADING BY DESIGNATED PERSONS :

The Company has formulated a Code of Conduct to Regulate, Monitor, Report Trading by Designated Persons to deter the insider trading in the securities of the Company based on the unpublished price sensitive information. The Code envisages procedures to be followed and disclosures to be made while dealing in the securities of the Company. The code is hosted on the website of the Company and link for the same is given in "**Annexure 1**".

The Company uses software to monitor the trading in the equity shares of the Company mainly during the trading window closure and the contra trade transactions, by the Designated Persons. The Company also maintains the Structured Digital Database as mandated by SEBI (Prohibition of Insider Trading) Regulations, 2015.

11. CERTIFICATION BY CEO AND MD AND CHIEF FINANCIAL OFFICER (CFO) :

As per the requirement of Regulation 17(8) of the Listing Regulations, a Certificate, duly signed by CEO and CFO of the Company, was placed at the Board Meeting of the Company held on 29th April, 2025 and the same forms part of this report.

12. COMPLIANCE STATUS OF CORPORATE GOVERNANCE REQUIREMENTS AS PRESCRIBED IN THE LISTING REGULATIONS :

The compliance status of corporate governance requirements as prescribed under regulation 17 to 27 and 46(2)(b) to (i) of the Listing Regulations is provided below :

Regulation	Details of Regulation	Compliance Status (Yes/No)
17	Board of Directors	Yes
18	Audit Committee	Yes
19	Nomination and Remuneration Committee	Yes
20	Stakeholders Relationship Committee	Yes
21	Risk Management Committee	Yes
22	Vigil Mechanism	Yes
23	Related Party Transactions	Yes
24	Corporate Governance requirements with respect to subsidiary of the listed Company	Yes
24A	Secretarial Audit Report and Secretarial Compliance Report	Yes
25	Obligations of Independent Directors	Yes
26	Obligations with respect to employees including Senior Management, Key Managerial Personnel, Directors and Promoters	Yes
26A	Vacancies in respect of certain Key Managerial Personnel	Yes
27	Other corporate governance requirements	Yes
46(2)(b) to (i)	Website	Yes

13. CERTIFICATE ON CORPORATE GOVERNANCE :

The Company has obtained a Certificate from Mr. Vikas Khare, Partner, KANJ & Co. LLP, regarding Compliance of conditions of Corporate Governance as stipulated in Regulation 15(2) read with Clause C of Schedule V to the Listing Regulations and the same forms part of this Report.

CERTIFICATE OF COMPLIANCE WITH THE CORPORATE GOVERNANCE REQUIREMENTS

To,
The Board of Directors
Praj Industries Limited
Pune

Dear Sir/Madam,

This is to certify that;

A. We have reviewed financial statements and the cash flow statement for the year ended on 31st March, 2025 and that to the best of our knowledge and belief :

(1) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading.

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

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

C. We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the listed entity pertaining to financial reporting and we have disclosed to the auditors and the audit committee, that there were no deficiencies in the design or operation of such internal controls of which we are aware.

D. We have indicated to the auditors and the Audit Committee;

(1) that there were no significant changes in internal control over financial reporting during the year;

(2) that there were no significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and

(3) that there were no instances of significant fraud of which we have become aware and the involvement therein, of the management or an employee having a significant role in Company's internal control system over financial reporting.

For Praj Industries Limited

Shishir Joshipura
CEO & Managing Director
DIN : 00574970

Sachin Raole
CFO & Director – Resources
DIN : 00431438

Place : Pune
Date : 29th April, 2025

DECLARATION FOR COMPLIANCE WITH CODE OF CONDUCT

To the Members of
Praj Industries Limited

Pursuant to Regulation 17(5) and Regulation 26(3) read with Schedule V to the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, we hereby declare that all Board Members and Senior Management Personnel are aware of the provisions of the Code of Conduct laid down by the Board (as amended from time to time) and made effective from 28th January, 2006. All Board Members and Senior Management Personnel have affirmed compliance with the Code of Conduct.

For Praj Industries Limited

Shishir Joshipura
CEO & Managing Director
DIN : 00574970

Sachin Raole
CFO & Director – Resources
DIN : 00431438

Place : Pune
Date : 29th April, 2025

CERTIFICATE OF COMPLIANCE WITH THE CORPORATE GOVERNANCE REQUIREMENTS

(As per clause C of Schedule V of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with regulation 34(3) of the said Listing Regulations).

The Members,
Praj Industries Limited
“Praj Tower”,
S. No. 274 and 275/2, Bhumkar Chowk-Hinjewadi Road
Hinjewadi, Pune 411 057

We have examined the compliance of conditions of Corporate Governance by **Praj Industries Limited** (“the **Company**”) for the year ended on 31st March, 2025 as referred to in regulation 15(2) read with clause C of Schedule V read with regulation 34(3) of the said Listing Regulations of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended (Hereinafter, collectively referred to as the Listing Regulations).

I have examined the Company’s compliance with the requirements under Listing Regulations for the year ended 31st March 2025.

The compliance of conditions of Corporate Governance is the responsibility of the Management. Our examination was limited to the procedures and implementation thereof adopted by the Company for ensuring compliance of the conditions of Corporate Governance.

In our opinion, to the best of our information and according to the explanations given to us, the Company has complied with the conditions of Corporate Governance stipulated in the Listing Regulations.

We 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 its affairs.

For KANJ & CO LLP
Company Secretaries

Vikas Y. Khare
Partner
Membership No : FCS- 3541
CP No : 2107
Pune, dated 26th June 2025
Firm Unique Code : P2000MH005900
Peer Review Number : PR 6309/2024
UDIN : F003541G000645261

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

The Members,
Praj Industries Limited
"Praj Tower"
S. No. 274 and 275/2, Bhumkar Chowk-Hinjewadi Road
Hinjewadi, Pune 411 057

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of Praj Industries Limited having CIN L27101PN1985PLC038031 and having registered office at S. No. 274 and 275/2, Bhumkar Chowk-Hinjewadi Road, Hinjewadi, Pune 411 057 (hereinafter referred to as 'the Company'), produced before us by the Company to issue this Certificate, under Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. In our opinion and to the best of our information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to us by the Company & its officers, We hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on 31st March, 2025 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs, or any such other Statutory Authority.

Sr. No	DIN	Name	Begin date
1	00196415	Mr. Pramod Madhukar Chaudhari	08-11-1985
2	00724911	Mrs. Parimal Pramod Chaudhari	05-06-2007
3	00431438	Mr. Sachin Vinayak Raole	16-01-2017
4	00574970	Mr. Shishir Joshipura	02-04-2018
5	00007607	Mr. Shridhar Bhalchandra Shukla	12-04-2018
6	00649689	Mr. Suhas Gangadhar Baxi (Ceased to be Director on 7th August 2024)	08-08-2019
7	00861890	Ms. Rujuta Prakash Jagtap	21-08-2023
8	00036827	Mr. Vinayak Kashinath Deshpande	31-03-2024
9	00170004	Mr. Utkarsh Palnitkar	31-03-2024
10	03435179	Mr. Ajay Narayan Deshpande	25-10-2024
11	07585079	Mr. Ashish Gaikwad	03-02-2025

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

For KANJ & CO LLP
Company Secretaries

Vikas Y. Khare
Partner
Membership No : FCS- 3541
CP No : 2107
Pune, dated 26th June 2025
Firm Unique Code : P2000MH005900
Peer Review Number : PR 6309/2024
UDIN : F003541G000645699

ANNEXURE 5
BUSINESS RESPONSIBILITY & SUSTAINABILITY REPORT

SECTION A : GENERAL DISCLOSURES

I. Details of the listed entity

1. **Corporate Identification Number (CIN) of the Listed Entity :** L27101PN1985PLC038031
2. **Name of the Listed Entity :** Praj Industries Ltd.
3. **Year of incorporation :** 1985
4. **Registered Office address :** "Praj Tower", S. No. 274 & 275/2, Bhumkar Chowk - Hinjewadi Road, Hinjewadi, Pune – 411 057.
5. **Corporate address :** "Praj Tower", S. No. 274 & 275/2, Bhumkar Chowk- Hinjewadi Road, Hinjewadi, Pune – 411 057.
6. **E-mail :** info@praj.net
7. **Telephone :** +91-20-71802000 / 22941000
8. **Website :** https ://www.praj.net
9. **Financial year for which reporting is being done :** 01.04.2024 to 31.03.2025
10. **Name of the Stock Exchange(s) where shares are listed :** National Stock Exchange of India Limited (NSE) / BSE Limited (BSE)
11. **Paid-up Capital :** ₹ 367.626 Mn.
12. **Name and contact details (telephone, email address) of the person who may be contacted in case of any queries on the BRSR report :**

    Mr. Mandar Kulkarni, Lead - Sustainability
    Telephone No. +91-20-71802000 / 22941000
    Email address – mandarkulkarni@praj.net
13. **Reporting boundary :** Are the disclosures under this report made on a standalone basis (i.e., only for the entity) or on a consolidated basis (i.e., for the entity and all the entities which form a part of its consolidated financial statements, taken together).

    The disclosures under this report are made on Consolidated basis.
14. **Name of assurance provider :** N/A
15. **Type of assurance obtained :** N/A

II. Products/services

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

S. No.	Description of Main Activity	Description of Business Activity	% of Turnover of the entity
1.	Manufacturing	Manufacture of other Special- Purpose Machinery	100%

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

S. No.	Product/Service	NIC Code	% of total Turnover contributed
1.	Bioenergy Plants - 1st and 2nd Generation ethanol and renewable bio-gas that can substitute fossil fuels and promote Sustainable Decarbonization through Circular Bio-Economy	28299	71%
2.	Engineering Businesses - Critical Process Equipment & Skids, Processes & Systems, Brewery Beverages Plants Water and Wastewater Plants and Water systems, modular process systems and value added services related thereto	28299	29%

III. Operations

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

Location	Number of plants	Number of offices	Total
National	7	5	12
International	0	4	4

Notes – i. Two research centres (Urawade & Daund) in India are considered under office locations.
ii. Project sites are not considered above.

19. Markets served by the entity :

a. Number of locations :

Locations	Number
National (No. of States)	17
International (No. of Countries)	6

b. What is the contribution of exports as a percentage of the total turnover of the entity? : 24%

c. A brief on types of customers :

Company offers customized plants, equipment & technology solutions majorly to industrial customers. Some of our customers include PSU Companies and large conglomerates.

IV. Employees

20. Details as at the end of Financial Year :

a. Employees and workers (including differently abled) :

S. No.	Particulars	Total (A)	Male		Female	
			No. (B)	% (B / A)	No. (C)	% (C / A)
	Employees					
1.	Permanent (D)	1806	1639	90%	167	10%
2.	Other than Permanent (E)	480	451	93%	29	7%
3.	**Total employees (D + E)**	**2286**	**2090**	**92%**	**196**	**8%**
	Workers					
4.	Permanent (F)	38	38	100%	-	N/A
5.	Other than Permanent (G)	7350	7332	99.7%	18	0.3%
6.	**Total workers (F + G)**	**7388**	**7370**	**99.7%**	**18**	**0.3%**

b. Differently abled Employees and workers :

S. No	Particulars	Total (A)	Male		Female	
			No. (B)	% (B / A)	No. (C)	% (C / A)
	Differently Abled Employees					
1.	Permanent (D)	4	3	75%	1	25%
2.	Other than Permanent (E)	-	-	N/A	-	N/A
3.	**Total differently abled employees (D + E)**	**4**	**3**	**75%**	**1**	**25%**
	Differently Abled Workers					
4.	Permanent (F)	-	-	N/A	-	N/A
5.	Other than permanent (G)	-	-	N/A	-	N/A
6.	**Total differently abled workers (F + G)**	**-**	**-**	**N/A**	**-**	**N/A**

21. Participation/Inclusion/Representation of women :

	Total (A)	No. and percentage of Females	
		No. (B)	% (B / A)
Board of Directors	10	2	20%
Key Management Personnel*	1	0	N/A

*Excluding Board of Directors

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

	FY 2024-25 (Turnover rate in current FY)			FY 2023-24 (Turnover rate in previous FY)			FY 2022-23 (Turnover rate in the year prior to the previous FY)		
	Male	Female	Total	Male	Female	Total	Male	Female	Total
Permanent Employees	10.8%	0.8%	11.6%	12%	25%	15%	14%	22%	15%
Permanent Workers	N/A*	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A

*Refer NA as Not Applicable hereinafter.

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

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

S. No.	Name of the Holding / Subsidiary / Associate Companies / Joint Ventures (A)	Indicate whether Holding/ Subsidiary/ Associate/ Joint Venture	% of shares held by listed entity	Does the entity indicated at column A, participate in the Business Responsibility initiatives of the listed entity? (Yes/No)
1.	Praj Engineering & Infra Ltd.	Subsidiary	99.65%	Praj Industries' policies and codes of conduct, Vision, Mission and Values are applicable to all its six subsidiaries who participate in its group –wide Business Responsibility initiatives.
2.	Praj HiPurity Systems Ltd.	Subsidiary	100%	
3.	Praj Far East Co. Ltd., Thailand	Subsidiary	100%	
4.	Praj Americas Inc., U.S.A.	Subsidiary	100%	
5.	Praj Far East Philippines Ltd. Inc., The Philippines	Subsidiary	100%	
6.	Praj GenX Ltd.	Subsidiary	100%	
7.	Praj Projects (Tanzania) Ltd.	Subsidiary	100%	

VI. CSR Details

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

(ii) Turnover : ₹32,280.422 Mn.

(iii) Net worth : ₹13,818.897 Mn.

VII. Transparency and Disclosures Compliances

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

Stakeholder group from whom complaint is received	Grievance Redressal Mechanism in Place (Yes/No) (If Yes, then provide web-link for grievance redress policy)	FY 2024-25 Current Financial Year			FY 2023-24 Previous Financial Year		
		Number of complaints filed during the year	Number of complaints pending resolution at close of the year	Remarks	Number of complaints filed during the year	Number of complaints pending resolution at close of the year	Remarks
Communities	Yes	-	-	Nil complaints	-	-	Nil complaints
Investors (other than shareholders)	Yes	-	-	Nil complaints	-	-	Nil complaints
Shareholders	Yes	2	-	All complaints were resolved	2	-	All complaints were resolved
Employees and workers	Yes	-	-	Nil complaints	-	-	Nil complaints

Stakeholder group from whom complaint is received	Grievance Redressal Mechanism in Place (Yes/No) (If Yes, then provide web-link for grievance redress policy)	FY 2024-25 Current Financial Year			FY 2023-24 Previous Financial Year		
		Number of complaints filed during the year	Number of complaints pending resolution at close of the year	Remarks	Number of complaints filed during the year	Number of complaints pending resolution at close of the year	Remarks
Customers	Yes	28	16	Resolution of 16 complaints in progress	24	2	All complaints were resolved
Value Chain Partners	Yes	-	-	Nil complaints	-	-	Nil complaints
Other (please specify)	N/A	N/A	N/A	N/A	N/A	N/A	N/A

The policies governing Company's responsible business conduct are available on the Company's website. These policies cover all the stakeholders and the policies also cover grievance redressal mechanism. Refer link below :-

https ://www.praj.net/investors-type/policies/

26. Overview of the entity's material responsible business conduct issues :

Please indicate material responsible business conduct and sustainability issues pertaining to environmental and social matters that present a risk or an opportunity to your business, rationale for identifying the same, approach to adapt or mitigate the risk along with its financial implications, as per the following format :

Sr. No.	Material issue identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk /opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
1.	Corporate Governance	Risk	Governance policies when not in place can lead to major impact on sustainability of the organization	Strong policy-oriented governance structure & implementation structure in place	Negative
2.	Ethical Behaviour	Risk	Ethical behaviour is an integrated part of Praj's culture and form core part of most of the policies.	Whistle Blower Policy and its deployment. The policy is applicable for its employees, vendors, and channel partners	Negative
3.	Employee & Workforce	Opportunity	Employee and workforce wellbeing remains crucial for achieving sustainability & success of the organization	HR Policies conducive to welfare promotion. Management strategy to move away from Labor Relations to Human Capital Development	Positive
4.	Human Rights and Labour Conditions	Risk	Challenges integrity of the organization. Has legal implications	The culture of care and trust has been embedded in the organization. It has been made part of various policies. Trainings on the same is taken periodically	Negative

Sr. No.	Material issue identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk /opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
5.	Sustainable Supply Chain	Opportunity	For us sustainability in supply chain provides opportunity to enhance operations' sustainability and in-turn increase opportunities to achieve lower TAT with quality for our customers	Procurement from Green Certified vendors and MSME is preferred.	Positive
6.	Cyber Security	Risk	Data and IT infra being the backbone of the business, Cyber Security if not strengthened, will impact business's confidential information and sustainability	Policy and deployment including Cyber Security Assurance Framework	Negative
7.	Climate Change	Opportunity	Climate Action is prime importance for Praj. Through its business offerings Praj is creating opportunities for its customer to reduce impacts of Climate Change	-	Positive

SECTION B : MANAGEMENT AND PROCESS DISCLOSURES

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

Disclosure Questions	P 1	P 2	P 3	P 4	P 5	P 6	P 7	P 8	P 9
Policy and management processes									
1. a. Whether your entity's policy/policies cover each principle and its core elements of the NGRBCs. (Yes/No)	Y	Y	Y	Y	Y	Y	Y	Y	Y
b. Has the policy been approved by the Board? (Yes/No)	Y	Y	Y	Y	Y	Y	Y	Y	Y
c. Web Link of the Policies, if available	https ://www.praj.net/investors-type/policies/								
2. Whether the entity has translated the policy into procedures. (Yes / No)	There are no separate procedures available, policies include the procedures.								
3. Do the enlisted policies extend to your value chain partners? (Yes/No)	Y	Y	Y	Y	Y	Y	N	N	N
4. Name of the national and international codes / certifications / labels / standards (e.g., Forest Stewardship Council, Fairtrade, Rainforest Alliance, Trustea) standards (e.g., SA 8000, OHSAS, ISO, BIS) adopted by your entity and mapped to each principle.	-	-	ISO 45001	-	-	ISO 14001	-	-	ISO 9001

Disclosure Questions	P 1	P 2	P 3	P 4	P 5	P 6	P 7	P 8	P 9
5. Specific commitments, goals and targets set by the entity with defined timelines, if any.	1. Reduce its Scope 1 and Scope 2 emissions intensity to 50% of base year 2021 by 2035. 2. Achieve 60% increase training hours per individual per year from base year 2020 by 2030 3. Achieve 5000 hrs per year as employee contribution to social cause through internal mechanism of Personal Social Responsibility of doing activities on ground.								
6. Performance of the entity against the specific commitments, goals and targets along with reasons in case the same are not met.	1. Measures such as open access solar for all offices and factories in Maharashtra state is under process. This will substantially reduce emission intensity. 2. Increased yearly training to cover maximum number of employees. 3. Facilitation through partner NGOs to increase voluntary activities								
Governance, leadership and oversight									
7. Statement by Director responsible for the business responsibility report, highlighting ESG related challenges, targets and achievements (listed entity has flexibility regarding the placement of this disclosure) : For detail statement of our Director (Resources) please refer below link : https ://www.praj.net/wp-content/uploads/2023/11/sustainability-management-system1.pdf									
8. Details of the highest authority responsible for implementation and oversight of the Business Responsibility policy (ies).	Mr. Sachin Raole CFO and Director – Resources Phone No. 020-71802000								
9. Does the entity have a specified Committee of the Board/ Director responsible for decision making on sustainability related issues? (Yes / No). If yes, provide details.	Yes. A working Committees consist of members from all functions at each location with their HOD as champion of Sustainability. They work under the overall guidance of CFO.								

10. Details of Review of NGRBCs by the Company :

Subject for Review	Indicate whether review was undertake by Director / Committee of the Board / Any other Committee									Frequency (Annually/ Half yearly/ Quarterly/ Any other – please specify)								
	P 1	P 2	P 3	P 4	P 5	P 6	P 7	P 8	P 9	P 1	P 2	P 3	P 4	P 5	P 6	P 7	P 8	P 9
Performance against above policies and follow up action	Praj has established a system for improvement of significant aspects of Business Responsibility Principles. CEO & MD and Members of the Board undertake broad planning for improvement of these significant aspects and release documented targets. Heads of all locations carry out detailed planning and initiate improvement as per the directions. Quarterly reports are received from all its locations in India and abroad.									Annually								
Compliance with statutory requirements of relevance to the principles, and, rectification of any non-compliances	These are reviewed quarterly by the Head of the Divisions. CEO & MD / Board undertake annual review and give feedback and encouragement. CEO/Board take care of any budgetary or policy needs that are necessary for the improvements planned.									Annually								

11. Has the entity carried out independent assessment/ evaluation of the working of its policies by an external agency? (Yes/No). If yes, provide name of the agency.	P 1	P 2	P 3	P 4	P 5	P 6	P 7	P 8	P 9
	Yes, independent assessments are conducted by certifying agencies while conducting ISO certification audits. Company has ISO certifications such as ISO 9001, ISO 45001, ISO 14001								

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

Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
The entity does not consider the Principles material to its business (Yes/No)	Not applicable								
The entity is not at a stage where it is in a position to formulate and implement the policies on specified principles (Yes/No)									
The entity does not have the financial or/human and technical resources available for the task (Yes/No)									
It is planned to be done in the next financial year (Yes/No)									
Any other reason (please specify)									

SECTION C : PRINCIPLE WISE PERFORMANCE DISCLOSURE

This section is aimed at helping entities demonstrate their performance in integrating the Principles and Core Elements with key processes and decisions. The information sought is categorized as "Essential" and "Leadership". While the essential indicators are expected to be disclosed by every entity that is mandated to file this report, the leadership indicators may be voluntarily disclosed by entities which aspire to progress to a higher level in their quest to be socially, environmentally and ethically responsible.

PRINCIPLE 1 Businesses should conduct and govern themselves with integrity, and in a manner that is Ethical, Transparent and Accountable.

Essential Indicators

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

Segment	Total number of training and awareness programmes held	Topics / principles covered under the training and its impact	% of persons in respective category covered by the awareness programmes
Board of Directors	5	Bioeconomy, Business strategy, Sustainability	100%
Key Managerial Personnel	5	Bioeconomy, Business strategy, Sustainability	100%
Employees other than BoD and KMPs	41	Environment Sustainability, Cyber security, Health and Safety, Code of Conduct	37%
Workers	288	Environment, Health and Safety	100%

2. Details of fines / penalties /punishment / award / compounding fees/ settlement amount paid in proceedings (by the entity or by Directors / KMPs) with regulators/ law enforcement agencies/ judicial institutions, in the financial year, in the following format (Note : the entity shall make disclosures on the basis of materiality as specified in Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and as disclosed on the entity's website) :

NGRBC Principle	Name of the regulatory/ enforcement agencies/ judicial institutions	Amount (In ₹)	Brief of the Case	Has an appeal been preferred? (Yes/No)
Monetary				
Penalty/ Fine	Nil	-	-	-
Settlement	Nil	-	-	-
Compounding fee	Nil	-	-	-
Non-Monetary				
Imprisonment	Nil	-	-	
Punishment	Nil	-	-	

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

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

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

Yes, Company's Code of Conduct policy covers anti-corruption and anti-bribery clause. The policies are applicable to Board & Senior Management, Employees and Suppliers are strictly complied, with.

Refer link : https ://www.praj.net/investors-type/policies/

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

	FY 2024-25 Current Financial Year	FY 2023-24 Previous Financial Year
Directors	Nil	Nil
KMPs	Nil	Nil
Employees	Nil	Nil
Workers	Nil	Nil

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

	FY 2024-25 Current Financial Year		FY 2023-24 Previous Financial Year	
	Number	Remarks	Number	Remarks
Number of complaints received in relation to issues of Conflict of Interest of the Directors	Nil		Nil	
Number of complaints received in relation to issues of Conflict of Interest of the KMPs	Nil		Nil	

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

N/A

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

	FY 2024-25 Current Financial Year	FY 2023-24 Previous Financial Year
Number of days of accounts payables	62	62

9. Open-ness of business :

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

Parameter	Metrics	FY 2024-25 Current Financial Year	FY 2023-24 Previous Financial Year
Concentration of Purchases	a. Purchases from trading houses as % of total purchases	0	0*
	b. Number of trading houses where purchases are made from	0	0*
	c. Purchases from top 10 trading houses as % of total purchases from trading houses	0	0*
Concentration of Sales	a. Sales to dealers / distributors as % of total sales	0	-
	b. Number of dealers / distributors to whom sales are made	0	-
	c. Sales to top 10 dealers / distributors as % of total sales to dealers / distributors	0	-

Parameter	Metrics	FY 2024-25 Current Financial Year	FY 2023-24 Previous Financial Year
Share of RPTs in	a. Purchases (Purchases with related parties / Total Purchases)	<1%	<1%
	b. Sales (Sales to related parties / Total Sales)	<1%	<1%
	c. Loans & advances (Loans & advances given to related parties / Total loans & advances)	<1%	<1%
	d. Investments (Investments in related parties / Total Investments made)	<1%	<1%

* Previous year's figures revised based on change in calculation method.

PRINCIPLE 2 Businesses should provide goods and services in a manner that is sustainable and safe

Essential Indicators

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

	FY 2024-25 Current Financial Year	FY 2023-24 Previous Financial Year*	Details of improvements in environmental and social impacts
R&D	100%	100%	**Sustainable Aviation Fuel** Praj brings to the table proven expertise in modularized solutions, integration services for complete projects and technology for production of low carbon isobutanol and ethanol from conventional bio- sourced feedstock. **Renewable Natural Gas** Developed advanced bio methanation technology based on proprietary microbiological pre-treatment for production of compressed biogas from Agri residues and press mud. Developed and commercialized a proprietary renewable gas technology – RenGas™ and has commissioned over 40 plants in India of the same. Highest yielding BioGas with 30% lower operating costs due to its unique microbial culture. The process creates value-added manure with organic soil as a byproduct while advanced biogas cleaning techniques give pure methane **Development of biodegradable plastics** (poly lactic acid and poly hydroxy alkenoate) pilot plant is being commissioned to demonstrate the technology at 100 MTA scale. This development will address the issue of single use plastic menace polluting the environment. **Research Assignment for others** – Research work related to specific technologies improving the environmental and impacts of product and processes
Capex	16%	26%	

*Previous year's figures revised based on change in calculation method.

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

   Suppliers are evaluated on social, ethical and environmental performance parameters. Sustainable sourcing is the key element in the process of selecting and retaining Business Partners. 'Suppliers Code of Conduct' policy is strictly implemented for all the suppliers. This policy also covers aspects such as human & labour rights, Occupational health & safety. All the suppliers have to mandatorily accept this Code of Conduct. Further to this, business critical suppliers are monitored on levels/grades from A to D. Level D suppliers are audited to ensure their performance against these sustainability parameters.

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

   100% of inputs are sourced sustainably in ethical and environmentally conscious manner with zero hazardous material maximizing local and Indian content.

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

Company's products are sold to industrial customers and as such there aren't any products those we have to reclaim at the end of life. Waste generated through Company's operations is reused, recycled and disposed of in line with the extant regulations as per following details :

(a) For Plastics (including packaging)	Disposed through scrap merchant by authorised recycler. Annual Undertaking is taken from the recycler.
(b) For E-waste	Disposed through scrap merchant by authorised recycler. Annual Undertaking is taken from the recycler.
(c) For Hazardous waste	Disposed through scrap merchant by authorised recycler. Annual Undertaking is taken from the recycler.
(d) For Other waste	Reuse of packing material such as wood for repacking

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

Yes. The collection plan is in line with the EPR which is submitted to Maharashtra State Pollution Control Board.

PRINCIPLE 3 Businesses should respect and promote the well-being of all employees, including those in their value chains

Essential Indicators

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

Category	% of employees covered by										
	Total (A)	Health insurance		Accident insurance		Maternity benefits		Paternity Benefits		Day Care facilities	
		Number (B)	% (B / A)	Number (C)	% (C / A)	Number (D)	% (D / A)	Number (E)	% (E / A)	Number (F)	% (F / A)
Permanent employees											
Male	1639	1639	100	1639	100	-	-	1639	100	-	-
Female	167	167	100	167	100	167	100	-	-	-	-
Any other	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A
Total	**1806**	**1806**	**100**	**1806**	**100**	**167**	**10***	**1693**	**96****	**-**	**-**
Other than Permanent employees											
Male	451	451	100	451	100	-	-	451	100	-	-
Female	29	29	100	29	100	29	100	-	-	-	-
Any other	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A
Total	**480**	**480**	**100**	**480**	**100**	**29**	**3***	**451**	**97****	**-**	**-**

* only female employees are considered for maternity benefits

** only male employees are considered for paternity benefits

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

Category	% of workers covered by										
	Total (A)	Health insurance		Accident insurance		Maternity benefits		Paternity Benefits		Day Care facilities	
		Number (B)	% (B / A)	Number (C)	% (C / A)	Number (D)	% (D / A)	Number (E)	% (E / A)	Number (F)	% (F / A)
Permanent workers											
Male	38	38	100	38	100	N/A	N/A	38	100	N/A	N/A
Female	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A
Any other	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A
Total	**38**	**38**	**100**	**38**	**100**	**N/A**	**N/A**	**38**	**100**	**N/A**	**N/A**
Other than Permanent workers											
Male	7332	1261	17	7332	100	-	-	1261**	17	-	-
Female	18	18	100	18	100	18*	100	-	-	-	-
Any other	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A
Total	**7350**	**1317**	**17**	**7350**	**100**	**18***	**0.3**	**1261****	**17**	**-**	**-**

* only female employees are considered for maternity benefits

** only male employees are considered for paternity benefits

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

	FY 2024-25 Current Financial Year	FY 2023-24 Previous Financial Year
Cost incurred on well-being measures as a % of total revenue of the Company	0.53%	0.55%

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

Benefits	FY 2024-25 Current Financial Year			FY 2023-24 Previous Financial Year		
	No. of employees covered as a % of total employees	No. of workers covered as a % of total workers	Deducted and deposited with the authority (Y/N/N.A.)	No. of employees covered as a % of total employees	No. of workers covered as a % of total workers	Deducted and deposited with the authority (Y/N/N.A.)
PF	100%	100%	Y	100%	100%	Y
Gratuity	100%	100%	Y	100%	100%	Y
ESI	100%*	100%*	Y	100%*	100%*	Y
Others	N/A	N/A	N/A	N/A	N/A	N/A

*only employees & workers falling under ESIC salary slab are considered above.

3. **Accessibility of workplaces**

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

Yes, most of our owned premises are accessible to differently abled employees & workers.

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

Yes.

Weblink : https ://www.praj.net/wp-content/uploads/2025/03/Principles-and-Policies-Business-Responsibility-30-01-2025.pdf

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

Gender	Permanent employees		Permanent workers	
	Return to work rate	Retention rate	Return to work rate	Retention rate
Male	100%	100%	100%	100%
Female	100%	100%	N/A	N/A
Any other	N/A	N/A	N/A	N/A
Total	**100%**	**100%**	**100%**	**100%**

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

	Yes/No (If Yes, then give details of the mechanism in brief)
Permanent Workers	Yes. We have a complaint box available for any grievances. Additionally, they can approach the HR team member at any time if they need to discuss any concerns or issues
Other than Permanent Workers	Yes, grievances are raised through verbal or phone communication with HR team members. Grievances are addressed through internal procedures.
Permanent Employees	Yes, employees can connect through phone or email with the BU Human Resource team or Corporate HC team
Other than Permanent Employees	Yes, grievances are raised through verbal or phone or email communication with dedicated officer. Grievances are addressed through internal procedures.

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

Category	FY 2024-25 Current Financial Year			FY 2023-24 Previous Financial Year		
	Total employees / workers in respective category (A)	No. of employees /workers in respective category, who are part of association(s) or Union (B)	% (B / A)	Total employees/ workers in respective category (C)	No. of employees /workers in respective category, who are part of association(s) or Union (D)	% (D / C)
Total Permanent Employees	**1806**	**0%**	**0%**	**1400**	**-**	**0%**
Male	1639	0%	0%	1247	-	0%
Female	167	0%	0%	153	-	0%
Any other	0	N/A	N/A	N/A	N/A	N/A
Total Permanent Workers	**38**	**0%**	**0%**	**N/A**	**N/A**	**N/A**
Male	38	0%	0%	N/A	N/A	N/A
Female	0	N/A	N/A	N/A	N/A	N/A
Any other	0	N/A	N/A	N/A	N/A	N/A

Note – Only permanent employees are considered above.

8. Details of training given to employees and workers :

Category	FY 2024-25 Current Financial Year					FY 2023-24 Previous Financial Year				
	Total (A)	On Health and safety measures		On Skill upgradation		Total (D)	On Health and safety measures		On Skill upgradation	
		No. (B)	% (B / A)	No. (C)	% (C / A)		No. (E)	% (E / D)	No. (F)	% (F / D)
Employees										
Male	2090	2090	100%	2090	100%	1600	1600	100%	1192	75%
Female	196	196	100%	196	100%	200	200	100%	129	75%
Any other	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A
Total*	**2286**	**2286**	**100%**	**2286**	**100%**	**1800**	**1800**	**100%**	**1321**	**73%**
Workers										
Male	7332	7332	100%	**		6516	6516	100%	**	
Female	18	18	0%			20	20	100%		
Any other	N/A	N/A	N/A			N/A	N/A	N/A		
Total	**7350**	**7350**	**100%**			**6536**	**6536**	**100%**		

* On job skilling considered for employees above

** Company regularly conducts skill upgradation trainings for workers (all categories)

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

Category	FY 2024-25 Current Financial Year			FY 2023-24 Previous Financial Year		
	Total (A)	No. (B)	% (B / A)	Total (C)	No. (D)	% (D / C)
Employees						
Male	1639	1392	84%	1247	1247	100%
Female	167	139	83%	153	153	100%
Any other	N/A	N/A	N/A	N/A	N/A	N/A
Total	**1806**	**1531**	**84%**	**1400**	**1400**	**100%**
Workers						
Male	N/A	N/A	N/A	N/A	N/A	N/A
Female	N/A	N/A	N/A	N/A	N/A	N/A
Any other	N/A	N/A	N/A	N/A	N/A	N/A
Total	**N/A**	**N/A**	**N/A**	**N/A**	**N/A**	**N/A**

Note – Only permanent employees are considered above.

10. Health and safety management system :

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

Yes, Company is ISO 14001 & ISO 45001 compliant. A well-documented EOHS (Environmental, Occupational, Health & Safety) policy is in place. One of the objectives of this policy is to provide safe & healthy working conditions for the prevention of work-related injury and ill health.

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

Company follows procedures for recording of unsafe acts, unsafe conditions & near misses. Audits are conducted at regular intervals.

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

Yes

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

Yes

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

Safety Incident/Number	Category	FY 2024-25 Current Financial Year	FY 2023-24 Previous Financial Year
Lost Time Injury Frequency Rate (LTIFR) (per one million-person hours worked)	Employees	Nil	Nil
	Workers (Other than permanent)	0.13	0.05
Total recordable work-related injuries	Employees	Nil	Nil
	Workers (Other than permanent)	3	1
No. of fatalities	Employees	Nil	Nil
	Workers (Other than permanent)	Nil	Nil
High consequence work-related injury or ill-health (excluding fatalities)	Employees	Nil	Nil
	Workers (Other than permanent)	Nil	1

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

Company's policy on EOHS (Environmental, Occupational, Health & Safety) strengthens the objective of providing safe & healthy working conditions for the prevention of work-related injury and ill health. Strict adherence to the objectives of this policy along with adoption of ISO 14001 :2015 and ISO 45001 ensure a safe and healthy work place. Necessary trainings are imparted to employees, business associates and interested parties to further strengthen the EOHS policy.

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

	FY 2024-25 Current Financial Year			FY 2023-24 Previous Financial Year		
	Filed during the year	Pending resolution at the end of year	Remarks	Filed during the year	Pending resolution at the end of year	Remarks
Working Conditions	Nil			Nil		
Health & Safety	Nil			Nil		

14. Assessments for the year :

	% of your plants and offices that were assessed (by entity or statutory authorities or third parties)
Health and safety practices	100%
Working Conditions	100%

Note – Audits happen in line with the requirements of complying with ISO 45001

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

- Implementation of Operational Control Procedures at sites
- Implementation of Monthly Safety Motivational Programs
- Uniform safety systems implemented at sites
- Adherence to compliance and statutory requirements
- Monitoring and control through audits from external certifying agencies

PRINCIPLE 4 : Businesses should respect the interests of and be responsive to all its stakeholders

Essential Indicators

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

Key stakeholders are identified on the basis of direct or indirect impact, they have, on the business performance or financial health of the organization. They can also be directly or indirectly influenced by the corporate decisions made by the organization. These stakeholders play very crucial role in the growth of the organization.

2. **List stakeholder groups identified as key for your entity and the frequency of engagement with each stakeholder group :**

Stakeholder Group	Whether identified as Vulnerable & Marginalized Group (Yes/No)	Channels of communication (Email, SMS, Newspaper, Pamphlets, Advertisement, Community Meetings, Notice Board, Website), Other	Frequency of engagement (Annually/ Half yearly/ Quarterly / others – please specify)	Purpose and scope of engagement including key topics and concerns raised during such engagement
Employees	No	1. Internal communication through email platforms- Praj Connect, Corporate Communication 2. Quarterly Interactions by CEO	Quarterly	Keep employees abreast with happenings in economy, business environment, Company specific achievements including business performance of organization
Investors	No	1. Annual Report, Press Releases 2. Investor presentations 3. Corporate website 4. Quarterly & Annual results 5. Analysts/Investors' call, Transcripts/Recordings 6. Participation in investor conference	Periodically	Investors prefer to invest in the organizations that deliver consistent performance, that are socially and environmentally responsible, follow good governance
Customers	No	Face to Face meetings- plant visits, Trade Shows/conferences Electronic communication- Emails, messages Social Media- LinkedIn, Facebook, Twitter	Periodically	Keep customers updated on latest developments, new technologies etc.

PRINCIPLE 5 Businesses should respect and promote human rights

Essential Indicators

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

Category	FY 2024-25 Current Financial Year			FY 2023-24 Previous Financial Year		
	Total (A)	No. of employees / workers covered (B)	% (B / A)	Total (C)	No. of employees / workers covered (D)	% (D / C)
Employees						
Permanent	1806	1806	100%	1400	1400	100%
Other than permanent	480	480	100%	400	400	100%
Total Employees	**2286**	**2286**	**100%**	**1800**	**1800**	**100%**
Workers						
Permanent	38	38	100%	0	0	N/A
Other than permanent	7350	7350	100%	6536	6536	100%
Total Workers	**7388**	**7388**	**100%**	**6536**	**6536**	**100%**

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

Category	FY 2024-25 Current Financial Year					FY 2023-24 Previous Financial Year				
	Total (A)	Equal to Minimum Wage		More than Minimum Wage		Total (D)	Equal to Minimum Wage		More than Minimum Wage	
		No. (B)	% (B / A)	No. (C)	% (C / A)		No. (E)	% (E / D)	No. (F)	% (F / D)
Employees										
Permanent										
Male	1639	-	-	1639	100%	1247	-	-	1247	100%
Female	167	-	-	167	100%	153	-	-	153	100%
Any other	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A
Other than Permanent										
Male	451	-	-	451	100%	353		100%	353	100%
Female	29	-	-	29	100%	47		100%	47	100%
Any other	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A
Workers										
Permanent										
Male	38	-	100%	38	100%	N/A	N/A	N/A	N/A	N/A
Female	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A
Any other	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A
Other than Permanent										
Male	7332	4840	66%	2492	33%	6516	4431	68%	2085	32%
Female	18	-	-	18	100%	20	2	10%	18	90%
Any other	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A

3. **Details of remuneration/salary/wages :**

a. **Median remuneration / wages :**

	Male		Female		Any other	
	Number	Median remuneration/ salary/ wages of respective category	Number	Median remuneration/ salary/ wages of respective category	Number	Median remuneration/ salary/ wages of respective category
Board of Directors (BoD)	3	-	-	-	-	-
Key Managerial Personnel	1	-	-	-	-	-
Employees other than BoD and KMP	1639	-	167	-	-	-
Workers	38	-	N/A	N/A	N/A	N/A

* Please refer point no. 19 of the Directors' Report on page no. 37.

Notes – 1. Executive Chairman, CEO & MD and CFO are included in Board of Directors, they are also Key Managerial Personnel.

2. Only permanent employees are considered above.

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

	FY 2024-25 Current Financial Year	FY 2023-24 Previous Financial Year
Gross wages paid to females as % of total wages	4.47%	6.5%

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

Responsibility : Human Capital department

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

Grievances are registered with Human Resource department which in turn resolves the grievance in line with set internal procedures. In addition, grievances can also be raised through 'Vigil Mechanism and Whistle Blower Policy'. The Audit Committee then appropriately and expeditiously investigates all such grievances in line with the policy for a quick resolution.

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

	FY 2024-25 Current Financial Year			FY 2023-24 Previous Financial Year		
	Filed during the year	Pending resolution at the end of year	Remarks	Filed during the year	Pending resolution at the end of year	Remarks
Sexual Harassment	Nil	Nil	N/A	Nil	Nil	N/A
Discrimination at workplace	Nil	Nil	N/A	Nil	Nil	N/A
Child Labour	Nil	Nil	N/A	Nil	Nil	N/A
Forced Labour/Involuntary Labour	Nil	Nil	N/A	Nil	Nil	N/A
Wages	Nil	Nil	N/A	Nil	Nil	N/A
Other human rights related issues	Nil	Nil	N/A	Nil	Nil	N/A

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

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

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

Protective measures designed to shield individuals who file complaints from retaliation, further harm, or negative repercussions. These include, confidentiality protections, interim safety measures, anonymous reporting options, independent investigation processes, witness protection protocols, and legal safeguards that prohibit punitive actions against those who report misconduct in good faith.

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

Efforts are extended to implement the relevant policies with Company's Suppliers, Contractors, Company's own and associated Foundations and others within the sphere of influence. Company's Supplier's Code of Conduct covers all aspects related to protection of human rights.

10. **Assessments for the year :**

	% of your plants and offices* that were assessed (by entity or statutory authorities or third parties)
Child labour	100%
Forced/involuntary labour	100%
Sexual harassment	100%
Discrimination at workplace	100%
Wages	100%
Others – please specify	N/A

* only offices and factory premises are considered above

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

No major risks or concerns reported.

PRINCIPLE 6 : Businesses should respect and make efforts to protect and restore the environment

Essential Indicators

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

Parameter	FY 2024-25 Current Financial Year	FY 2023-24 Previous Financial Year
From renewable sources		
Total electricity consumption (A)	810 GJ	787 GJ
Total fuel consumption (B)	-	-
Energy consumption through other sources (C)	-	-
Total energy consumed from renewable sources (A+B+C)	**810 GJ**	**787 GJ**
From non-renewable sources		
Total electricity consumption (D)	30, 353 GJ	24,363 GJ
Total fuel consumption (E)	1,407 GJ	5,045 GJ
Energy consumption through other sources (F)	-	-
Total energy consumed from non-renewable sources (D+E+F)	**31,760 GJ**	**29,408 GJ**
Total energy consumed (A+B+C+D+E+F)	**32,570 GJ**	**30,195 GJ**
Energy intensity per rupee of turnover (Total energy consumed / Revenue from operations)	1008 GJ/Billion ₹	860 GJ/Billion ₹
Energy intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total energy consumed / Revenue from operations adjusted for PPP)	-	-
Energy intensity in terms of physical output	-	-

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

No

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

No

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

Parameter	FY 2024-25 Current Financial Year	FY 2023-24 Previous Financial Year
Water withdrawal by source (in kilolitres)		
(i) Surface water	-	-
(ii) Groundwater	27,388	22,146
(iii) Third party water	49,143	69,473
(iv) Seawater / desalinated water	-	-
(v) Others	-	-
Total volume of water withdrawal (in kilolitres) (i + ii + iii + iv + v)	**76,531**	**91,619**
Total volume of water consumption (in kilolitres)	**49,904**	**89,787**
Water intensity per rupee of turnover (Water consumed / turnover)	1545 kilolitres/Billion ₹	2,558 kilolitres/Billion ₹
Water intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total water consumption / Revenue from operations adjusted for PPP)	-	-
Water intensity in terms of physical output	-	-

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

No

4. **Provide the following details related to water discharged :**

Parameter	FY 2024-25 Current Financial Year	FY 2023-24 Previous Financial Year
Water discharge by destination and level of treatment (in kilolitres)		
(i) To Surface water		
No treatment	-	-
With treatment – please specify level of treatment	-	-
(ii) To Groundwater		
No treatment	-	-
With treatment – please specify level of treatment : Tertiary Treatment	26,627	18,416
(iii) To Seawater		
No treatment	-	-
With treatment – please specify level of treatment	-	-
(iv) Sent to third-parties		
No treatment	-	-
With treatment – please specify level of treatment	-	-
(v) Others		
No treatment	-	-
With treatment – please specify level of treatment	-	-
Total water discharged (in kilolitres)	26,627	18,416

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

No

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

Yes, water from STP & ETP is used for gardening & flushing purposes.

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

Parameter	Please specify unit	FY 2024-25 Current Financial Year	FY 2023-24 Previous Financial Year
NOx	mg/m3	165	261.15
SOx	mg/m3	106	46.89
Particulate matter (PM)	mg/m3	465	211.64
Persistent organic pollutants (POP)		-	-
Volatile organic compounds (VOC)	mg/m3	-	0.38
Hazardous air pollutants (HAP)		-	-
Others – please specify		-	-

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

No

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

Parameter	Unit	FY 2024-25 Current Financial Year	FY 2023-24 Previous Financial Year
Total Scope 1 emissions (Break-up of the GHG into CO_2, CH_4, N_2O, HFCs, PFCs, SF_6, NF_3, if available)	Metric tonnes of CO_2 equivalent	1,610	1,590
Total Scope 2 emissions (Break-up of the GHG into CO_2, CH_4, N_2O, HFCs, PFCs, SF_6, NF_3, if available)	Metric tonnes of CO_2 equivalent	5,986	5,800
Total Scope 1 and Scope 2 emission intensity per rupee of turnover (Total Scope 1 and Scope 2 GHG emissions / Revenue from operations)	Grams CO_2 per Rupee	0.23	0.08
Total Scope 1 and Scope 2 emission intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total Scope 1 and Scope 2 GHG emissions / Revenue from operations adjusted for PPP)		-	-
Total Scope 1 and Scope 2 emission intensity in terms of physical output		-	-

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

No

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

(i) Solar Open Access for all locations of Praj in Maharashtra state is being explored. This will substantially reduce the Scope 2 emissions of Praj.

(ii) Biogas unit is installed at some of the manufacturing facilities of the Company to process waste.

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

Parameter	FY 2024-25 Current Financial Year	FY 2023-24 Previous Financial Year
Total Waste generated (in metric tonnes)		
Plastic waste **(A)**	20.12	17.91
E-waste **(B)**	2	2.43
Bio-medical waste **(C)**	0.0011	0.0014
Construction and demolition waste **(D)**	-	18
Battery waste **(E)**	-	0.66
Radioactive waste **(F)**	-	-
Other Hazardous waste. Please specify, if any. **(G)** Empty Paint drums, Used lubricant oil & Coolant oil, ETP Sludge	45.71	46.015
Other Non-hazardous waste generated (H). Please specify, if any. Paper, wood & plastics	224.75	381.54
Total (A + B + C + D + E + F + G + H)	**292.58**	**466.56**
Waste intensity per rupee of turnover (Total waste generated / Revenue from operations)	9.06 MT/Billion ₹	24.16 MT/Billion ₹
Waste intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total waste generated / Revenue from operations adjusted for PPP)	-	-
Waste intensity in terms of physical output	-	-

Parameter	FY 2024-25 Current Financial Year	FY 2023-24 Previous Financial Year
For each category of waste generated, total waste recovered through recycling, re-using or other recovery operations (in metric tonnes)		
Category of waste		
(i) Recycled	-	-
(ii) Re-used	-	-
(iii) Other recovery operations	-	-
Total	-	-
For each category of waste generated, total waste disposed by nature of disposal method (in metric tonnes)		
Category of waste		
(i) Incineration	4.42 KL (Used oil), 0.8 MT Containers, Waste residue containing oil 0.02 MT	2.28 KL (Used oil), 1150 nos. DP containers, Waste residue containing oil 0.01 MT
(ii) Landfilling	4.42	20.515
(iii) Other disposal operations	Generated waste is disposed through Maharashtra Enviro Power Limited for Manufacturing location in Sanaswadi	Generated waste is disposed through Maharashtra Enviro Power Limited for Manufacturing location in Sanaswadi

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

No

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

The Company is into the business of manufacturing plants and machinery for industrial use. Metals are used in majority of the manufacturing process with a very small proportion of non-recyclable material.

Scrap generated through Company's operations is sold to recycling vendors. The percentage of recycling of scrap is 100%. No major use of hazardous and toxic chemicals. Generated waste is disposed through agencies which are duly approved by the respective local authorities.

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

S. No.	Location of operations/offices	Type of operations	Whether the conditions of environmental approval / clearance are being complied with? (Y/N) If no, the reasons thereof and corrective action taken, if any.
Nil			

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

Name and brief details of project	EIA Notification No.	Date	Whether conducted by independent external agency (Yes / No)	Results communicated in public domain (Yes / No)	Relevant Web link
Based on applicable laws, this is not applicable to the Company					

The Company caters to the requirements of the industries. Environmental Impact Assessments (EIA) falls under the scope of the occupier of such industries. Before commencement of any such project work, Company makes sure that all the relevant approvals and permits are in place by the occupier of the premises. All the applicable EIAs are carried out by the occupier of the premises.

13. Is the entity compliant with the applicable environmental law/ regulations/ guidelines in India; such as the Water (Prevention and Control of Pollution) Act, Air (Prevention and Control of Pollution) Act, Environment Protection Act and rules thereunder (Y/N). If not, provide details of all such non-compliances, in the following format :

Yes - the emissions/waste getting generated through the operations of the Company are within the permissible limits as set out by Central / State Pollution Control Boards.

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

PRINCIPLE 7 Businesses, when engaging in influencing public and regulatory policy, should do so in a manner that is responsible and transparent

Essential Indicators

1. a. Number of affiliations with trade and industry chambers/ associations : 14

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

S. No.	Name of the trade and industry chambers/ associations	Reach of trade and industry chambers/ associations (State/National)
1	Confederation of Indian Industries (CII)	National
2	The Sugar Technologists' Association of India	National
3	Federation of Indian Chambers of Commerce And Industry (FICCI)	National
4	Association of Biotechnology Led Enterprises (ABLE)	National
5	Process Plant & Machinery Association of India (PPMA)	National
6	Council of EU Chambers of Commerce in India	National
7	E-PURE : An association of stakeholders of fuel ethanol industry in European Union	International
8	Bombay Chambers of Commerce	State
9	Indo-American Chamber of Commerce	International
10	World Circular Bioeconomy Forum	International

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

Name of authority	Brief of the case	Corrective action taken
Nil		

PRINCIPLE 8 Businesses should promote inclusive growth and equitable development

Essential Indicators

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

Name and brief details of project	SIA Notification No.	Date of notification	Whether conducted by independent external agency (Yes / No)	Results communicated in public domain (Yes / No)	Relevant Web link
Based on applicable laws, this is not applicable to the Company					

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

S. No.	Name of Project for which R&R is ongoing	State	District	No. of Project Affected Families (PAFs)	% of PAFs covered by R&R	Amounts paid to PAFs in the FY (In ₹)
Nil						

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

So far there is no such case. In order to prevent such things we follow below mentioned practices :

- Before starting any project, we interact with the beneficiaries, we understand their needs, we don't force them to be a part of the project, their participation is totally voluntary
- We ensure community ownership
- We also ensure necessary due diligence of the NGO with whom we work

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

	FY 2024-25 Current Financial Year	FY 2023-24 Previous Financial Year
Directly sourced from MSMEs/ small producers	29%	33%
Directly from within India	88%	93%

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

Location	FY 2024-25 (%) Current Financial Year	FY 2023-24 (%) Previous Financial Year
Rural	26.13	25.56
Semi-urban	16.04	14.27
Urban	0.78	0.7
Metropolitan	57.05	59.47

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

PRINCIPLE 9 Businesses should engage with and provide value to their consumers in a responsible manner

Essential Indicators

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

Majority of our customers are industries. There are dedicated project managers for such industrial customers and proper escalation matrix is in place. Respective project manager or customer executive can log consumer / customer complaint online through customer portal. Complaints are then tracked for timely and satisfactory resolution.

Apart from this, Company carries out the Customer Satisfaction Survey periodically in order to understand overall customer feedback and to take suitable corrective actions.

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

	As a % to total turnover
Environmental and social parameters relevant to the product	Majority of Company's products are customised and hence, it is not applicable. However, for Bio products, Company displays product information on the product label in compliance with the local laws.
Safe and responsible usage	
Recycling and/or safe disposal	

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

	FY 2024-25 Current Financial Year		Remarks	FY 2023-24 Previous Financial Year		Remarks
	Received during the year	Pending resolution at end of year		Received during the year	Pending resolution at end of year	
Data Privacy	-	-	Nil	-	-	Nil
Advertising	-	-	Nil	-	-	Nil
Cyber-security	-	-	Nil	-	-	Nil
Delivery of essential services	N/A	N/A	N/A	N/A	N/A	N/A
Restrictive Trade Practices	-	-	Nil	-	-	Nil
Unfair Trade Practices	-	-	Nil	-	-	Nil
Other (Customer Complaints)	28	16	Pending complaints are under resolution	24	2	All complaints were resolved

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

	Number	Reasons for recall
Voluntary recalls	-	-
Forced recalls	-	-

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

   Yes

   Information-Security-Policy-2024.pdf (praj.net)

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

   Nil

7. **Provide the following information relating to data breaches :**

   a. **Number of instances of data breaches :**

      We did not have data breach during the year.

   b. **Percentage of data breaches involving personally identifiable information of customers :**

      0%

   c. **Impact, if any, of the data breaches :**

      Data breaches have demonstrated no significant impact on operations.

ANNEXURE 6

Form No. MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31st MARCH 2025

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

The Members,
Praj Industries Limited,
"Praj Tower", S. No. 274 and 275/2,
Bhumkar Chowk-Hinjewadi Road
Hinjewadi, Pune 411 057

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Praj Industries Limited (CIN : L27101PN1985PLC038031) (hereinafter called the company). The Secretarial Audit was conducted in a manner that provided us with a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the company's books, papers, minute books, forms and returns filed and other records maintained by the company and also the information, including copies of the scanned documents or soft documents in digital/ electronic mode provided by the company, its officers, agents and authorized representatives during the conduct of Secretarial Audit, we hereby report that in our opinion, the company has, during the audit period covering the financial year ended on 31st March 2025, subject to our specific observations, if any, substantially complied with the statutory provisions listed hereunder and also that the company has proper board-processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter :

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

i. The Companies Act, 2013 (the Act) and the rules made thereunder.

ii. The Securities Contracts (Regulation) Act, 1956 and the rules made thereunder.

iii. The Depositories Act, 1996 and the Regulations and byelaws framed thereunder.

iv. Foreign Exchange Management Act, 1999, and the rules and regulations made thereunder to the extent of foreign direct investment.

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

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

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

   iii. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; *(Not Applicable during the audit period)*

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

   v. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; *(Not Applicable during the audit period)*

   vi. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993, regarding the Companies Act and dealing with clients.

   vii. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; *(Not Applicable during the audit period)*

   viii. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; *(Not Applicable during the audit period)*;

   ix. The following other laws as applicable specifically to the company, include the Narcotic Drugs and Psychotropic Substances Act, 1985 and the Atomic Energy Act, 1962 (limited application) as and to the extent applicable specifically to the company.

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

i. Secretarial Standards issued by the Institute of Company Secretaries of India as are applicable to the company,

ii. The Listing Agreements entered by the Company with BSE Limited / National Stock Exchange of India Limited read with SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 (LODR).

iii. During the period under review the Company has substantially complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above.

We further report that :

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

In the 38th Annual General meeting held on 25th July 2024, Mrs. Parimal Chaudhari (DIN :00724911), representing Woman Director in the category of Non-Executive Director, retired by rotation and was reappointed in the same class and category. The tenure of one Independent Director, Mr. Suhas Gangadhar Baxi (DIN-00649689), ended on 7th August 2024 . The Company appointed Dr. Pramod Chaudhari (DIN :00196415) as Non-Executive Chairman in the category of Non-Executive Director of the Company, on his attaining the age of seventy-five years on 26th November 2024, in a category of Director not liable to retire by rotation, for five (5) years with effect from 1st January 2025 to 31st December 2029. One new Independent Director, Mr. Ajay Narayan Deshpande (DIN :03435179), appointed on 25th October 2024, for three (3) consecutive years till 24th October 2027. Mr. Ashish Gaikwad (DIN : 07585079) is appointed as an Additional Director of the Company with effect from 3rd February 2025, and Mr. Ashish Gaikwad is also appointed as a Managing Director-Designate with effect from 3rd February 2025 till 30th June 2025 and thereafter he will be designated as a Managing Director from 1st July 2025 till 31st January 2030.

Adequate notice is given to all directors to schedule the Board Meetings and Committee Meetings, the agenda and detailed notes on the agenda were sent at least seven days in advance and as explained to us, 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 meeting, all the decisions were taken by the requisite majority and there were no dissenting views appearing in the minutes of the meetings.

We further report that the company has adequate systems and processes commensurate with its size and operations to monitor and ensure compliance with applicable laws, rules, regulations, and guidelines.

We further report that compliances under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, are not covered in Form MR-3. The Securities and Exchange Board of India has prescribed a separate audit report under Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. The company has been provided with the Report for filing with the NSE and BSE.

We further report that during the audit period, as per the information provided and to the best of our knowledge, there were no events that may have a major bearing on the company's affairs in pursuance of the above-referred laws, rules, regulations, guidelines, and the Secretarial Standards.

For KANJ & Co LLP
Company Secretaries

Vikas Y. Khare
Designated Partner
FCS No. 3541
C P No. : 2107
Place : Pune
Date : 26th June 2025
UDIN : F003541G000645820
Firm Unique Code : P2000MH005900
Peer Review Number : PR 6309/2024

'Annexure A'

The Members,
Praj Industries Limited,
"Praj Tower", S. No. 274 and 275/2,
Bhumkar Chowk-Hinjewadi Road
Hinjewadi, Pune 411 057

Our report of even date provided in Form MR-3 to Praj Industries Limited (the company) for the year ended 31st March 2025 is to be read along with this letter.

1. The company's management is responsible for maintaining Secretarial records and complying with the provisions of various laws as applicable, including the laws specifically applicable to the company. Our responsibility is to express an opinion on these secretarial records and legal compliances based on our audit.
2. We have followed the appropriate audit practices and processes to obtain responsible assurance about the correctness of the contents of secretarial records and legal compliance records. The verification was done on a test basis to ensure that the correct facts are reflected in secretarial and other relevant records. We believe that the processes and practices we follow provide a responsible basis for our opinion.
3. We are not required to verify the correctness and appropriateness of the company's financial records and books of accounts, as it is part of the financial audit as per the provisions of the Companies Act, 2013, and we have relied upon audited accounts.
4. Wherever required, we have obtained management representation about the practices followed, compliance with laws, rules and regulations and the happening of events, etc.
5. Management is responsible for complying with corporate and other applicable laws, rules, regulations, and secretarial standards. Our examination was limited to verifying procedures on a test basis.
6. The secretarial audit report does not assure as to the company's future viability or the efficacy or effectiveness with which management has conducted its affairs.

For KANJ & Co LLP
Company Secretaries

Vikas Y. Khare
Designated Partner
FCS No. 3541
C P No. : 2107
Place : Pune
Date : 26th June 2025
UDIN : F003541G000645820
Firm Unique Code : P2000MH005900
Peer Review Number : PR 6309/2024

ANNEXURE 7
NOMINATION & REMUNERATION POLICY

1. PHILOSOPHY :

The Company strongly believes that the system of Corporate Governance protects the interest of all the stakeholders by inculcating transparent business operations and accountability from management towards fulfilling the consistently high standard of Corporate Governance in all facets of the Company's operations.

The Company is committed to provide employment to all eligible applicants on the principles of equality without any discrimination.

2. OBJECTIVE :

- Transparent process of determining remuneration at Board and Senior Management level of the Company would strengthen confidence of stakeholders in the Company and its management and help in creation of long term value for them.
- Appropriate balance between the elements comprising the remuneration so as to attract potential high performing candidates for critical position in the Company for attaining continual growth in business.
- The Nomination and Remuneration Committee and this Policy shall be in compliance with Section 178 of the Companies Act, 2013 read along with the applicable rules thereto and Regulation 19(4) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as may be amended from time to time).

3. COVERAGE :

The policy is applicable to determining remuneration of :

Executive Directors

Non- Executive Directors

Key Managerial Personnel

Senior Management Personnel

In the backdrop of the above, the Board of Directors in its meeting held on 25th May, 2023, has suitably amended this Policy with immediate effect.

4. DEFINITIONS :

- Board means Board of Directors of the Company.
- Key Managerial Personnel shall have the same meaning as given in Section 2(13) of the Companies Act, 2013 read with rules there under.
- "Senior Management" shall mean personnel of the Company (which include persons engaged as retainer or on contractual basis) who are members of its core management team excluding Board of Directors, comprising all members of management one level below the executive directors i.e. Level L4. Also any appointment or cessation of the functional head, shall be placed for noting by the Nomination & Remuneration Committee."

  Explanation 1 : - In case of any dispute whether a person is member of Senior Management or not, decision of concerned Executive Director shall be final.

  Explanation 2 : Considering the criticality of a particular function, even if a person is not covered in the above definition, the Chairman will have discretion to treat him/ her as member of Senior Management for the purpose of this Policy.

  Explanation 3 : The term "Functional Head" shall mean the person, other than those in Level L4 and includes a person who is in an independent charge of any function.

  The words and definitions not described herein above shall have the respective meanings under the Acts and legislations governing the same.

5. TERMS OF REFERENCE/ROLE OF COMMITTEE :

The Terms of Reference of the Committee shall be :

- To identify persons who are qualified to become Directors and who may be appointed in Senior Management in accordance with the criteria laid down, recommend to the Board their appointment and removal and to carry out evaluation of every Director's performance.
- To ensure that the level and composition of remuneration is reasonable and is sufficient to attract, retain and motivate Directors of the quality required to run the Company successfully.
- To ensure that relationship of remuneration to performance in respect of Directors, Key Managerial Personnel and employees of Senior Management is clear and meets appropriate performance benchmarks; and
- To ensure that remuneration to Directors, Key Managerial Personnel and Senior Management involves a balance between fixed and variable

pay reflecting short and long-term performance objectives appropriate to the working of the Company and its goals :

- To formulate the criteria for determining qualifications of Directors, Key Managerial Personnel and employees of Senior Management, and also to determine criteria for positive attributes and independence of Directors.
- To formulate criteria for evaluation of every Director including Independent Director and the Board.
- To evaluate the performance of the members of the Board and provide necessary report to the Board for further evaluation by the Board.
- To recommend to the Board on Remuneration payable to the Directors, Key Managerial Personnel and employees of Senior Management.
- To provide to Key Managerial Personnel and Senior Management, reward linked directly to their efforts, performance, dedication and achievement relating to the Company's operations.
- To devise a policy on Board diversity from time to time.
- To develop a succession plan for the Board and to regularly review the plan.

6. RETIREMENT AGE OF DIRECTORS, KMP AND SENIOR MANAGEMENT PERSONNEL :

The KMP and Senior Management Personnel shall retire as per the prevailing HR policy of the Company.

As decided by the Board of Directors in its meeting held on 24.05.2011 the retirement age for Executive Directors shall be 65 years and for Non-Executive Directors shall be 70 years. The Board of Directors shall be at liberty to grant any extension as and when required on case to case basis.

7. STATUTORY POWERS OF THE COMMITTEE :

- The committee shall have a power to express opinion whether the Director possesses the requisite qualification for the practice of the profession, when remuneration is proposed to be paid for the services to be rendered in any other capacity and such services to be rendered are of a professional nature.
- Where in any financial year during the currency of tenure of a managerial person, a Company has no profits or its profits are inadequate, the Committee may approve the payment of remuneration as per Section II of Part II of Schedule V to the Companies Act, 2013.

8. COMPOSITION OF COMMITTEE :

The Committee shall comprise of at least three Non-Executive Directors, at least half of whom shall be independent Directors. The Board may appoint the Chairperson of the Company whether executive or non-executive as member of this committee.

9. CHAIRPERSON :

- The Chairperson of the Committee shall be an Independent Director.
- In the absence of the Chairperson, the members of the Committee present at the meeting shall choose one of the Independent Directors amongst them to act as Chairperson.
- The Chairperson of the Nomination and Remuneration Committee shall endeavor to be present at the Annual General Meeting.

10. MISCELLENEOUS :

- A member of the Committee is not entitled to be present when his or her own or his or her relative(s) remuneration is discussed at a meeting or when his or her or his or her relative(s) performance is being evaluated.
- The Committee may invite Executive Directors, functional heads and outside experts, as it considers appropriate, to be present at the meetings of the Committee.

The Company Secretary of the Company shall act as Secretary of the Committee.

INDEPENDENT AUDITORS' REPORT

To the Members of **Praj Industries Limited**

Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the Standalone Financial Statements of Praj Industries Limited ("the **Company**"), which comprise the Standalone Balance Sheet as at March 31, 2025, 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**") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2025, its profit and other comprehensive income, its changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing ("**SAs**") specified under section 143(10) of the Act. Our responsibilities under those 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 together with the ethical requirements that are relevant to our audit of the Standalone Financial Statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the Standalone Financial Statements of the current period. These matters were addressed in the context of our audit of the Standalone Financial Statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Significant accounting judgement - Revenue Recognition in respect of Engineering, Procurement and Commissioning (EPC) contracts	Principle Audit Procedures
The Company is engaged in the business of process and project engineering. The Company recognises revenue from contracts on satisfaction of performance obligations over a period of time in majority of the EPC contracts. Refer note 2.13 and 28 to the Standalone Financial Statements. The revenue recognition process involves significant accounting judgements including estimation of costs to complete, determining the stage of completion and the timing of revenue recognition. The Company recognises revenue and profit/loss as per the stage of completion, based on the proportion of contract costs incurred at the balance sheet date, relative to the total estimated costs of the contract at completion.	i. Testing of the design and implementation of controls involved in the determination of the estimates used and recording of actual cost as well as their operating effectiveness; ii. Testing a sample of contracts for appropriate identification of performance obligations and verification of contract value; iii. For the sample selected, matched the contract revenue, actual invoices recorded and actual cost incurred against each project on the basis of which revenue is recognised; iv. Reviewed on a test check basis significant changes in cost to complete estimates, its approval mechanism and understood the reasons for such revisions in estimates;

Significant accounting judgement - Revenue Recognition in respect of Engineering, Procurement and Commissioning (EPC) contracts	Principle Audit Procedures
The recognition of revenue and profit/loss therefore rely on estimates in relation to total estimated costs of each contract. Cost contingencies are included in these estimates to take into account specific uncertain risks, or disputed claims against the Company, arising within each contract. These contingencies are reviewed by the Management on a regular basis throughout the contract life and remeasured as appropriate.	v. Understood the process, nature of expense heads and overheads adopted by the Company's management to estimate costs for sample contracts and checked accuracy of arithmetic formulae used in calculating the revenue w.r.t. costs incurred and total estimated costs; vi. Performed analytical procedures for reasonableness of revenues disclosed by type and service offerings; vii. We have ensured that the disclosures provided in notes are in accordance with the Ind AS 115 and Companies Act, 2013.

Other Information

The Company's Board of Directors is responsible for the other information. The other information comprises of the Management Discussion and Analysis; Board of Directors' Report along with its Annexures and Corporate Governance Report included in the Annual Report 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 in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information; we are required to report that fact. We have nothing to report in this regard.

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

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these Standalone Financial Statements that give a true and fair view of the financial position, financial performance (including other comprehensive income), changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (**"Ind AS"**) specified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Standalone Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

Those 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 controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls with reference to the Standalone Financial Statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's 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 controls that we identify during our audit.

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

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

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of 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, to the extent applicable.

2. 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 matters stated in the paragraph 2 i) (vi) below on reporting under Rule 11(g).

   c) The Balance Sheet, the Statement of Profit and Loss (including other comprehensive income), the Statement of Changes in Equity and the Statement of Cash Flows dealt with by this Report are in agreement with the books of account.

   d) In our opinion, the aforesaid Standalone Financial Statements comply with the Indian Accounting Standards 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 March 31, 2025 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2025 from being appointed as a director in terms of Section 164 (2) of the Act.

   f) With reference to the maintenance of accounts and other matters connected therewith, refer to our comment in paragraph 2 (b) above and refer to our comment in paragraph 2(i)(vi) below, on reporting under rule 11 (g).

   g) With respect to the adequacy of the internal financial controls with reference to the Standalone Financial Statements of the Company and the operating effectiveness of such controls, refer to our separate Report in Annexure B.

   h) As required by section 197 (16) of the Act; in our opinion and according to information and explanation provided to us, the remuneration paid/provided by the Company to its directors for the current year is in accordance with the provisions of section 197 of the Act and remuneration paid/provided to directors is not in excess of the limit laid down under this section.

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

(i) The Company has disclosed the impact of pending litigations on its financial position in the Standalone Financial Statements – Refer Note 27.

(ii) The Company has made provision, as required under any law or accounting standards, for material foreseeable losses on long term revenue contracts. The Company did not have material foreseeable losses on any derivative contracts.

(iii) There is no delay in amount required to be transferred, to the Investor Education and Protection Fund by the Company during the year ended March 31, 2025.

(iv) (a) The management has represented to us that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entities ("**Intermediaries**"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("**Ultimate Beneficiaries**") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries. Refer note 40(vii) to the Standalone Financial Statements.

(b) The management has represented to us, that, to the best of its knowledge and belief no funds have been received by the Company from any person or entity, including foreign entities ("**Funding Parties**"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("**Ultimate Beneficiaries**") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries. Refer note 40(vii) to the Standalone Financial Statements.

(c) Based on the information and explanation given to us and audit procedures performed as considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations made by the Management under sub-clause i) (iv)(a) and (iv)(b) above contain any material misstatement.

(v) The dividend declared and paid during the year by the Company is in compliance with Section 123 of the Act.

(vi) 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 and the same has operated throughout the year for all relevant transactions recorded in the software except that no audit trail (edit log) facility/feature was enabled at the database level to log any direct changes. During our audit, so far it relates to audit trail in respect of transactions, we did not come across any instance of audit trail feature being tampered with.

Additionally, the audit trail has been preserved by the company as per the statutory requirements for record retention.

For **P G BHAGWAT LLP**
Chartered Accountants
Firm Registration Number : 101118W/W100682

Abhijeet Bhagwat
Partner
Membership Number : 136835
UDIN :25136835BMLYRU1302
Pune
April 29, 2025

Annexure A to the Independent Auditors' Report

Referred to in paragraph 1 under the heading, "**Report on Other legal and Regulatory Requirements**" of our report on even date :

i. (a) (A) The Company is maintaining proper records showing full particulars, including quantitative details and situation of property, plant and equipment including right to use assets.

(B) The Company is maintaining proper records showing full particulars of intangible assets.

(b) The Company has a policy for physical verification of its property, plant and equipment including right to use assets in a phased manner over a period of four years. In our opinion, the periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets. In accordance with this program portion of the property, plant and equipment were verified during the year and according to the information and explanation provided to us by the Management no material discrepancies were noticed on such verification.

(c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, title deeds of immovable properties as disclosed in the Standalone Financial Statements (refer note 3) are held in the name of the Company.

(d) The Company has chosen cost model for its property, plant and equipment (including Right to Use Assets) and intangible assets. Consequently, the question of our commenting on whether the revaluation is based on the valuation by a Registered Valuer, or specifying the amount of change, if the change is 10% or more in the aggregate of the net carrying value of each class of property, plant and equipment (including Right to Use Assets) or intangible assets does not arise.

(e) According to the information and explanations provided to us, there are no proceedings that have been initiated or are pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 (as amended in 2016) and rules made thereunder.

ii. (a) The inventory has been physically verified by the management during the year. For inventory lying with third parties as on the balance sheet date a confirmation statement has been obtained from such parties covering a significant portion. In our opinion, the frequency, coverage and procedure of such verification is reasonable and appropriate. The discrepancies noticed on verification between the physical stocks and the book records were not 10% or more in the aggregate for each class of inventory and have been properly dealt with in the books of account.

(b) According to the information and explanations provided to us, the Company has been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of security of current assets.

The Management of the Company has provided us with the quarterly returns or statements, which they have represented to us have been filed by the Company with their banks or financial institutions based on the sanction terms. We have compared such quarterly returns or statements with the unaudited books of account at the respective quarter end. As informed to us, the Company files quarterly return for the quarter ending on March 31, 2025, post approval of financials by the Board of Directors. Based on our procedures and in our opinion, the quarterly returns or statements filed by the Company with such banks or financial institutions are in agreement/reconciled with the books of account of the Company.

iii. According to the information and explanations provided to us, the Company has made investments in its wholly owned subsidiary company and mutual funds/ bonds during the year. Further, the Company has provided guarantees and has granted unsecured loan to its wholly owned subsidiary companies during the year.

(a) According to the information and explanations provided to us, during the year, the Company has provided loan and stood guarantee for its subsidiary company.

(A) & (B)

Aggregate amount given during the year (₹ Million)	Balance outstanding at the balance sheet date (₹ Million)	Subsidiaries, joint ventures, associates and others	Nature of transaction
1500.191	1902.596 (includes interest accrued)	Wholly owned subsidiary companies	Unsecured Loan
3610.345	4709.773	Wholly owned subsidiary companies	Corporate Guarantees

(b) According to information and explanation provided to us and in our opinion, the investments made, guarantees provided and terms/conditions of the grant of all loans by the Company during the year to its wholly owned subsidiary companies are, prima facie; not prejudicial to the interest of the Company.

(c) According to the information and explanations provided to us, in respect of loans, the schedule of repayment of principal and payment of interest have been stipulated. Repayments or receipts are as per the schedule stipulated.

(d) According to the information and explanations provided to us and based on the terms and conditions of the loans, no amount is overdue.

(e) According to the information and explanations provided to us, a loan granted to a wholly owned subsidiary company had fallen due during the year and fresh loan was granted to settle the dues of existing loan and meet the subsidiary's further fund requirements.

Name of the parties	Aggregate amount of dues of existing loans settled by fresh loans (₹ Millions)	Percentage of the aggregate to the total loans or advances in the nature of loans granted during the year
Praj GenX Limited	42.500	2.83%

(f) According to the information and explanations provided to us, the Company has not granted loans repayable on demand or without specifying any terms or period of repayment during the current year.

iv. In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of Sections 185 and 186 of the Act with respect to loans, investments, guarantees and security, as applicable.

v. According to the information and explanations given to us, the Company has not accepted any deposits from the public within the meaning of Sections 73 to 76 of the Act and the Rules made thereunder or amounts which are deemed to be deposits. Accordingly, reporting on clause 3 (v) of the Order is not applicable.

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

vii. (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, amounts deducted/ accrued in the books of account in respect of undisputed statutory dues including Goods and Services Tax, Provident Fund, Employees' State Insurance, Income-Tax, Sales-Tax, Service Tax, Duty of Customs, Duty of Excise, Value Added Tax, Cess and any other material statutory dues have been generally regularly deposited during the year by the Company with the appropriate authorities. As explained to us, during the year, the Company did not have any dues on account of Cess.

According to the information and explanations given to us, no undisputed amounts payable in respect of statutory dues referred in sub clause (a) above were in arrears as at March 31, 2025, for a period of more than six months from the date they became payable except for the following :

Name of Statute	Nature of Dues	Amount (₹) Million	Period to which amount relates	Due Date	Date of Payment
The Employees' Provident Fund and Miscellaneous Provisions Act, 1952	Employee and Employer share	0.043	April 2024 to August 2024	15 of next month	Not Paid

As informed to us, late payment of Provident Fund contribution was due to pendency of linkage between employee Universal Account Number (UAN) and Aadhar Number of an employees which is a prerequisite for depositing Provident Fund contribution.

vii. (b) According to the information and explanations given to us, there are no statutory dues referred in sub clause vii (a) above as at March 31, 2025, which have not been deposited by the Company on account of disputes, except for the following :

Name of Statute	Nature of Dues	Amount (₹ Million)	Paid under protest (₹ Million)	Period to which the amount relates	Forum where the dispute is pending
The Maharashtra Value Added Tax, 2002	Disallowances on set off claims	2.785	0.520	FY 2017-18	Maharashtra Sales Tax Tribunal
The Income Tax Act, 1961	Various disallowances	14.174 18.335 1.691	Nil Nil Nil	AY 2019-20 AY 2020-2021 AY 2021-22	CIT Appeals Assistant Commissioner Assistant Commissioner

viii. According to the information and explanations given to us and records examined by us, there are no transactions which were not recorded in the books of account and have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961).

ix. (a) The Company does not have any loans or borrowings. Accordingly, reporting on clause 3 (ix) (a) of the Order is not applicable.

(b) According to the information and explanations given to us, our audit procedures and as represented to us by the management, we report that 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, no term loans were availed by the Company in the current year. Accordingly reporting on clause 3 (ix) (c) is not applicable.

(d) According to the information and explanations given to us, the procedures performed by us, and on an overall examination of the Standalone Financial Statements of the Company, we report that no funds raised on short-term basis have been used for long-term purposes by the Company.

(e) According to the information and explanations given to us and on an overall examination of the Standalone Financial Statements of the Company, we report that the Company has not taken any funds (borrowings) from any entity or person on account of or to meet the obligations of its subsidiaries. The Company does not have any associates or joint ventures.

(f) According to the information and explanations given to us and procedures performed by us, we report that the Company has not raised loans during the year on the pledge of securities held in its subsidiaries. The Company does not have any joint ventures or associate companies.

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

(b) According to the information and explanations given to us, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) during the year. Accordingly, reporting on clause x(b) is not applicable.

xi. (a) Based upon the audit procedures performed by us and according to the information and explanation provided to us by the management, no fraud by the Company or no fraud on the Company has been noticed or reported to us during the year.

(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.

(c) According to information and explanation provided to us and based on our audit procedures and enquiry with the vigil mechanism committee, there were no whistle-blower complaints received by the Company during the year and up to the date of this report.

xii. In our opinion and according to the information and explanations given to us, the Company is not a Nidhi Company and the Nidhi Rules, 2014 are not applicable to it. Accordingly, reporting on clause 3 (xii) (a), (b) & (c) of the Order is not applicable.

xiii. According to the information and explanations given to us and based on our examination of the records of the Company, transactions with related parties are in compliance with Sections 177 and 188 of the Act, where applicable, and the details of transactions have been disclosed in the Standalone Financial Statements as required by Ind AS 24 'Related Party Disclosures'. Refer note 30 to the Standalone Financial Statements.

xiv. (a) According to the information and explanations given to us and in our opinion, the Company has an internal audit system commensurate with the size and nature of its business.

(b) We have taken into consideration the reports made available to us by the management of the Internal Auditors for the period under audit.

xv. According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into any non-cash transactions with the directors or persons connected with them during the year. Accordingly, reporting on clause 3(xv) of the Order is not applicable.

xvi. (a) In our opinion and according to the information and explanations given to us, the Company is not required to be registered under Section 45-IA of the Reserve Bank of India, 1934. Accordingly, reporting on clause 3(xvi) (b) & (c) of the Order is not applicable.

(d) According to the information and explanations given to us, there is no Core Investment Company within the Group.

xvii. The Company has not incurred cash losses in the current financial year and in the immediately preceding financial year.

xviii. There has been no resignation of the statutory auditors during the year. Accordingly, reporting on clause 3 (xviii) of the Order is not applicable.

xix. According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date.

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

xx. (a) There are no unspent amounts towards Corporate Social Responsibility (CSR) on 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. Accordingly, reporting under clause 3(xx)(a) of the Order is not applicable for the year.

(b) According to the information and explanations given to us, there is no amount remaining unspent towards Corporate Social Responsibility (CSR) under sub-section (6) of section 135 of the Act, pursuant to any ongoing project. Accordingly, reporting on clause 3 (xx) (b) is not applicable.

For **P G BHAGWAT LLP**
Chartered Accountants
Firm Registration Number : 101118W/W100682

Abhijeet Bhagwat
Partner
Membership Number : 136835
UDIN : 25136835BMLYRU1302
Pune
April 29, 2025

Annexure B to the Independent Auditors' Report

Referred to in paragraph 2 (g) under the heading, "**Report on Other legal and Regulatory Requirements**" of our report on 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 the Standalone Financial Statements of **Praj Industries Limited** ("the **Company**") as of March 31, 2025 in conjunction with our audit of the Standalone Financial Statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal controls over financial reporting 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. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to the Standalone Financial Statements based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "**Guidance Note**") and the Standards on Auditing, to the extent applicable to an audit of internal financial controls, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to the Standalone Financial Statements were established and maintained and if such controls operated effectively in all material respects.

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

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

Meaning of Internal Financial controls with reference to the Standalone Financial Statements

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

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

Because of the inherent limitations of internal financial controls with reference to the 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 the Standalone Financial Statements to future periods are subject to the risk that the internal financial controls with reference to the 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, the Company has, in all material respects, adequate internal financial controls with reference to the Standalone Financial Statements and such internal financial controls with reference to the Standalone Financial Statements were operating effectively as at March 31, 2025, based on the internal controls over financial reporting 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.

For **P G BHAGWAT LLP**
Chartered Accountants
Firm Registration Number : 101118W/W100682

Abhijeet Bhagwat
Partner
Membership Number : 136835
UDIN : 25136835BMLYRU1302
Pune
April 29, 2025

Standalone Balance Sheet as at 31 March 2025

(All amounts are in Indian rupees million unless otherwise stated)

Particulars	Note no.	31 March 2025	31 March 2024
ASSETS			
Non-current assets			
Property, plant and equipment	3	2360.627	2358.739
Capital work-in-progress	3	134.140	22.222
Intangible assets	3	573.779	38.937
Intangible assets under development	3	4.601	401.546
Financial assets			
Investments	4	2167.688	2514.567
Loans	11	1567.500	-
Others	5	253.788	261.392
Other assets	6	28.340	3.333
		7090.463	**5600.736**
Current assets			
Inventories	7	2206.023	1704.820
Financial assets			
Investments	4	3464.241	3851.333
Trade receivables	8	4299.321	4948.000
Cash and cash equivalents	9	650.972	1071.602
Other bank balances	10	473.381	302.900
Loans	11	220.691	798.500
Others	5	153.236	170.385
Current tax asset (net)	25E	98.219	74.310
Other assets	6	9183.375	6705.710
Asset classified as held for sale	3	-	136.928
		20749.459	**19764.488**
TOTAL ASSETS		**27839.922**	**25365.224**
EQUITY AND LIABILITIES			
EQUITY			
Equity share capital	12	367.626	367.626
Other equity	13	13771.422	12243.302
TOTAL EQUITY		**14139.048**	**12610.928**
LIABILITIES			
Non-current liabilities			
Financial liabilities			
Lease Liabilities	31	290.888	213.891
Other financial liabilities	16	14.296	-
Provisions	14	170.671	160.986
Deferred tax liabilities (net)	25D	30.102	13.032
		505.957	**387.909**
Current liabilities			
Financial liabilities			
Trade payables	15		
(i) Total outstanding dues of micro enterprises and small enterprises		653.698	711.504
(ii) Total outstanding dues of creditors other than micro enterprises and small enterprises		3082.079	3184.793
Lease Liabilities	31	135.080	189.165
Other financial liabilities	16	393.772	562.070
Other current liabilities	17	8605.931	6995.712
Provisions	14	189.670	543.719
Current tax liabilities (net)	25E	134.687	179.424
		13194.917	**12366.387**
TOTAL LIABILITIES		**13700.874**	**12754.296**
TOTAL EQUITY AND LIABILITIES		**27839.922**	**25365.224**
Corporate Information	1		
Summary of material accounting policies	2		
The accompanying notes are an integral part of the financial statements.			

As per our report of even date.
For P G BHAGWAT LLP
Chartered Accountants
Firm Regn. No : 101118W/W100682

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

Abhijeet Bhagwat
Partner
Membership No. : 136835

Dr. Pramod Chaudhari
Chairman
(DIN : 00196415)

Shishir Joshipura
CEO and Managing Director
(DIN : 00574970)

Sachin Raole
CFO and Director- Resources
(DIN : 00431438)

Anant Bavare
Company Secretary
(M.No. : ACS21405)

Place : Pune
Date : 29 April 2025

Standalone Statement of Profit and Loss for the year ended 31 March 2025

(All amounts are in Indian rupees million unless otherwise stated)

Particulars	Note no.	31 March 2025	31 March 2024
INCOME			
Revenue from operations	18	27446.636	29895.643
Other income	19	609.403	684.637
Total income		**28056.039**	**30580.280**
EXPENSES			
Cost of materials consumed	20	14545.889	17294.886
Changes in inventories of finished goods and work-in-progress	21	(0.706)	566.580
Employee benefits expense	22	2884.690	2749.045
Finance costs	23	40.289	40.304
Depreciation and amortisation expense	3	451.867	360.245
Exchange (gain) / loss		(113.220)	(154.597)
Other expenses	24	7031.959	6076.324
Total expenses		**24840.768**	**26932.787**
Profit before exceptional items and tax		**3215.271**	**3647.493**
Exceptional items	43	281.572	-
Profit before tax		**3496.843**	**3647.493**
Tax expense	25		
Current tax		836.377	803.564
Deferred tax		24.359	64.530
Adjustments of tax relating to earlier periods		(8.173)	(24.826)
Total tax expense		**852.563**	**843.268**
Profit for the year		**2644.280**	**2804.225**
Other comprehensive income			
Items that will not be reclassified to profit and loss :			
Re-measurement of defined benefit plans		(31.973)	(48.661)
Income tax effect		8.047	12.247
Items that will be reclassified to profit and loss			
Debt instruments through other comprehensive income		3.011	0.249
Income tax effect		(0.758)	(0.063)
Other comprehensive income		**(21.673)**	**(36.228)**
Total comprehensive income for the year		**2622.607**	**2767.997**
Earnings per equity share (Nominal value per share ₹ 2 each)	26		
Basic		14.39	15.26
Diluted		14.39	15.26
Corporate Information	1		
Summary of material accounting policies	2		
The accompanying notes are an integral part of the financial statements.			

As per our report of even date.
For P G BHAGWAT LLP
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Anant Bavare
Company Secretary
(M.No. : ACS21405)

Place : Pune
Date : 29 April 2025

Standalone Statement of Cash Flows for the year ended 31 March 2025

(All amounts are in Indian rupees million unless otherwise stated)

Particulars	31 March 2025	31 March 2024
A. Cash flow from operating activities		
Net profit before tax	3496.843	3647.493
Adjustments for :		
Loss / (profit) on sale of property, plant and equipment	(282.417)	(2.071)
Gain on redemption of mutual fund investments	(185.178)	(116.120)
Bad debts / provision for doubtful debts and advances	216.901	192.322
Excess provision / creditors written back (including advances)	(26.323)	(1.857)
Unrealised foreign exchange (gain) / loss (net)	(78.060)	(109.517)
Depreciation and amortisation	451.867	360.245
Interest earned	(271.200)	(155.281)
Unrealised gain on mutual fund investments	(92.600)	(148.502)
Dividend from mutual fund / Subsidiary	-	(250.000)
Interest on Lease Liability	34.414	37.436
Equity-settled share-based payment transactions	8.392	-
Operating profit before working capital changes	**3272.639**	**3454.148**
Changes in working capital		
Decrease/ (increase) in trade receivables	479.573	188.610
(Increase)/decrease in inventories (including contracts in progress)	(2669.521)	433.591
(Increase)/decrease in other non-current financial assets	(31.582)	(175.166)
Decrease/(increase) in other non-current assets	(24.774)	8.748
(Increase)/decrease in current financial assets-others	(4.713)	56.037
Decrease/(increase) in other current assets	(310.033)	(350.602)
(Decrease)/increase in trade payables	(133.681)	(545.583)
(Decrease) in other non-current financial liabilities	14.296	-
(Decrease) in other current financial liabilities	(184.068)	202.337
(Decrease)/increase in other current liabilities	1610.218	(720.096)
(Decrease)/Increase in long term provisions	(22.288)	(3.893)
(Decrease)/Increase in short term provisions	(354.049)	145.892
Cash generated from operations	**1642.017**	**2694.024**
Direct taxes paid (including taxes deducted at source), net of refunds	(896.850)	(916.025)
NET CASH FROM OPERATING ACTIVITIES	**745.167**	**1777.999**

Standalone Statement of Cash Flows for the year ended 31 March 2025

(All amounts are in Indian rupees million unless otherwise stated)

Particulars	31 March 2025	31 March 2024
B. Cash flow from investing activities		
Purchase of property, plant and equipment and intangible assets	(460.780)	(671.871)
Purchase of Investments		
- in subsidiaries	(0.720)	(0.500)
- in mutual funds	(6656.420)	(4003.210)
- in debentures & bonds	-	(347.079)
Sale of investments		
- in mutual funds	7421.388	5111.577
- in debentures and bonds	250.512	285.801
Proceeds from sale of property, plant and equipment	431.928	5.937
Interest received on investments	161.452	133.148
Dividend received on investments/ from subsidiary	8.994	250.000
Loans Given to Subsidiary	(989.691)	(798.500)
(Investment) /redemption in fixed deposits	(19.689)	(266.536)
NET CASH FROM / (USED) IN INVESTING ACTIVITIES	**146.974**	**(301.233)**
C. Cash flow from financing activities		
Proceeds from exercise of employee stock options	-	9.000
Dividend paid	(1102.192)	(826.601)
Interest on Lease Liability	(34.414)	(37.436)
Principal payment on Leases	(217.611)	(185.490)
NET CASH FROM / (USED) IN FINANCING ACTIVITIES	**(1354.217)**	**(1040.527)**
Net increase/(decrease) in cash and cash equivalents (A+B+C)	**(462.076)**	**436.239**
Cash and cash equivalents at the beginning of the year (Refer Note 9)	**1071.602**	**590.807**
Add : effect of exchange rate changes on cash and cash equivalents	41.446	44.556
Cash and cash equivalents at the end of the year (Refer Note 9)	**650.972**	**1071.602**
Notes :		
Cash outflow related to Corporate Social Responsibility (CSR) activities disclosed in Note No. 35		
The statement of cash flows has been prepared under the 'Indirect method' as set out in Ind AS 7 - Statement of Cash Flows		

As per our report of even date.
For P G BHAGWAT LLP
Chartered Accountants
Firm Regn. No : 101118W/W100682

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

Abhijeet Bhagwat
Partner
Membership No. : 136835

Dr. Pramod Chaudhari
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CEO and Managing Director
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Sachin Raole
CFO and Director- Resources
(DIN : 00431438)

Anant Bavare
Company Secretary
(M.No. : ACS21405)

Place : Pune
Date : 29 April 2025

Standalone Statement of Changes in Equity for the year ended 31 March 2025

(All amounts are in Indian rupees million unless otherwise stated)

A. Equity share capital

Balance as on 1 April 2023	Changes in equity share capital during the year	Balance as on 31 March 2024
367.426	0.200	367.626

Balance as on 1 April 2024	Changes in equity share capital during the year	Balance as on 31 March 2025
367.626	-	367.626

B. Other equity

Particulars	Reserves and Surplus								Debt instruments through Other Comprehensive Income	Total
	Other Reserves						General reserve	Retained earnings		
	Capital Reserve	Securities Premium Reserve	Capital redemption reserve	Amalgamation reserve	Share option outstanding account	Special Economic Zone Re-investment Reserve				
Balance at the beginning of the reporting period as at 1 April 2023	**0.033**	**1040.147**	**14.627**	**3.063**	**26.571**	**163.000**	**956.511**	**8094.412**	**(3.937)**	**10294.427**
Profit for the year	-	-	-	-	-	-	-	2804.225	-	2804.225
Other comprehensive income	-	-	-	-	-	-	-	(36.414)	0.186	(36.226)
Dividends	-	-	-	-	-	-	-	(827.924)	-	(827.924)
Employee stock options exercised during the year	-	35.371	-	-	-	-	-	-	-	35.371
Equity settled share based payment to employees	-	-	-	-	(26.571)	-	-	-	-	(26.571)
Transfer to/from Special Economic Zone Re-investment Reserve	-	-	-	-	-	(163.000)	-	163.000	-	-
Balance as at 31 March 2024	**0.033**	**1075.518**	**14.627**	**3.063**	**-**	**-**	**956.511**	**10197.301**	**(3.751)**	**12243.302**

Standalone Statement of Changes in Equity for the year ended 31 March 2025

(All amounts are in Indian rupees million unless otherwise stated)

Particulars	Reserves and Surplus								Debt instruments through Other Comprehensive Income	Total
	Other Reserves						General reserve	Retained earnings		
	Capital Reserve	Securities Premium Reserve	Capital redemption reserve	Amalgamation reserve	Share option outstanding account	Special Economic Zone Re-investment Reserve				
Balance at the beginning of the reporting period as at 1 April 2024	**0.033**	**1075.518**	**14.627**	**3.063**	**-**	**-**	**956.511**	**10197.301**	**(3.751)**	**12243.302**
Profit for the year	-	-	-	-	-	-	-	2644.280	-	2644.280
Other comprehensive income	-	-	-	-	-	-	-	(23.926)	2.253	(21.673)
Dividends	-	-	-	-	-	-	-	(1102.879)	-	(1102.879)
Employee stock options exercised during the year	-	-	-	-	8.392	-	-	-	-	8.392
Balance as at 31 March 2025	**0.033**	**1075.518**	**14.627**	**3.063**	**8.392**	**-**	**956.511**	**11714.776**	**(1.498)**	**13771.422**

As per our report of even date.
For P G BHAGWAT LLP
Chartered Accountants
Firm Regn. No : 101118W/W100682

Abhijeet Bhagwat
Partner
Membership No. : 136835

Place : Pune
Date : 29 April 2025

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

Dr. Pramod Chaudhari
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Anant Bavare
Company Secretary
(M.No. : ACS21405)

Notes to the Standalone Financial Statements for the year ended 31 March 2025

1 The corporate overview

Praj Industries Limited ('PIL' or 'the Company') is a public company domiciled in India and incorporated under the provisions of Indian Companies Act. The Company's registered office is at "Praj Tower", S. No. 274 and 275/2, Bhumkar Chowk-Hinjewadi Road, Hinjewadi, Pune – 411057, Maharashtra, India. The Company's Equity Shares are listed on BSE Ltd. and National Stock Exchange of India Ltd.

The Company is engaged in the business of process and project engineering. The Company caters to both domestic and international markets. Further, the Company also provides design and engineering services.

2 Material accounting policies

This note provides a list of the material accounting policies adopted in the preparation of these financial statements. These policies have been consistently applied to all the years presented, unless otherwise stated.

2.1 Basis of preparation

The financial statements of the Company comply in all material aspects with Indian Accounting Standards (Ind AS) notified under Section 133 of Companies Act, 2013 (the Act), [Companies (Indian Accounting Standards) Rules, 2015] and other relevant provisions of the Act. The Company has elected to present gains and losses arising from foreign exchange differences in a separate line item "Exchange (gain)/ loss" on the face of the statement of profit and loss.

The financial statements were authorised for issue by the Board of Directors on 29 April 2025.

2.2 Basis of measurement

The financial statements have been prepared on a historical cost basis, except for the following items, which are measured on an alternative basis on each reporting date.

Items	Measurement basis
Derivative financial instruments at fair value through profit and loss	Fair value
Certain non-derivative financial instruments at fair value through profit and loss and fair value through other comprehensive income	Fair value
Equity-settled share-based payment transactions	Grant date fair value
Defined benefit plan assets	Fair value

2.3 Functional and presentation currency

These financial statements are presented in Indian Rupees (₹), which is the Company's functional currency. All amounts are presented in millions and are rounded off to three decimal places, as per the requirements of Schedule III to the Act, unless otherwise stated.

2.4 Significant accounting judgments, estimates and assumptions

The preparation of the standalone financial statements in conformity with Ind AS requires the management to make certain judgments, estimates and assumptions. These judgments, estimates and assumptions affect the reported amounts of revenue, expenses, current assets, non-current assets, current liabilities, non-current liabilities and disclosure of the contingent liabilities at the end of each reporting period. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities effected in future periods.

Detailed information about each of these estimates and judgements is included in relevant notes.

The areas involving critical estimates and judgements are :

- **Estimation of defined benefit obligation – Note 32**

  The cost of the defined benefit gratuity, and the present value of the gratuity obligation are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. Information about the various estimates and assumptions made in determining the present value of defined benefit obligations are disclosed in note 32.

Notes to the Standalone Financial Statements for the year ended 31 March 2025

- **Recognition of revenue – Note 28**

  The Company uses the percentage-of-completion method in accounting for fixed-price contracts for projects. Use of the percentage-of-completion method requires the Company to determine the actual efforts or costs expended to date as a proportion of the estimated total efforts or costs to be incurred. Efforts or costs expended are used to measure progress towards completion as there is a direct relationship between input and productivity. The estimation of total efforts or costs involves significant judgment and is assessed throughout the period of the contract to reflect any changes based on the latest available information.

- **Recognition of deferred tax assets – Note 25**

  The Company uses judgement based on the relevant rulings in the areas of allocation of revenue, costs, allowances and disallowances in determining the provision for income tax. The Company exercises its judgement to reassess the carrying amount of deferred tax assets at the end of each reporting period.

- **Impairment of trade receivables – Note 37**

  The Company uses a simplified approach for recognising expected credit loss. The amount of provision depends on certain parameters set by the Company in its provisioning policy. The setting up of parameters requires significant judgement and estimation. The same is reviewed by the management at a regular frequency.

Estimation and underlying assumptions are reviewed on ongoing basis. Revisions to estimates are recognised prospectively.

2.5 Current versus non-current classification

Any asset or liability is classified as current if it satisfies any of the following conditions :

i. the asset/liability is expected to be realised/ settled in the Company's normal operating cycle;

ii. the asset is intended for sale or consumption;

iii. the asset/liability is held primarily for the purpose of trading;

iv. the asset/liability is expected to be realised/ settled within twelve months after the reporting period;

v. the asset is cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least twelve months after the reporting date;

vi. in the case of a liability, the Company does not have an unconditional right to defer settlement of the liability for at least twelve months after the reporting date.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

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

For the purpose of current/non-current classification of assets and liabilities, the Company has ascertained its normal operating cycle as twelve months. This is based on the nature of services and the time between the acquisition of assets or inventories for processing and their realisation in cash and cash equivalents.

2.6 Property, plant and equipment

- **Recognition and measurement**

  An items of property, plant and equipment (PPE) that qualifies as an asset is measured at cost of acquisition or construction less accumulated depreciation and/or accumulated impairment loss, if any.

  The cost of an item of PPE comprises of its purchase price net of discounts, if any including import duties and other non-refundable taxes or levies and directly attributable cost of bringing the asset to its working condition for its intended use. Borrowing costs directly attributable to the construction of a qualifying asset are capitalised as part of the cost.

  PPE under construction is disclosed as capital work-in-progress.

  Advances paid towards the acquisition of PPE outstanding at each reporting date are disclosed under 'Other non-current assets'.

Notes to the Standalone Financial Statements for the year ended 31 March 2025

- **Subsequent costs**

  Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognised when replaced. The costs of the day-to-day servicing of PPE are recognised in the statement of profit and loss as incurred.

- **Disposal**

  An item of PPE is derecognised upon disposal or when no future benefits are expected from its use or disposal. Net gains and losses on disposal of an item of PPE are determined by comparing the proceeds from disposal with the carrying amount of PPE, and are recognised within other income/ expenses in the statement of profit and loss.

- **Depreciation**

  Depreciation is calculated over the depreciable amount, which is the cost of an asset, or other amount substituted for cost, less its residual value. Depreciation is recognised in the statement of profit and loss on a straight-line basis over the estimated useful lives of each part of an item of PPE as prescribed in Schedule II of the Companies Act, 2013, or as assessed by the management of the Company based on technical evaluation. Freehold land is not depreciated.

  PPE acquired under leases is depreciated over the shorter of the lease term and their useful lives unless it is reasonably certain that the Company will obtain ownership by the end of the lease term.

  The estimated useful lives of items of PPE is mentioned below :

Asset	Useful life (in years)
Buildings	30-60
Plant and machinery	7.5-15
Computers and office equipment	3-5
Vehicles	8
Furniture and fixtures	10

2.7 Intangible assets

- **Recognition and measurement**

  Intangible assets are recognised when the asset is identifiable, is within the control of the Company, it is probable that the future economic benefits that are attributable to the asset will flow to the Company and cost of the asset can be reliably measured.

  Intangible assets are stated at original cost net of tax/duty credits availed, if any, less accumulated amortisation and cumulative impairment. All directly attributable costs and other administrative and other general overhead expenses that are specifically attributable to acquisition of intangible assets are allocated and capitalised as a part of the cost of the intangible assets.

  Internally generated intangible asset

  - Research costs are charged to the statement of profit and loss in the year in which they are incurred.
  - Development costs incurred on new products including pilot plants are recognised as intangible assets, when :
    a. feasibility has been established,
    b. the Company has committed technical, financial and other resources to complete the development, and
    c. it is probable that the asset will generate future economic benefits.
  - Development expenditure that does not meet the above criteria is expensed in the period in which it is incurred.
  - Intangible assets not ready for the intended use on the date of the Balance Sheet are disclosed as "Intangible assets under development" and amortisation is not charged on until development is complete.

- The cost of an internally generated intangible asset is the sum of directly attributable expenditure incurred from the date when the intangible asset first meets the recognition criteria to the completion of its development.
- Interest costs incurred on qualifying assets are capitalized until the date the asset is ready for its intended use. If the borrowings are specifically for financing the asset, interest on these borrowings is capitalized. If the borrowings are general, the cost computed on the weighted average rate is capitalized.
- Internally generated intangible asset is measured at cost less accumulated amortisation and impairment, if any.
- Amortisation is not recorded on product engineering in progress until development is complete.

- **Subsequent measurement**

  Subsequent expenditure is capitalised only when it increases the future economic benefits embodied in the specific asset to which it relates.

- **Amortisation**

  Intangible Assets with finite lives are amortised on a Straight-Line basis over the estimated useful economic life. Amortisation is calculated on the cost of the asset, or other amount substituted for cost, less its residual value. The amortisation expense on intangible assets with finite lives is recognised in the Statement of Profit and Loss. The estimated useful life of intangible assets is mentioned below :

Asset	Useful life
Technical know-how	5 - 10 years
Software	5 years
Demo / Pilot Plants for new technology	5 - 10 years

Intangible assets with indefinite useful lives are not amortised, but are tested for impairment annually, either individually or at the cash-generating unit level.

2.8 Investment property

Property that is held for long-term rental yields or for capital appreciation or both, and that is not occupied by the Company, is classified as investment property.

Investment property is initially measured and reported at cost, including transaction costs and borrowing cost capitalised for qualifying assets, in accordance with the Company's accounting policy. The cost of investment property includes its purchase price and directly attributable expenditure, if any.

Policies with respect to subsequent depreciation, useful life and disposal are followed on the same basis as stated for Property, Plant and Equipment vide 2.6 above.

2.9 Non-current asset held for sale

Non-current assets are classified as held for sale if their carrying amount is intended to be recovered principally through a sale (rather than through continuing use) when the asset is available for immediate sale in its present condition subject only to terms that are usual and customary for sale of such asset and the sale is highly probable and is expected to qualify for recognition as a completed sale within one year from the date of classification.

Non-current assets classified as held for sale are measured at lower of their carrying amount and fair value less costs to sell.

2.10 Impairment of non-financial assets

The Company assesses at each balance sheet date whether there is any indication that an asset or cash generating unit (CGU) may be impaired. If any such indication exists, the Company estimates the recoverable amount of the asset. The recoverable amount is the higher of an assets or CGU's fair value less costs of disposal or its value in use. Where the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are considered.

Notes to the Standalone Financial Statements for the year ended 31 March 2025

Impairment losses are recognised in the statement of profit and loss. They are allocated first to reduce the carrying amount of any goodwill allocated to the CGU, and then to reduce the carrying amounts of other assets in the CGU on a pro rata basis.

An impairment loss in respect of goodwill is not reversed. For other assets, an impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation, if no impairment loss had been recognised.

2.11 Inventories

Raw materials, components, stores and spares, work-in-progress and finished goods are valued at lower of cost and net realisable value. However, materials and other items held for use in the production of inventories are not written down below cost if the finished products in which they will be incorporated are expected to be sold at or above cost.

Cost of raw materials, components, stores and spares comprises cost of purchases. Cost of work-in-progress and finished goods comprises direct materials, direct labour and an appropriate proportion of variable and fixed overhead expenditure, the latter being allocated based on normal operating capacity. Cost of inventories also includes all other costs incurred in bringing the inventories to their present location and condition. Costs are assigned to individual items of inventory based on weighted average basis.

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

2.12 Cash and cash equivalents

Cash and cash equivalents in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

2.13 Revenue recognition

Revenue is recognised when performance obligation is satisfied by transferring control of promised goods or services and to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured, regardless of when the payment is being made.

Revenue is measured at the transaction price (consideration) allocated to performance obligation adjusted for returns, trade allowances, rebates, and excludes taxes collected from customer on behalf of government and amounts collected on behalf of third parties.

- **Contract revenue**

  Revenue from fixed price contracts is recognised over time, when the outcome of the contract can be estimated reliably by reference to the percentage of completion of the contract on the reporting date under input method. Percentage of completion is determined as a proportion of costs incurred-to-date to the total estimated contract costs. In respect of process technology and design and engineering contracts, percentage of completion is measured with reference to the milestones specified in the contract, which in the view of the management reflects the work performed and to the extent it is reasonably certain of recovery.

  Maintenance revenue is recognised rateably over the term of the underlying maintenance arrangement.

  Contract costs include costs that relate directly to the specific contract and costs that are attributable to the contract activity and allocable to the contract. Costs that cannot be attributed to contract activity are expensed when incurred.

  When the final outcome of a contract cannot be reliably estimated, contract revenue is recognised only to the extent of costs incurred that are expected to be recoverable. The provision for expected loss is recognised immediately when it is probable that the total estimated contract costs will exceed total contract revenue.

  Variations, claims and incentives are recognised as a part of contract revenue to the extent it is probable that they will result in revenue and are capable of being reliably measured.

  Determination of revenues under the percentage of completion method necessarily involves making estimates by the Company, some of which are of a technical nature, concerning, where relevant, the percentage of completion, costs to completion, the expected revenues from the project / activity and the foreseeable losses to completion.

Execution of contracts generally extends beyond accounting periods, the revision in costs and revenues estimated during the course of the contract are reflected in the accounting period in which the facts requiring the revision become known.

- **Sale of goods and rendering of services**

  Revenue from sale of goods in the course of ordinary activities is recognised when control of goods is transferred to the customer and no significant uncertainty exists regarding the amount of the consideration that will be derived from the sale of the goods and regarding its collection.

  Revenue from services is recognised as and when the related services are performed.

2.14 Other income

- **Interest income**

  Interest income from debt instruments is recognized using effective interest rate method (EIR). EIR is the rate that discounts the estimated future cash receipts over the life of the financial instrument or a shorter period, where appropriate, to the carrying amount of the financial asset.

- **Dividends**

  Dividends are recognised in the statement of profit and loss only when the right to receive the payment is established, it is probable that the economic benefits associated with the dividend will flow to the Company, and when the amount can be measured reliably.

- **Export benefits**

  Export benefits in the form of Duty Draw Back / Merchandise Exports Incentive Scheme (MEIS) / Service Exports Incentive Scheme (SEIS) claims are recognised in the statement of profit and loss on receipt basis.

2.15 Foreign currency transactions and balances

Transactions in foreign currency are recorded at exchange rates prevailing at the date of the transactions. Exchange differences arising on foreign exchange transactions settled during the year are recognised in the statement of profit and loss of the year.

Monetary assets and liabilities denominated in foreign currencies which are outstanding, as at the reporting period are translated at the closing exchange rates and the resultant exchange differences are recognised in the statement of profit and loss.

Non-monetary assets and liabilities denominated in foreign currencies that are measured in terms of historical cost are translated using the exchange rate at the date of the transaction.

2.16 Employee benefits

- **Short-term employee benefits**

  Employee benefits payable wholly within twelve months of rendering the service are classified as short-term employee benefits and are recognised in the period in which the employee renders the related service.

- **Post-employment benefits**

  Defined contribution plans

  Contributions to the provident fund, pension scheme, employee state insurance scheme and superannuation fund, which are defined contribution schemes, are recognised as an employee benefit expense in the statement of profit and loss in the period in which the contribution is due.

  Defined benefit plans

  The employees' gratuity scheme is a defined benefit plan. The present value of the obligation under such defined benefit plans is determined based on actuarial valuation using the projected unit credit method.

  The obligation is measured at the present value of the estimated future cash flows. The discount rates used for determining the present value of the obligation under defined benefit plans, is based on the market yields on government securities as at the reporting date, having maturity periods approximating to the terms of related obligations.

Notes to the Standalone Financial Statements for the year ended 31 March 2025

Re-measurement, comprising actuarial gains and losses, the return on plan assets (excluding amounts included in net interest on the net defined benefit liability or asset) and any change in the effect of asset ceiling (if applicable) is recognised in other comprehensive income and is reflected in retained earnings and the same is not eligible to be reclassified to the statement of profit or loss.

Defined benefit costs comprising current service cost, past service cost and gains or losses on settlements are recognised in the Statement of Profit and Loss as employee benefits expense. Interest cost implicit in defined benefit employee cost is recognised in the Statement of Profit and Loss under finance costs. Gains or losses on settlement of any defined benefit plan are recognised when the settlement occurs. Past service cost is recognised as expense at the earlier of the plan amendment or curtailment and when the Company recognises related restructuring costs or termination benefits.

In case of funded plans, the fair value of the plan assets is reduced from the gross obligation under the defined benefit plans, to recognise the obligation on net basis.

Other long-term employee benefits

The liabilities for earned leave are not expected to be settled wholly within twelve months after the end of the reporting period in which the employees render the related service. They are therefore measured at present value of estimated future cash flows expected to be made by the Company and is recognised in a similar manner as in the case of defined benefit plans above.

Long-term employee benefit costs comprising current service cost and gains or losses on curtailments and settlements, re-measurements including actuarial gains and losses are recognised in the Statement of Profit and Loss as employee benefits expenses. Interest cost implicit in long-term employee benefit cost is recognised in the Statement of Profit and Loss under finance costs.

Termination benefits

Termination benefits are expensed at the earlier of when the Company can no longer withdraw the offer of those benefits and when the Company recognises costs for a restructuring. If benefits are not expected to be settled wholly within 12 months of the reporting date, then they are stated at their present fair value.

2.17 Share-based payments

The fair value of equity-settled share-based payments (such as employee stock options) is measured at the grant date and recognized as an employee benefit expense over the vesting period, with a corresponding increase in equity (employee stock option reserve).

The vesting period is the time during which the employee must meet specific conditions to receive the award. At each reporting date, the Company reviews and updates its estimate of the number of options expected to vest, based on service and non-vesting conditions. Any changes in these estimates are reflected in the statement of profit and loss, with a corresponding adjustment to equity.

2.18 Leases

Assets taken on lease are accounted as right-of-use assets and the corresponding lease liability is recognised at the lease commencement date.

Initially the right-of-use asset is measured at cost which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, as reduced by any lease incentives received.

The lease liability is initially measured at the present value of the lease payments, discounted using the Company's incremental borrowing rate. It is remeasured when there is a change in future lease payments arising from a change in an index or a rate, or a change in the estimate of the guaranteed residual value, or a change in the assessment of purchase, extension or termination option. When the lease liability is remeasured in this way, a corresponding adjustment is made to the carrying amount of the right-of-use asset or is recorded in the statement of profit or loss if the carrying amount of the right-of-use asset has been reduced to zero

The right-of-use asset is measured by applying cost model i.e. right-of-use asset at cost less accumulated depreciation and cumulative impairment, if any. The right-of-use asset is depreciated using the straight-line method from the commencement date to the end of the lease term or useful life of the underlying asset whichever is earlier. Carrying amount of lease liability is increased by interest on lease liability and reduced by lease payments made.

Lease payments associated with following leases are recognised as expense on straight-line basis :

(i) Low value leases; and

(ii) Leases which are short-term.

Assets given on lease are classified either as operating lease or as finance lease. A lease is classified as a finance lease if it transfers substantially all the risks and rewards incidental to ownership of an underlying asset. Asset held under finance lease is initially recognised in balance sheet and presented as a receivable at an amount equal to the net investment in the lease. Finance income is recognised over the lease term. A lease which is not classified as a finance lease is an operating lease. The Company recognises lease payments in case of assets given on operating leases as income on a straight-line basis. The Company presents underlying assets subject to operating lease in its balance sheet under the respective class of asset.

2.19 Borrowing costs

Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds. Borrowing cost also includes exchange differences to the extent regarded as an adjustment to the borrowing costs.

Borrowing costs directly attributable to the acquisition, construction or production of a qualifying asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalised during the period of time that is required to complete and prepare the asset for its intended use or sale. All other borrowing costs are expensed in the period in which they are incurred.

2.20 Income tax

Income tax expense comprises current and deferred tax. It is recognised in the statement of profit and loss except to the extent that it relates to a business combination, or items recognised directly in equity or in OCI.

- **Current tax**

  Current tax comprises the expected tax payable or receivable on the taxable income or loss for the year and any adjustment to the tax payable or receivable in respect of previous years.

  Current tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that were enacted at the reporting date in India under the Income Tax Act, 1961. Current tax assets and liabilities are offset only if certain criteria are met, and such offsetting is legally enforceable

- **Deferred tax**

  Deferred tax is provided using the balance sheet method on temporary differences between the carrying amounts of assets and liabilities in the Financial Statements and the corresponding tax bases used in the computation of taxable profit under Income tax Act, 1961.

  Deferred tax is recognized on all deductible and taxable temporary differences between the accounting income and the taxable income for the year. The tax effect is calculated on the accumulated deductible temporary differences at the end of the accounting period based on prevailing enacted or subsequently enacted regulations.

  Deferred tax liabilities are recognized for all taxable temporary differences. Deferred tax assets are recognized for deductible temporary differences only to the extent there is reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realized.

  The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilized. Unrecognized deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Notes to the Standalone Financial Statements for the year ended 31 March 2025

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

2.21 Provisions and contingencies

Provisions are recognised only when :

a. the Company has a present obligation (legal or constructive) as a result of a past event; and

b. it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation; and

c. a reliable estimate can be made of the amount of the obligation.

Provision is measured using the cash flows estimated to settle the present obligation and when the effect of time value of money is material, the carrying amount of the provision is the present value of those cash flows. Reimbursement expected in respect of expenditure required to settle a provision is recognised only when it is virtually certain that the reimbursement will be received.

Contingent liability is disclosed in case of :

- a present obligation arising from past events, when it is not probable that an outflow of resources will be required to settle the obligation.
- present obligation arising from past events, when no reliable estimate is possible
- a possible obligation arising from past events where the probability of outflow of resources is not remote.

Contingent asset is not recognised in the financial statements. A contingent asset is disclosed, where an inflow of economic benefits is probable.

Provisions, contingent liabilities and contingent assets are reviewed at each balance sheet date.

2.22 Earnings per share (EPS)

Basic EPS is calculated by dividing the profit for the year attributable to equity holders of the Company by the weighted average number of equity shares outstanding during the financial year.

Diluted Earnings per share is calculated by dividing net profit attributable to the equity shareholders of the Company with the weighted average number of shares outstanding during the financial year, adjusted for effects of diluting potential equity shares towards ESOP plan.

2.23 Fair value measurement

Fair value is the price at which an asset could be sold, or a liability transferred, in an orderly transaction between market participants on the measurement date.

The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either :

In the principal market for the asset or liability, or

In the absence of a principal market, in the most advantageous market for the asset or liability.

The principal or the most advantageous market must be accessible by the Company. The fair value of an asset or a liability is measured using those assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset considers a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another.

Notes to the Standalone Financial Statements for the year ended 31 March 2025

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs.

- Level 1 - Quoted (unadjusted) market prices in active markets for identical assets or liabilities.
- Level 2 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable.
- Level 3 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

For the purpose of fair value disclosures, the Company has determined classes of assets and liabilities based on the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

2.24 Financial instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

1 Financial assets

I. Initial recognition and measurement :

All financial assets are initially measured at fair value. However, trade receivables that do not contain a significant financing component are measured at transaction price. In case of financial assets not recorded at fair value through profit or loss (FVTPL), transaction cost is attributed to the acquisition value of the financial asset. Transaction cost of financial assets carried at FVTPL is expensed in the statement of profit and loss.

II. Subsequent measurement :

For subsequent measurement, the Company classifies its financial assets in the following measurement categories :

Financial assets measured at amortised cost.

Financial assets measured at fair value (either through OCI, or through profit or loss);

The classification depends on the Company's business model for managing the financial assets and the contractual terms of cash flows.

i. Financial assets measured at amortised cost

A financial asset is measured at the amortised cost if both the following conditions are met :

a. The Company's business model objective for managing the financial asset is to hold financial assets to collect contractual cash flows, and

b. The contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

This category applies to cash and bank balances, trade receivables, loans and other financial assets of the Company (Refer note 36 for further details). Such financial assets are subsequently measured at amortised cost using the effective interest method. The effect of the amortisation under effective interest method is recognised as interest income over the relevant period of the financial asset under other income in the Statement of Profit and Loss. The amortised cost of a financial asset is also adjusted for loss allowance, if any.

ii. Financial assets measured at fair value through other comprehensive income (FVTOCI)

A financial asset is measured at FVTOCI if both of the following conditions are met :

a. The Company's business model objective for managing the financial asset is achieved both by collecting contractual cash flows and selling the financial assets, and

Notes to the Standalone Financial Statements for the year ended 31 March 2025

b. The contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

This category applies to certain investments in debt instruments (Refer note 36 for further details). Such financial assets are subsequently measured at fair value at each reporting date. Fair value changes are recognised in the Other Comprehensive Income (OCI). However, the Company recognises interest income and impairment losses and its reversals in the Statement of Profit and Loss.

On derecognition of such financial assets, cumulative gain or loss previously recognised in OCI is reclassified from equity to Statement of Profit and Loss.

Further, the Company, through an irrevocable election at initial recognition, may measure certain investments in equity instruments at FVTOCI (Refer note 36 for further details). The Company has made such election on an instrument-by-instrument basis. These equity instruments are neither held for trading nor are contingent consideration recognised under a business combination. Pursuant to such irrevocable election, subsequent changes in the fair value of such equity instruments are recognised in OCI. However, the Company recognises dividend income from such instruments in the Statement of Profit and Loss when the right to receive payment is established, it is probable that the economic benefits will flow to the Company and the amount can be measured reliably. On derecognition of such financial assets, cumulative gain or loss previously recognised in OCI is not reclassified from the equity to Statement of Profit and Loss. However, the Company may transfer such cumulative gain or loss into retained earnings within equity.

iii. Financial assets measured at fair value through profit or loss (FVTPL)

A financial asset is measured at FVTPL unless it is measured at amortised cost or at FVTOCI as explained above. This is a residual category applied to all other investments of the Company excluding investments in subsidiary and associate companies (Refer note 36 for further details).

Such financial assets are subsequently measured at fair value at each reporting date. Fair value changes are recognised in the Statement of Profit and Loss.

II. Derecognition

A financial asset is derecognised when the right to receive cash flows from the assets has expired, or has been transferred, and the Company has transferred substantially all the risks and rewards of ownership.

In cases where Company has neither transferred nor retained substantially all the risks and rewards of the financial asset, but retains control of the financial asset, the Company continues to recognise such financial asset to the extent of its continuing involvement in the financial asset. In that case, the Company also recognises an associated liability. The financial asset and the associated liability are measured on a basis that reflects the rights and obligations that the Company has retained.

IV. Impairment of financial assets

The Company applies expected credit loss (ECL) model for measurement and recognition of impairment loss on the assets carried at amortised cost and FVTOCI debt instruments. The impairment methodology applied depends on whether there has been a significant increase in credit risk. Note 37 details how the Company determines whether there has been a significant increase in credit risk.

For trade receivables alone, the Company applies the simplified approach permitted by 'Ind AS 109 - Financial instruments', which requires expected lifetime losses to be recognised from initial recognition of the receivables.

2. Non-derivative financial liabilities

I. Initial recognition and measurement

All non-derivative financial liabilities are initially measured at fair value. In case of non-derivative financial liabilities not recorded at fair value through profit or loss (FVTPL), transaction cost is attributed to the acquisition of the financial liability. Transaction cost of non-derivative financial liabilities carried at FVTPL is expensed in the statement of profit and loss.

II. Subsequent measurement

All financial liabilities of the Company are subsequently measured at amortised cost using the effective interest method (Refer note 36 for further details). The cumulative amortisation using the effective interest method of the difference between the initial recognition amount and the maturity amount is added to the initial recognition value (net of principal repayments, if any) of the financial liability over the relevant period of the financial liability to arrive at the amortised cost at each reporting date. The corresponding effect of the amortisation under effective interest method is recognised as interest expense under finance cost in the Statement of Profit and Loss.

III. Derecognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expired. When an existing financial liability is replaced by another liability from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of profit or loss.

3. Offsetting of financial assets and financial liabilities

Financial assets and financial liabilities are offset, and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

4. Financial guarantee contracts

Financial guarantee contracts are recognised as a financial liability at the time the guarantee is issued. The liability is initially measured at fair value and subsequently at the higher of the amount determined in accordance with 'Ind AS 37 - Provisions, contingent liabilities and contingent assets' and the amount initially recognised less cumulative amortisation, where appropriate.

The fair value of financial guarantees is determined as the present value of the difference in net cash flows between the contractual payments under the debt instrument and the payments that would be required without the guarantee, or the estimated amount that would be payable to a third party for assuming the obligations.

2.25 Cash dividend to equity holders

The Company recognises a liability to make cash distributions to equity holders when the distribution is authorised, and the distribution is no longer at the discretion of the Company. As per the Companies Act, 2013, a distribution is authorised when it is approved by the shareholders. A corresponding amount is recognised directly in equity.

2.26 Government grant

Government grants are recognised at their fair value when there is a reasonable assurance that the grant will be received, and Company will comply with all attached conditions.

Government grants relating to income, are deferred and are recognised as other income in profit or loss in the period in which such costs that these grant intends to compensate, are incurred.

Government grants relating to purchase of property, plant and equipment are initially recognised as deferred income at fair value. Subsequently, the grant is recognised as income in profit and loss on a systematic basis over the useful life of the asset.

2.27 New and amended standards

The Ministry of Corporate Affairs vide notification dated 9 September 2024 and 28 September 2024 notified the Companies (Indian Accounting Standards) Second Amendment Rules, 2024 and Companies (Indian Accounting Standards) Third Amendment Rules, 2024, respectively, which amended/ notified certain accounting standards, and are effective for annual reporting periods beginning on or after 1 April 2024 :

- Insurance contracts - Ind AS 117; and
- Lease Liability in Sale and Leaseback – Amendments to Ind AS 116

These amendments did not have any impact on the amounts recognised in current or prior periods and are not expected to significantly affect the future periods.

2.28 Standards issued but not effective

The Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules. For the year ended March 31, 2025, MCA has not notified any new standards or amendments to existing standards that significantly impact the Company.

Notes to the Standalone Financial Statements for the year ended 31 March 2025

(All amounts are in Indian rupees million unless otherwise stated)

3 Property, plant and equipment, intangible assets, investment property, capital work-in-progress and intangible asset under development

	Property, plant and equipment														Intangible Assets				Investment property	Grand total
	Land		Land Freehold	Buildings		Plant and machinery		Computers and office equipment		Vehicles		Furniture and fixtures		Total	Technical knowhow	Software	Demo/ Pilot Plant	Total	Land (Freehold)	
	Lease-hold Refer note 1	Right-of-Use		Owned	Right-of-Use	Owned	Right-of-Use	Owned	Right-of-Use	Owned	Right-of-Use	Owned	Right-of-Use							
Gross block																				
As at 1 April 2024	11.000	243.955	363.850	1374.369	172.147	2080.924	104.547	336.828	138.741	28.646	123.232	258.356	57.964	5294.558	93.753	152.096	-	245.849	-	5540.407
Additions during the year	-	-	-	22.145	-	70.354	139.082	32.914	48.151	30.831	53.292	17.764	-	414.533	-	6.642	580.003	586.645	-	1001.178
Deletions during the year	-	-	-	-	83.586	28.565	-	-	72.079	1.908	6.397	-	-	192.535	-	-	-	-	-	192.535
As at 31 March 2025	11.000	243.955	363.850	1396.514	88.561	2122.713	243.629	369.742	114.813	57.569	170.127	276.120	57.964	5516.556	93.753	158.738	580.003	832.494	-	6349.050
Accumulated depreciation and amortisation																				
As at 1 April 2024	1.372	225.457	-	497.838	88.386	1422.754	11.417	305.529	94.581	21.549	31.321	224.036	11.578	2935.819	93.753	113.159	-	206.912	-	3142.731
Charge for the year	0.122	11.616	-	40.632	66.899	122.212	29.169	23.651	45.735	5.594	36.725	6.116	11.593	400.064	-	12.193	39.610	51.803	-	451.867
Depreciation on deletions	-	-	-	-	81.634	22.275	-	-	72.079	1.908	2.058	-	-	179.954	-	-	-	-	-	179.954
As at 31 March 2025	1.494	237.073	-	538.470	73.651	1522.691	40.586	329.180	68.237	25.235	65.988	230.152	23.171	3155.929	93.753	125.352	39.610	258.715	-	3414.644
Net carrying value																				
As at 31 March 2025	9.506	6.882	363.850	858.044	14.910	600.022	203.043	40.562	46.576	32.334	104.139	45.968	34.793	2360.627	-	33.386	540.393	573.779	-	2934.406
As at 31 March 2024	9.628	18.498	363.850	876.531	83.761	658.170	93.130	31.298	44.159	7.097	91.911	34.320	46.386	2358.739	-	38.937	-	38.937	-	2397.676

Note :

1. The land has been taken on a long term lease i.e. for 99 years.
2. Refer Note 27 for capital commitments for the acquisition of property plant and equipment.
3. The title deeds of immovable properties are held in the name of the Company

(All amounts are in Indian rupees million unless otherwise stated)

3 Property, plant and equipment, intangible assets, investment property, capital work-in-progress and intangible asset under development (Contd...)

	Property, plant and equipment														Intangible Assets				Investment property	Grand total
	Land		Land Freehold	Buildings		Plant and machinery		Computers and office equipment		Vehicles		Furniture and fixtures		Total	Technical knowhow	Software	Demo/ Pilot Plant	Total	Land (Freehold)	
	Lease-hold Refer note 1	Right-of-Use		Owned	Right-of-Use	Owned	Right-of-Use	Owned	Right-of-Use	Owned	Right-of-Use	Owned	Right-of-Use							
Gross block																				
As at 1 April 2023	**11.000**	**243.955**	**363.850**	**1305.614**	**129.553**	**1840.300**	**39.823**	**320.398**	**131.639**	**46.274**	**56.659**	**246.949**	**57.100**	**4793.114**	**93.753**	**140.558**	**-**	**234.311**	**136.928**	**5164.353**
Additions during the year	-	-	-	68.755	42.594	242.528	64.724	17.387	18.863	0.619	69.923	11.407	0.864	537.663	-	11.538	-	11.538	-	549.200
Deletions during the year	-	-	-	-	-	1.904	-	0.957	11.761	18.247	3.350	-	-	36.219	-	-	-	-	-	36.219
Classified as asset held for sale[3]	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	136.928	136.928
As at 31 March 2024	**11.000**	**243.955**	**363.850**	**1374.369**	**172.147**	**2080.924**	**104.547**	**336.828**	**138.741**	**28.646**	**123.232**	**258.356**	**57.964**	**5294.558**	**93.753**	**152.096**	**-**	**245.849**	**-**	**5540.407**
Accumulated depreciation and amortisation																				
As at 1 April 2023	**1.249**	**203.970**	**-**	**449.558**	**28.499**	**1318.979**	**0.111**	**292.277**	**63.078**	**34.644**	**8.712**	**217.699**	**0.156**	**2618.932**	**93.386**	**102.521**	**-**	**195.907**	**-**	**2814.839**
Charge for the year	0.123	21.487	-	48.280	59.887	105.679	11.306	14.209	43.264	3.364	23.882	6.337	11.422	349.240	0.367	10.638	-	11.005	-	360.245
Depreciation on deletions	-	-	-	-	-	1.904	-	0.957	11.761	16.459	1.271	-	-	32.353	-	-	-	-	-	32.353
As at 31 March 2024	**1.372**	**225.457**	**-**	**497.838**	**88.386**	**1422.754**	**11.417**	**305.529**	**94.581**	**21.549**	**31.321**	**224.036**	**11.578**	**2935.819**	**93.753**	**113.159**	**-**	**206.912**	**-**	**3142.731**
Net carrying value																				
As at 31 March 2024	**9.628**	**18.498**	**363.850**	**876.531**	**83.761**	**658.170**	**93.130**	**31.298**	**44.159**	**7.097**	**91.911**	**34.320**	**46.386**	**2358.739**	**-**	**38.937**	**-**	**38.937**	**-**	**2397.676**
As at 31 March 2023	**9.751**	**39.985**	**363.850**	**856.056**	**101.054**	**521.321**	**39.712**	**28.121**	**68.561**	**11.630**	**47.947**	**29.250**	**56.944**	**2174.182**	**0.367**	**38.037**	**-**	**38.404**	**136.928**	**2349.514**

Note :

1. The land has been taken on a long term lease i.e. for 99 years.
2. Refer Note 27 for capital commitments for the acquisition of property plant and equipment.
3. During the previous year, the management had confirmed its intention to sell the land located at Nasrapur, Pune. Accordingly, the said investment property was classified as an asset held for sale and was measured at the lower of its carrying amount and fair value less costs to sell.
4. The title deeds of immovable properties are held in the name of the Company

Notes to the Standalone Financial Statements for the year ended 31 March 2025

(All amounts are in Indian rupees million unless otherwise stated)

3 Property, plant and equipment, intangible assets, investment property, capital work-in-progress and intangible asset under development (Contd...)

Details of capital work-in-progress and intangible assets under development

Particulars	31 March 2025		31 March 2024	
	Capital work-in-progress	Intangible assets under development	Capital work-in-progress	Intangible assets under development
Balance at start of the year	22.222	401.546	65.956	0.763
Add : Additions during the year	162.312	171.232	218.404	400.783
Less : Capitalised/expense out during the year	50.394	568.177	262.138	-
Balance at the end of the year	**134.140**	**4.601**	**22.222**	**401.546**

i. Capital work-in-progress are assets not ready for use. Capital work-in-progress (CWIP) mainly comprises of :

a. Building under construction ₹ 17.746 (31 March 2024 : 14.371)

b. Computer & office equipment ₹ 3.671 (31 March 2024 : ₹ NIL)

c. Plant & Machinery not ready to use ₹ 111.221 (31 March 2024 : ₹ 2.300)

d. Furniture & Fixture under construction ₹ 1.502 (31 March 2024 : 5.551)

ii. Intangible asset under development are assets not ready for use. Intangible asset under development comprises of :

a. 100 TPD Lactic Acid pilot plant for new technology under development at Jejuri location of ₹ NIL (31 March 2024 : 398.496). (Refer Note 2.7 for internally generated intangible assets)

b. software under development of ₹ 4.601 (31 March 2024 : 3.050)

Refer Note 38C for ageing

4 Investments

	31 March 2025	31 March 2024
Non-current investments		
(i) Investments in subsidiaries (valued at cost)		
Unquoted equity investments		
Praj Engineering & Infra Limited	5.359	5.359
308,810 (31 March 2024 : 308,810) equity shares of ₹ 10 each fully paid		
Praj Far East Co., Limited, Thailand	6.125	6.125
19,598 (31 March 2024 : 19,598) equity shares of Thai Baht 100 each fully paid and 78,400 (31 March 2024 : 78,400) equity shares of Thai Baht 100 each partly paid		
Praj Americas Inc.	9.281	9.281
40,000 (31 March 2024 : 40,000) equity shares of US Dollar 5 each fully paid		
Praj HiPurity Systems Limited	1536.743	1536.743
5,000,000 (31 March 2024 : 5,000,000) equity shares of ₹ 10 each fully paid		
Praj Far East Philippines Ltd Inc.	11.167	11.167
8,313,281 equity shares of 1PHP each (31 March 2024 : 8,313,281)		
Praj GenX Limited		
250,000 (31 March 2024 : 250,000) equity shares of ₹ 2 each fully paid	0.500	0.500
Praj Projects (Tanzania) Limited		
200 (31 March 2024 : NIL) equity shares of 100,000 each fully paid	0.719	-
Total	**1569.894**	**1569.175**

Notes to the Standalone Financial Statements for the year ended 31 March 2025

(All amounts are in Indian rupees million unless otherwise stated)

4 Investments (Contd.)

		31 March 2025	31 March 2024
(ii)	**Investments at amortised cost**		
	Quoted investments in non-convertible debentures / bonds :		
	10 Bonds issued by HDFC Bank Limited Unsecured Non-Convertible Bonds Basel III Tier 2, Coupon 7.84% (31 March 2024 : 10 bonds)	100.084	102.267
	NIL Bonds issued by HDB Financial Services Limited Unsecured Non-Convertible Bonds Coupon 7.99% (31 March 2024 : 2,500 bonds)	-	250.000
	NIL Bonds issued by HDB Financial Services Limited Unsecured Non-Convertible Bonds Coupon 6% (31 March 2024 : 100)	-	98.425
	Total	**100.084**	**450.692**
(iii)	**Investments at fair value through other comprehensive income (FVOCI)**		
	Quoted investments in non-convertible debentures / bonds :		
	250 Bonds issued by SBI Bank Unsecured Non-Convertible Perpetual Bonds Series IV, Coupon 7.73% (31 March 2024 : 250 bonds)	248.925	247.292
	50 Bonds issued by State Bank of India Unsecured Non-Convertible Perpetual Bonds Series II, Coupon 7.73% (31 March 2024 : 50 bonds)	49.785	49.458
	90 Bonds issued by State Bank of India Unsecured Non-Convertible Perpetual Bonds Series I, Coupon 7.74% (31 March 2024 : 90 bonds)	89.577	89.140
	30 Bonds issued by State Bank of India Unsecured Non-Convertible Perpetual Bonds Series I, Coupon 7.74% (31 March 2024 : 30 bonds)	29.859	29.715
	50 Bonds issued by State Bank of India Unsecured Non-Convertible Perpetual Bonds Series I, Coupon 7.74% (31 March 2024 : 50 bonds)	49.765	49.522
	3 Bonds issued by State Bank of India Unsecured Non-Convertible Perpetual Bonds (31 March 2024 : 3 bonds)	29.799	29.573
	Total	**497.710**	**494.700**
Total non-current		**2167.688**	**2514.567**
Current investments			
(i)	**Investments at fair value through profit and loss (FVTPL)**		
	Quoted mutual funds		
	HDFC MONEY MARKET FUND - DIRECT PLAN - 9087.17 Units (31 March 2024 : NIL Units)	51.922	-
	IDFC FLOATING RATE FUND DIRECT PLAN-GROWTH - NIL Units (31 March 2024 : 9,999,500.025 Units)	-	117.984
	UTI FLOATER FUND-DIRECT GROWTH PLAN - 81,739.196 Units (31 March 2024 : 81,739.196 Units)	125.314	116.511
	ADITYA BIRLA SUN LIFE FLOATING RATE FUND-GROWTH-DIRECT PLAN- NIL Units (31 March 2024 : 710,730.268 Units)	-	226.966
	ICICI PRUDENTIAL SAVING FUND - GROWTH - NIL Units (31 March 2024 : 116,649.927 Units)	-	57.569
	HSBC ULTRA SHORT DURATION FUND DIRECT GROWTH - NIL Units (31 March 2024 : 4,393.345 Units)	-	5.494
	UTI ARBITRAGE FUND -DIRECT GROWTH PLAN - NIL Units (31 March 2024 : 1,707,133.447 Units)	-	57.924
	SBI ARBITRAGE OPPORTUNITIES FUND - DIRECT PLAN -GROWTH - NIL Units (31 March 2024 : 1,559,108.773 Units)	-	51.036
	NIPPON INDIA ARBITRAGE FUND -DIRECT GROWTH PLAN - NIL Units (31 March 2024 : 1,921,089.240 Units)	-	50.210

Notes to the Standalone Financial Statements for the year ended 31 March 2025

(All amounts are in Indian rupees million unless otherwise stated)

4 Investments (Contd.)

	31 March 2025	31 March 2024
KOTAK MONEY MARKET FUND-DIRECT PLAN-GROWTH - 23,365.87 Units (31 March 2024 : NIL Units)	103.871	-
AXIS MONEY MARKET FUND DIRECT GROWTH PLAN - 127,677.2 Units (31 March 2024 : NIL Units)	180.786	-
NIPPON MONEY MARKET FUND-DIRECT GROWTH - NIL Units (31 March 2024 : 13,091.087 Units)	-	50.025
FRANKLIN INDIA SAVING FUND RETAIL OPTION-DIRECT PLAN-GROWTH - NIL Units (31 March 2024 : 6,700,425.676 Units)	-	315.618
FRANKLIN INDIA SAVING FUND SUPER INSTITUTIONAL PLAN-DIRECT PLAN-GROWTH - NIL Units (31 March 2024 : 31,266.548 Units)	-	113.400
HDFC ULTRA SHORT TERM FUND-DIRECT GROWTH - NIL Units (31 March 2024 : 3,558,591.590 Units)	-	50.136
ICICI PRUDENTIAL MONEY MARKET FUND - GROWTH - NIL Units (31 March 2024 : 155,690.751 Units)	-	53.792
HSBC ULTRA SHORT DURATION FUND DIRECT GROWTH - NIL Units (31 March 2024 : 45,036.922 Units)	-	56.322
INVESCO INDIA ARBITRAGE FUND-DIRECT PLAN - NIL Units (31 March 2024 : 6,596,354.934 Units)	-	206.935
NIPPON INDIA ULTRA SHORT DURATION FUND-DIRECT GROWTH PLAN - NIL Units (31 March 2024 : 12,435.826 Units)	-	50.143
HSBC ULTRA SHORT DURATION FUND -DIRECT GROWTH - NIL Units (31 March 2024 : 44,996.263 Units)	-	56.271
NIPPON INDIA FLOATING RATE FUND-GROWTH PLAN OPTION - 2,667,301.523 Units (31 March 2024 : 2,667,301.523 Units)	117.710	108.688
SBI FLOATING RATE DEBT FUND DIRECT PLAN GROWTH - NIL Units (31 March 2024 : 9,015,706.168 Units)	-	109.442
HDFC FLOATING RATE DEBT FUND REGULAR PLAN GROWTH - NIL Units (March 2024 : 4,786,864.830 Units)	-	215.810
INVESCO INDIA MONEY MARKET FUND-DIRECT PLAN GROWTH - NIL Units (March 2024 : 56,471.741 Units)	-	162.074
ADITYA BIRLA SUN LIFE ARBITRAGE FUND-GROWTH-DIRECT PLAN - NIL Units (March 2024 : 3,897,613.536 Units)	-	101.459
DSP ARBITRAGE FUND-DIRECT GROWTH - NIL Units (31 March 2024 : 3,608,885.529 Units)	-	51.448
DSP LIQUIDITY FUND-DIRECT PLAN-GROWTH - NIL Units (31 March 2024 : 14,605.219 Units)	-	50.408
HDFC MONEY MARKET FUND-DIRECT PLAN-GROWTH - NIL Units (31 March 2024 : 30,110.680 Units)	-	159.588
HDFC ARBITRAGE FUND-WHOLSALE PLAN-GROWTH-DIRECT PLAN - NIL Units (31 March 2024 : 5,596,009.332 Units)	-	102.776
ICICI PRUDENTIAL EQUITY ARBITRAGE FUND DIRECT PLAN-GROWTH - NIL Units (31 March 2024 : 1,533,816.206 Units)	-	51.359
INVESCO INDIA ARBITRAGE FUND REGULAR GROWTH - NIL Units (31 March 2024 : 1,723,136.683 Units)	-	50.407
KOTAK EQUITY ARBITRAGE FUND-GROWTH (REGULAR PLAN) - NIL Units (31 March 2024 : 2,939,844.835 Units)	-	100.850

(All amounts are in Indian rupees million unless otherwise stated)

4 Investments (Contd.)

	31 March 2025	31 March 2024
KOTAK FLEXI DEBT REGULAR PLAN - NIL Units (31 March 2024 : 2,759,183.027 Units)	-	100.396
NIPPON INDIA LIQUID FUND DIRECT PLAN -GROWTH PLAN - NIL Units (31 March 2024 : 58.303 Units)	-	0.345
AXIS ARBITRAGE FUND-REGULAR GROWTH - NIL Units (31 March 2024 : 2,914,252.580 Units)	-	50.003
BANDHAN ARBITRAGE FUND-GROWTH-(REGULAR PLAN) (ERSTWHILE IDFC ARBITRAGE FUND GROWTH-REGULAR PLAN) - NIL Units (31 March 2024 : 1,679,442.267 Units)	-	50.001
HSBC ARBITRAGE FUND-DIRECT GROWTH (FORMERLY KNOWN AS L&T ARBITRAGE OPPORTUNITIES FUND-DIRECT GROWTH) - NIL Units (31 March 2024 : 5,548,126.873 Units)	-	102.842
MIRAE ASSETS ARBITRAGE FUND-REGULAR PLAN GROWTH - NIL Units (31 March 2024 : 4,209,252.409 Units)	-	50.410
MIRAE ASSETS ARBITRAGE FUND-DIRECT GROWTH - NIL Units (31 March 2024 : 8,146,599.194 Units)	-	100.219
ADITYA BIRLA SUN LIFE LIQUID FUND-GROWTH-DIRECT PLAN - 120,155.075 Units (31 March 2024 : NIL Units)	50.303	-
ADITYA BIRLA SUN LIFE MONEY MANAGER FUND - DIRECT PLAN - 81,635.08 Units (31 March 2024 : NIL Units)	29.998	-
DSP LOW DURATION FUND - DIRECT PLAN - 10,360,369.746 Units (31 March 2024 : NIL Units)	207.885	-
DSP LIQUIDITY FUND- DIRECT PLAN - 13,566.585 Units (31 March 2024 : NIL Units)	50.309	-
DSP SAVING FUND-DIRECT PLAN - 375,805.204 Units (31 March 2024 : NIL Units)	20.010	-
BAJAJ FINSERV LIQUID FUND - DIRECT PLAN - GROWTH - 89426.96 Units (31 March 2024 : NIL Units)	101.236	-
BAJAJ FINSERV MONEY MARKET FUND - DIRECT PLAN - 26374.742 Units (31 March 2024 : NIL Units)	30.016	-
HDFC LIQUID FUND - DIRECT PLAN - GROWTH - 9878.266 Units (31 March 2024 : NIL Units)	50.305	-
MIRAE ASSET MONEY MARKET FUND - DIRECT PLAN - GROWTH - 82957.985 Units (31 March 2024 : NIL Units)	103.914	-
MIRAE ASSET LIQUID FUND - DIRECT PLAN - GROWTH - 36956.691 Units (31 March 2024 : NIL Units)	101.243	-
ICICI PRUDENTIAL EQUITY ARBITRAGE FUND - DIRECT PLAN - GROWTH - 1,449,450.779 Units (31 March 2024 : NIL Units)	52.389	-
ICICI PRUDENTIAL MONEY MARKET FUND- DIRECT PLAN-GROWTH - 275,862.051 Units (31 March 2024 : NIL Units)	103.853	-
ICICI PRUDENTIAL LIQUID FUND- DIRECT PLAN-GROWTH - 131,031.382 Units (31 March 2024 : NIL Units)	50.274	-
INVESCO INDIA LOW DURATION FUND- DIRECT PLAN-GROWTH - 40,438.606 Units (31 March 2024 : NIL Units)	156.088	-
INVESCO INDIA MONEY MARKET FUND- DIRECT PLAN-GROWTH - 6,474.501 Units (31 March 2024 : NIL Units)	20.010	-

Notes to the Standalone Financial Statements for the year ended 31 March 2025

(All amounts are in Indian rupees million unless otherwise stated)

4 Investments (Contd.)

		31 March 2025	31 March 2024
	KOTAK LIQUID FUND - DIRECT PLAN-GROWTH - 9602.78 Units (31 March 2024 : NIL Units)	50.313	-
	NIPPON INDIA LIQUID FUND - DIRECT PLAN-GROWTH - 15,952.854 Units (31 March 2024 : NIL Units)	101.251	-
	HSBC LIQUID FUND - DIRECT PLAN-GROWTH - 19,464.61 Units (31 March 2024 : NIL Units)	50.303	-
	FRANKLIN INDIA LIQUID FUND- DIRECT PLAN-GROWTH - 39,059.003 Units (31 March 2024 : NIL Units)	152.201	-
	FRANKLIN INDIA MONEY MARKET FUND- DIRECT PLAN-GROWTH - 9,84,193.071 Units (31 March 2024 : NIL Units)	50.025	-
	UTI LOW DURATION FUND - DIRECT PLAN-GROWTH - 29,438.498 Units (31 March 2024 : NIL Units)	103.911	-
	AXIS TREASURY ADVANTAGE FUND - DIRECT PLAN-GROWTH - 65,697.592 Units (31 March 2024 : NIL Units)	208.604	-
	BANDHAN LIQUID FUND - DIRECT PLAN-GROWTH - 16,058.404 Units (31 March 2024 : NIL Units)	50.303	-
	BANDHAN LOW DURATION FUND- DIRECT PLAN-GROWTH - 4,037,576.365 Units (31 March 2024 : NIL Units)	156.311	-
	BANDHAN ULTRA SHORT TERM FUND- DIRECT PLAN-GROWTH - 1,985,643.087 Units (31 March 2024 : NIL Units)	30.015	-
	BARODA BNP PARIBAS MONEY MARKET FUND- DIRECT PLAN-GROWTH - 77,741.057 Units (31 March 2024 : NIL Units)	106.641	-
	BARODA BNP PARIBAS ULTRA SHORT DURATION FUND- DIRECT PLAN-GROWTH - 13,053.519 Units (31 March 2024 : NIL Units)	20.010	-
	BARODA BNP PARIBAS LIQUID FUND-DIRECT GROWTH- DIRECT PLAN-GROWTH - 16,822.004 Units (31 March 2024 : NIL Units)	50.309	-
	PARAG PARIKH LIQUID FUND REGULAR PLAN - GROWTH - 21,064.784 Units (31 March 2024 : NIL Units)	30.038	-
	Total	**2867.671**	**3354.862**
(ii)	**Investments at amortised cost**		
	Quoted investments in non-convertible debentures / bonds :		
	Nil bonds issued by GOI Unsecured Non-Convertible Pepetual Bonds GOI Loan 2023 Coupon 7.16% (31 March 2024 : 2,500,000 bonds)	-	246.471
	2,500 Bonds issued by HDB Financial Services Limited Unsecured Non-Convertible Bonds Coupon 7.99% (31 March 2024 : NIL)	250.000	-
	100 Bonds issued by HDB Financial Services Limited Unsecured Non-Convertible Bonds Coupon 6% (31 March 2024 : NIL)	96.570	-
		346.570	**246.471**
	Unquoted investments :		
	Deposit with Bajaj Finance Limited	250.000	250.000
Total current		**3464.241**	**3851.333**
Total Investments		**5631.929**	**6365.900**
Aggregate book value of quoted investments		3812.035	4546.725
Aggregate market value of quoted investments		3817.121	4538.941
Aggregate book value of unquoted investments		1819.894	1819.175

Notes to the Standalone Financial Statements for the year ended 31 March 2025

(All amounts are in Indian rupees million unless otherwise stated)

		31 March 2025	31 March 2024
5	**Other financial assets**		
	Non-current		
	(Unsecured, considered good)		
	Security deposits	134.217	111.285
	Interest accrued on loan to wholly owned subsidiaries	110.921	-
	Deposits with banks with maturity of more than 12 months	-	150.107
	Unearned Guarantee comission	8.650	-
		253.788	**261.392**
	Current		
	(Unsecured, considered good)		
	Foreign exchange forward contracts	8.721	20.417
	Interest accrued on fixed deposits and bonds	56.787	57.960
	Security deposits	15.798	0.180
	Interest accrued on loan to related party	3.483	-
	Unearned Guantee comission	10.233	-
	Other Receivable*	58.214	91.828
		153.236	**170.385**
	* mainly includes insurance claim, earnest money deposit, receivable from subsidiaries (refer note 30), and turnover discount receivable		
	Total other financial assets	**407.024**	**431.777**
6	**Other assets**		
	Non-current		
	Capital advances	0.234	-
	Prepaid expenses	28.106	1.002
	Others	-	2.331
		28.340	**3.333**
	Current		
	Contract Assets		
	- Contracts in progress (Refer Note 28)	6064.968	3896.651
	- Retention money		
	Unsecured, considered good	2001.129	1838.818
	Less : Allowance for expected credit loss	13.199	28.534
		1987.930	**1810.284**
	Advances to suppliers**		
	Unsecured, considered good	478.642	277.118
	Unsecured, considered doubtful	23.359	-
		502.001	**277.118**
	Less : Provision for doubtful Advances	23.359	-
		478.642	**277.118**
	Balances with Indirect tax authorities	389.860	417.532
	Prepaid expenses	220.275	210.236
	Other advances	41.700	93.889
		9183.375	**6705.710**
	**Includes advance to suppliers paid to subsidiaries of ₹ 3.430 (31 March 2024 : NIL)		
	Total Other assets	**9211.715**	**6709.043**

Notes to the Standalone Financial Statements for the year ended 31 March 2025

(All amounts are in Indian rupees million unless otherwise stated)

		31 March 2025	31 March 2024
7	**Inventories** (valued at lower of cost and net realisable value)		
	Raw materials (Includes Goods in transit of ₹ NIL (31 March 2024 : 20.285))	2032.623	1532.126
	Work in progress	147.953	163.891
	Finished goods	25.447	8.803
		2206.023	**1704.820**
	Note : Write-down of inventories to net realizable value amounted to ₹ 15.770 (31 March 2024 : ₹ 24.548). These were recognized as an expense during the year and included in 'Cost of materials consumed'.		
8	**Trade Receivables**		
	Current		
	- From related parties (Unsecured, considered good)	13.448	9.849
	- From others (Unsecured, considered good)	5099.758	5514.980
		5113.206	**5524.829**
	Less : Allowance for expected credit loss	813.885	576.829
		4299.321	**4948.000**
	i. Refer Note 38A for ageing schedule		
	ii. No trade receivables are due from directors or other officers of the Company either severally or jointly with any other person. Nor any trade receivables are due from firms or private companies respectively in which any director is a partner, a director or a member. Trade receivables are non-interest bearing and generally on credit terms of 3 to 6 months		
	iii. Current and previous years balance of Retention has been disclosed under Other current asset as "Contract Assets". For details, refer note 6.		
9	**Cash and cash equivalents**		
	Balances with banks		
	On current accounts	494.510	799.830
	Deposits with original maturity of less than 3 months	154.946	270.647
	Cash on hand	1.516	1.125
		650.972	**1071.602**
10	**Other bank balances**		
	Unclaimed dividend account	11.844	11.159
	Deposits with original maturity for more than 3 months but less than 12 months	461.537	291.741
	Deposits with maturity for more than 12 months	-	150.107
	Less : amounts disclosed under other non-current assets (Refer note 5)	-	(150.107)
	Note : Includes deposits under lien ₹ 311.537 (31 March 2024 : ₹ 291.741)		
		473.381	**302.900**

Notes to the Standalone Financial Statements for the year ended 31 March 2025

(All amounts are in Indian rupees million unless otherwise stated)

		31 March 2025	31 March 2024
11	**Loans**		
	Non Current		
	Loans Receivables considered good - Unsecured		
	Loan to wholly owned subsidiary (Refer note 30)	1567.500	-
	Note :		
	Inter Corporate Loan to its Indian wholly owned subsidiary company which carries interest of 5-year Government Bond Yield + 3.5%. Tenure of the loan is 5 years. (31 March 2024 : Repayable within 1 year; Interest at MCLR+2%)		
		1567.500	**-**
	Current		
	Loans Receivables considered good - Unsecured		
	Loan to wholly owned subsidiary (Refer note 30)	220.691	798.500
	Note :		
	Inter Corporate Loan to its wholly owned foreign subsidiary company which carries interest rate at 13.40% i.e. negotiated lending interest rate as published by Bank of Tanzania, receivable within 1 year (31 March 2024 : Inter Corporate Loan to its Indian subsidiary company at Interest rate of MCLR+2%)		
		220.691	**798.500**
	Total Loans	**1788.191**	**798.500**
12	**Equity Share Capital**		
	Authorised shares		
	450,000,000 (31 March 2024 : 450,000,000) equity shares of ₹ 2 each	900.000	900.000
	Issued, subscribed and fully paid-up shares		
	183,813,088 (31 March 2024 : 183,813,088) equity shares of ₹ 2 each	367.626	367.626
	Total	**367.626**	**367.626**

a. Reconciliation of the shares outstanding at the beginning and at the end of the reporting period :

	31 March 2025		31 March 2024	
	No.	Amount	No.	Amount
At the beginning of the period	183,813,088	367.626	183,713,088	367.426
Add : Allotted during the period pursuant to exercise of employees stock options (Refer note 33)	-	-	100,000	0.200
Outstanding at the end of the period	**183,813,088**	**367.626**	**183,813,088**	**367.626**

b. Terms/ Rights attached to equity shares :

The Company has only one class of equity shares having a par value of ₹ 2 per share. Each holder of the equity shares is entitled to one vote per share. The Company declares and pays dividend in Indian rupees. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting.

The Board of Directors proposed a final dividend of ₹ 6 per equity share for the financial year ended 31 March 2025 (31 March 2024 : ₹ 6 per equity share). The proposal is subject to the approval of shareholders at the Annual General Meeting to be held and if approved, will be recognised as distributions to equity shareholders during the year ended 31 March 2026. This event is considered as non-adjusting event.

In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the company after distributing all preferential amounts.

Notes to the Standalone Financial Statements for the year ended 31 March 2025

(All amounts are in Indian rupees million unless otherwise stated)

c. Shares held by holding/ultimate holding company and/or their subsidiaries/associates :

The company does not have any holding or ultimate holding company.

d. Details of shareholders holding more than 5% shares in the company :

	31 March 2025		31 March 2024	
	No.	% of holding	No.	% of holding
Equity shares of ₹ 2 each fully paid				
Dr. Pramod Chaudhari (Promoter)	38,700,000	21.05%	38,700,000	21.05%
Parimal Chaudhari (Promoter)	14,400,000	7.83%	14,400,000	7.83%
Canara Robeco Mutual Fund - Canara Robeco Emerging Equities Fund	9,820,505	5.34%	-	-

e. Details of shareholders holding of Promoters :

	31 March 2025		31 March 2024	
	No.	% of holding	No.	% of holding
Equity shares of ₹ 2 each fully paid				
Dr. Pramod Chaudhari	38,700,000	21.05%	38,700,000	21.05%
Parimal Chaudhari	14,400,000	7.83%	14,400,000	7.83%
Moriyaset Trust	7,200,000	3.92%	7,200,000	3.92%

f. Shares reserved for issue under options :

For shares reserved for issue under the Employee Stock Option Plan (ESOP) please refer note 33.

g. Aggregate number of bonus shares issued, shares issued for consideration other than cash and shares bought back during the period of five years immediately preceding the reporting date :

	31 March 2025	31 March 2024
Number of bonus shares issued, shares issued for consideration other than cash and shares bought back	-	-

Notes to the Standalone Financial Statements for the year ended 31 March 2025

(All amounts are in Indian rupees million unless otherwise stated)

	31 March 2025	31 March 2024
13 Other Equity		
Capital Reserve	0.033	0.033
Amalgamation Reserve	3.063	3.063
Capital Redemption Reserve*	14.627	14.627
Securities Premium		
Balance as at the beginning of the year	1075.518	1040.147
Add : Employee stock options exercised	-	8.800
Add : Transfer from Share option outstanding account on exercise of options	-	26.571
Balance at the end of the year	**1075.518**	**1075.518**
Share option outstanding account**		
Balance as at the beginning of the year	-	26.571
Add : Employee stock option expense	8.392	0.000
Less : Transfer to Securities Premium on exercise of options	-	26.571
Balance at the end of the year	**8.392**	**-**
Special Economic Zone Re-investment Reserve***		
Balance as at the beginning of the year	-	163.000
Less : Transfer to Surplus in the Statement of Profit and Loss on completion of required period	-	163.000
Balance at the end of the year	**-**	**-**
General Reserve		
Balance as at the beginning of the year	956.511	956.511
Add : Amounts transferred from surplus balance in statement of profit and loss	-	-
Balance at the end of the year	**956.511**	**956.511**
Debt instruments through Other Comprehensive Income		
Balance as at the beginning of the year	(3.751)	(3.937)
Add : Fair value movement	2.253	0.186
Balance at the end of the year	**(1.498)**	**(3.751)**
Retained Earnings		
Balance as at the beginning of the year	10197.301	8094.412
Profit as per statement of profit and loss	2644.280	2804.225
Other comprehensive income - Re-measurement of defined benefit plans	(23.926)	(36.414)
Add : Transfer from Special Economic Zone Re-investment Reserve on completion of required period	-	163.000
Less : Appropriations		
Final equity dividend	1102.879	827.924
Net Surplus in Statement of profit and loss	**11714.776**	10197.301
Total Other Equity	**13771.422**	**12243.302**

*Capital Redemption Reserve - The reserve is created on account of buy-back of equity shares by the Company in earlier years

** Share option outstanding account - The reserve is created on account of Employee stock options

***Special Economic Zone Re-investment Reserve - The reserve is created as per the provisions of Income Tax Act, 1961

Notes to the Standalone Financial Statements for the year ended 31 March 2025

(All amounts are in Indian rupees million unless otherwise stated)

	31 March 2025	31 March 2024
14 Provisions		
Non-current		
Provision for employee benefits		
Compensated absences (Refer Note 32c)	139.149	132.728
Gratuity (Refer Note 32b)	31.522	28.258
	170.671	**160.986**
Current		
Provision for employee benefits		
Compensated absences (Refer Note 32c)	69.686	78.423
Gratuity (Refer Note 32b)	-	60.000
Provision for anticipated losses on revenue contracts (Refer below table for details)	119.984	405.296
	189.670	**543.719**
Total provisions	**360.341**	**704.704**
Movement in Provision for anticipated losses on revenue contracts		
Balance of provision as at the start of the year	405.296	285.977
Add : Additional Provision during the year	0.182	186.399
Less : Provision used/ reversed during the year	285.494	67.080
Balance of provision as at the end of the year	**119.984**	**405.296**
15 Trade payables		
Current		
- **To related parties (a)**	35.798	26.632
- **To others**		
Total outstanding dues of micro enterprises and small enterprises (Refer note iii below)	653.698	711.504
Total outstanding dues of creditors other than micro enterprises and small enterprises (MSMED)	3046.281	3158.161
To others (b)	**3699.979**	**3869.665**
Total Trade payables (a+b)	**3735.777**	**3896.297**

Notes :

i. Refer Note 38B for ageing schedule

ii. Trade payables are non-interest bearing and are normally settled on 30-90 days terms

iii. The Company has amounts due to suppliers under The Micro, Small and Medium Enterprises Development Act, 2006, [MSMED Act] as at March 31, 2025. The disclosure pursuant to the said Act is as under :

Particulars	31 March 2025	31 March 2024
Total outstanding amount in respect of micro and small enterprises	653.698	711.504
Principal amount due and remaining unpaid	-	-
Interest due on above and unpaid interest	-	-
Interest paid	-	-
Payment made beyond appointment day	169.669	0.202
Interest due and payable for the period of delay	2.110	0.002
Interest accrued and remaining unpaid (excluding interest accrued for earlier years)	2.110	0.002
Amount of further interest remaining due and payable in succeeding years	2.120	0.010

The identification of suppliers as micro, small and medium enterprise as defined under the Micro, Small and Medium Enterprises Development Act 2006, was done on the basis of information to the extent provided by the suppliers of company.

Notes to the Standalone Financial Statements for the year ended 31 March 2025

(All amounts are in Indian rupees million unless otherwise stated)

			31 March 2025	31 March 2024
16	**Other financial liabilities**			
	Non-current			
	Financial guarantee contracts **		14.296	-
			14.296	**-**
	Current			
	Unclaimed dividends		11.841	11.155
	Financial guarantee contracts **		7.111	-
	Employee benefits payable		349.640	539.861
	Payable for capital goods			
	- To Micro enterprises and small enterprises		0.863	-
	- To others		14.220	-
	Other payables		10.097	11.054
			393.772	**562.070**
	** Financial guarnatee contracts are issued to wholly owned Indian subsidiary			
	Total Other financial liabilities		**408.068**	**562.070**
17	**Other liabilities**			
	Current			
	Advances received from customers		7702.596	5274.545
	Dues to customers relating to contracts in progress (Refer Note 28)		833.219	1472.940
	Statutory dues payable		70.116	248.227
			8605.931	**6995.712**
18	**Revenue from operations (Refer note 28)**			
	Revenue from Products and Projects		22921.369	27910.842
	Add : Closing Contracts in progress		5231.749	2423.711
	Less : Opening Contracts in progress		2423.711	1657.238
		(a)	**25729.407**	**28677.315**
	Sale of services	**(b)**	**1335.503**	**738.148**
	Other Operating Revenue			
	Scrap Sales		280.942	317.579
	Sale of Export Licenses		28.074	33.054
	Other Operating Revenue		72.710	129.547
		(c)	**381.726**	**480.180**
	Total Revenue from operations (a+b+c)		**27446.636**	**29895.643**

Notes to the Standalone Financial Statements for the year ended 31 March 2025

(All amounts are in Indian rupees million unless otherwise stated)

		31 March 2025	31 March 2024
19	**Other income**		
	Dividend from Subsidiary	-	250.000
	Gain on redemption of investments (net) (FVTPL)	185.178	116.120
	Fair Valuation Gain/(Loss) on Investment In Mutual Fund (FVTPL)	92.600	148.502
	Interest		
	- on fixed deposits with banks and NBFCs	58.346	28.627
	- others (includes interest on loan provided to wholly owned subsidiaries)	212.854	126.655
	Interest on account of unwinding of security deposits and guarantee income	21.537	8.376
	Profit / (loss) on sale of property,plant and equipment (net)	0.845	2.071
	Excess provision / creditors written back (including advances)	26.323	1.857
	Other non-operating income	11.720	2.429
		609.403	**684.637**
20	**Cost of materials consumed**		
	Raw material consumed	14545.889	17294.886
		14545.889	**17294.886**
21	**(Increase) / Decrease in inventories of Finished Goods and Work in Progress**		
	Inventories at the end of the year		
	Work in progress	147.953	163.891
	Finished goods	25.447	8.803
		173.400	**172.694**
	Inventories at the beginning of the year		
	Work in progress	163.891	715.517
	Finished goods	8.803	23.757
		172.694	**739.274**
	(Increase) / Decrease in inventories	**(0.706)**	**566.580**
22	**Employee Benefit Expenses**		
	Salaries, wages and bonus	2577.807	2475.209
	Contributions to provident and other funds (Refer note 32a)	112.936	95.620
	Gratuity expense (Refer note 32b)	34.261	26.006
	Employee stock option expense	8.392	-
	Staff welfare	151.294	152.210
		2884.690	**2749.045**
23	**Finance costs**		
	Interest expense - others	4.024	0.465
	Net interest on defined benefit plan	1.851	2.403
	Interest on Lease Liability	34.414	37.436
		40.289	**40.304**

Notes to the Standalone Financial Statements for the year ended 31 March 2025

(All amounts are in Indian rupees million unless otherwise stated)

	31 March 2025	31 March 2024
24 Other Expenses		
Consumption of stores and spares	261.658	308.996
Site expenses and labour charges*	3159.625	2476.356
Freight and transport	690.749	667.962
Bad debts written off (₹ : NIL ; 31 March 2024 : ₹ 26.049) / Provision for doubtful debts and advances	216.901	192.322
Sales commission	273.116	367.905
Travel and conveyance	340.953	259.574
Professional consultancy charges	521.935	536.115
Software License fees	185.236	114.400
Insurance	135.597	161.840
Rent (Refer note 31)	60.130	25.452
Power and fuel	152.570	109.588
Advertising and exhibition expenses	50.494	39.265
Communication expenses	26.877	24.918
Testing charges	95.389	72.150
Repairs and maintenance :		
Building	45.321	19.604
Plant and Machinery	38.859	33.950
Others	46.050	32.671
Auditors' remuneration		
for audit services	4.088	4.088
for taxation services	0.690	0.690
for certification charges	0.063	0.030
out of pocket expenses	0.128	0.107
Non-Executive Directors' commission	13.500	13.500
Rates and taxes	7.663	9.978
Reimbursement of Marketing Support Expenses	83.146	74.819
Miscellaneous expenses**	621.221	530.044
	7031.959	**6076.324**

*Includes travelling expenses, Job work charges and other site related expenses

**Mainly includes R&D expenses, security expenses, & housekeeping expenses. Additionally, it includes expenses on CSR (refer note 35). Furthermore, it includes political contributions amounting to ₹ 30.000 (Previous Years Nil) in compliance with Section 182 of the Companies Act, 2013 made during the year.

Notes to the Standalone Financial Statements for the year ended 31 March 2025

(All amounts are in Indian rupees million unless otherwise stated)

Particulars			31 March 2025	31 March 2024
25	**Income tax**			
A	**Statement of profit and loss :**			
	Current income tax :			
	Current income tax charge		836.377	803.564
	Tax relating to earlier periods		(8.173)	(24.826)
	Deferred tax :			
	Relating to origination and reversal of temporary differences		24.359	64.530
	Income tax expense reported in the statement of profit and loss		**852.563**	**843.268**
B	**Statement of other comprehensive income :**			
	Deferred tax :			
	Remeasurements gains and losses on post employment benefits		(8.047)	(12.247)
	Debt instruments through other comprehensive income		0.758	0.063
	Income tax expense reported in the statement of other comprehensive income		**(7.289)**	**(12.184)**
C	**Reconciliation of effective tax rate**			
	Accounting profit before tax		3496.843	3647.493
	Tax using the Company's domestic tax rate 25.168% (31 March 2024 : 25.168%)		880.086	918.001
	Adjustments in respect of current income tax of previous years		(8.173)	(24.826)
	Less : Tax effect of :			
	i	Income chargeable at lower rate / capital gain	(63.272)	(1.996)
	ii	Dividend from Subsidiary eligible for deduction u/s 80M	-	(62.920)
	iii	Others including rounding off	(2.560)	-
	Add : Tax effect of			
	i	Donations ineligible under Income tax	24.397	13.409
	ii	SEZ Investment Allowance-taxable	22.086	-
	iii	Others including rounding off	-	1.600
	Total		**852.563**	**843.268**
	Income tax expense reported in the statement of profit and loss		**852.563**	**843.268**

D Deferred tax

Deferred tax relates to the following :	Balance sheet		Statement of profit and loss/ other comprehensive income & other equity	
	31 March 2025	31 March 2024	31 March 2025	31 March 2024
Deferred tax asset				
Provision for doubtful debts and advances	215.982	154.300	(61.682)	(42.186)
Provision for Anticipated Losses	30.197	102.005	71.807	(30.031)
Gratuity	27.732	22.213	(5.520)	(8.614)
Compensated absences	53.971	53.142	(0.829)	(9.341)
Other disallowances under Income Tax	13.431	17.587	4.158	(3.986)
Lease Liability	107.208	101.441	(5.766)	(2.889)
Deposits	0.261	1.162	0.901	1.193
Total	**448.782**	**451.850**	**3.069**	**(95.854)**
Deferred tax liability				
Property, plant & equipment and intangible assets	(461.569)	(413.457)	48.112	139.949
Conditional exemptions claimed under Income tax / others	(17.315)	(51.425)	(34.111)	8.251
Total	**(478.884)**	**(464.882)**	**14.001**	**148.200**
Net deferred tax asset / (liability)	**(30.102)**	**(13.032)**		

Notes to the Standalone Financial Statements for the year ended 31 March 2025

(All amounts are in Indian rupees million unless otherwise stated)

Deferred tax relates to the following :	Balance sheet		Statement of profit and loss/ other comprehensive income & other equity	
	31 March 2025	31 March 2024	31 March 2025	31 March 2024
Deferred tax expense/(income)			**17.070**	**52.346**
- Recognised in the statement of profit and loss			24.359	64.530
- Recognised in the statement of other comprehensive income			(7.289)	(12.184)
- Recognised in retained earnings			-	-

E Movement in Current tax

Particulars	31 March 2025	31 March 2024
Current tax (asset)/ liability as at beginning of year (Net)	105.114	242.402
Add : Additional provision during the year - Statement of Profit and loss account	828.204	778.738
Less : Current tax paid during the year (Net of refund received for previous year and adjustment for TDS receivable for previous years)	(896.850)	(916.025)
Current tax (asset)/ liability as at end of year (Net)	**36.468**	**105.114**

26 Earnings per share

Particulars	31 March 2025	31 March 2024
Reconciliation of basic and diluted shares used in computing earnings per share		
Weighted average number of basic equity shares	183,813,088	183,744,509
Add : effect of dilutive potential equity shares :		
- Employee stock options*	-	-
Weighted average number of diluted equity shares	183,813,088	183,744,509
Computation of basic and diluted earnings per share		
Net profit after tax attributable to equity shareholders	2,644.280	2,804.225
Basic earnings per equity share of ₹ 2 each	14.39	15.26
Diluted earnings per equity share of ₹ 2 each	14.39	15.26

* Options granted during the current year qualify as potential equity shares. However, for the purpose of calculating diluted earnings per share, they are anti-dilutive and hence there is no impact. For details on options granted, refer Note 33.

27 Capital commitments and contingent liabilities

Particulars	31 March 2025	31 March 2024
Capital commitments		
Estimated amount of contracts remaining to be executed on capital account and not provided for (net of advances)	60.899	72.912
Other commitments		
Partly paid shares-Praj Far East Co. Ltd	14.812	13.491
Contingent liabilities		
Claims against Company not acknowledged as debts (primarily relating to performance related claims filed by customers)	21.845	21.845
Disputed demands in appeal towards :		
- Income tax	37.337	37.338
- Sales Tax	2.785	2.785

Notes to the Standalone Financial Statements for the year ended 31 March 2025

(All amounts are in Indian rupees million unless otherwise stated)

28 Disclosures pursuant to Ind AS 115-Revenue from Contracts with Customers

Particulars	31 March 2025	31 March 2024
Contract revenue recognised over a period of time during the year (excluding taxes)	23816.198	27189.673
Aggregate amount of contract costs incurred and recognised profits (less recognised losses)	42520.023	53248.594
Customer advances outstanding for contracts in progress	6849.382	4572.702
Retention money due from customers for contracts in progress	1204.564	1415.689
Gross amount due from customers for contract work (presented as contracts in progress)	6064.968	3896.651
Gross amount due to customers for contract work (presented as dues to customers relating to contracts in progress)	(833.219)	(1472.940)

I) Revenue by category of contracts :

Particulars	31 March 2025	31 March 2024
Over a period of time basis	23816.198	27189.673
At a point-in-time basis	3630.439	2705.970
Total revenue from contracts with customers	**27446.636**	**29895.643**

II) Revenue by geographical market :

Particulars	31 March 2025	31 March 2024
Within India	20914.515	23691.647
Outside India	6532.121	6203.996
Total revenue from contracts with customers	**27446.636**	**29895.643**

III) Transaction price allocated to the remaining performance obligations

Particulars	31 March 2025	31 March 2024
Remaining performance obligations	25586.105	30955.099

Note : The above information is given in respect of contracts under execution as on period end date

IV) Contract balances

Particulars	31 March 2025	31 March 2024
Trade receivables	4299.321	4948.000
Contract Asset	8052.898	5706.935
Contract Liability - Unearned Revenue	833.219	1472.940
Contract Liability - Customer Advances	7702.596	5274.545

- Contract assets primarily relate to the Company's rights to consideration for work completed but not billed at the reporting date. The Contract assets are transferred to Trade receivables on completion of milestones and its related invoicing.
- The Contract liabilities relate to unearned revenue and customer advances where performance obligations are yet to be fulfilled as per the contracts. The fulfilment of the performance obligations will extinguish these liabilities and revenue will be recognised.
- The payment is due from the date of invoice and payment terms are in the range of 30 days to 120 days. The Company expects that the period between when the entity transfers a promised good or service to a customer and when the customer pays for that good or service will be less than one year. Therefore, Company does not adjust the promised amount of consideration for the effects of financing component.

Notes to the Standalone Financial Statements for the year ended 31 March 2025

(All amounts are in Indian rupees million unless otherwise stated)

29 Segment reporting

The business activities of the Company from which it earns revenue and incurs expenses; whose operating results are regularly reviewed by the chief operating decision maker to make decisions about resources to be allocated to the segment and assess its performance, and for which discrete financial information is available involve predominantly one operating segment i.e. process and project engineering.

Disclosures applicable to the entity having single reportable segment have been reported in Consolidated Financial Statements.

30 Related party transactions

a) Parties where control exists

Subsidiaries

Particulars	Principal place of business	Method used to account for the investments	Proportion of ownership interest and voting rights	
			31 March 2025	31 March 2024
Praj Engineering & Infra Limited	India	Cost	99.67%	99.67%
Praj Far East Co. Limited, Thailand	Thailand	Cost	100%	100%
Praj Americas Inc.	U. S. A.	Cost	100%	100%
Praj HiPurity Systems Limited	India	Cost	100%	100%
Praj Far East (Philippines) Inc.	Philippines	Cost	100%	100%
Praj GenX Limited	India	Cost	100%	100%
Praj Projects (Tanzania) Limited	Tanzania	Cost	100%	NA

b) Key management personnel and their close members of family

Executive Chairman	Dr. Pramod Chaudhari (up to 31st December 2024)
Non Executive Chairman	Dr. Pramod Chaudhari (from 1st January 2025)
CEO & Managing Director	Shishir Joshipura
Managing Director - Designate	Ashish Gaikwad (from 03rd February 2025)
Chief Financial Officer & Director-Resources	Sachin Raole
Chief Internal Auditor & Company Secretary	Dattatraya Nimbolkar (up to 31st December 2023)
Company Secretary	Anant Bavare (from 1st January 2024)
Non-executive directors	Parimal Chaudhari
	Dr. Shridhar Shukla
	Rujuta Jagtap (from 21st August 2023)
	Vinayak Deshpande (from 31st March 2024)
	Utkarsh Palnitkar (from 31st March 2024)
	Ajay Narayan Deshpande (from 25th October 2024)
	Suhas Baxi (up to 7th August 2024)
	Berjis Desai (up to 31st March 2024)
	Sivaramakrishnan S. Iyer (up to 31st March 2024)
	Mrunalini Joshi (up to 10th August 2023)
Close members of family of key management personnel with whom transactions were carried out during the year	Parimal Chaudhari (Director)

c) Other related parties with whom transactions have been taken place during the year

Praj Foundation

Plutus Properties LLP

Notes to the Standalone Financial Statements for the year ended 31 March 2025

(All amounts are in Indian rupees million unless otherwise stated)

d) Transactions and balances with related parties have been set out below :

Particulars	31 March 2025	31 March 2024
Praj Engineering & Infra Limited		
Sales of goods and services(without taxes)	-	17.174
Expenses incurred and reimbursed by the Company	2.909	0.073
Expenses incurred and reimbursed by subsidiary	0.432	0.513
Rent received	0.170	0.060
Receivable	0.142	1.702
Praj Far East Co. Limited, Thailand		
Expenses incurred and reimbursed by the Company	20.103	17.713
Payable	17.919	7.662
Praj Americas Inc.		
Expenses incurred and reimbursed by the Company	58.773	53.353
Payable	16.871	16.868
Receivable	8.505	8.256
Praj HiPurity Systems Limited		
Sales of goods and services (without taxes)	7.748	1.840
Purchase of goods & services(without taxes)	1.943	12.593
Purchase of capital goods & services(without taxes)	-	71.160
Expenses incurred and reimbursed by the Company	21.322	16.298
Dividend income	-	250.000
Expenses incurred and reimbursed by subsidiary	2.597	2.484
Financial guarantee charges charged	3.630	3.090
Inter company loan given	70.000	70.000
Inter company loan received back	70.000	70.000
ICD Interest Received	1.154	1.154
Corporate Guarantee given	-	240.000
Receivable	-	0.920
Advance Paid outstanding	3.430	-
Corporate Guarantee given outstanding	940.000	940.000
Praj Far East (Philippines) Inc.		
Financial guarantee charges charged	0.078	0.309
Expenses incurred and reimbursed by the Company	8.809	2.069
Payable	1.007	2.102
Receivable	0.080	0.232
Dividend receivable	-	8.782
Corporate Guarantee given outstanding	129.330	125.835
Praj GenX Limited		
Issue of Equity Shares	-	0.500
Interest Income on ICD	121.421	33.038
Inter company loan given	1209.500	798.500
Inter company loan repayment received	440.500	-
Rent Received	1.783	1.496
Expenses incurred and reimbursed by the Subsidiary	0.180	0.172
Financial Gurantee charges charged	16.388	-
Corporate Guarantee given	2914.466	324.591
Security Deposit Received outstanding	0.408	0.408

Notes to the Standalone Financial Statements for the year ended 31 March 2025

(All amounts are in Indian rupees million unless otherwise stated)

Particulars	31 March 2025	31 March 2024
Receivable	-	1.026
Interest receivable on ICD	110.921	29.734
Inter company loan receivable	1567.500	798.500
Corporate Guarantee given outstanding	2944.564	324.591
Praj Projects (Tanzania) Limited		
Issue of Equity Shares	0.719	-
Expenses incurred and reimbursed by the Subsidiary	5.722	-
Interest income on loan	3.870	-
Inter company loans Given	220.691	-
ICD Balance Receivable	220.691	-
Interest Receivable on ICD	3.483	-
Receivable	4.864	-
Corporate Guarantee given	695.878	-
Corporate Guarantee given outstanding	695.878	-
Praj Foundation		
Donation paid	48.405	29.948
Rent Received	0.087	0.060
Plutus Properties LLP		
Rent paid	4.375	4.166
Security Deposit Received outstanding	1.500	1.500
Dr. Pramod Chaudhari		
Short term employee benefits	90.894	114.654
Post employment benefits	21.892	15.359
Other long term employee benefits	16.215	2.813
Dividend	232.200	174.150
Payable	150.815	44.415
Shishir Joshipura		
Short term employee benefits	64.723	65.719
Post employment benefits	6.802	5.510
Other long term employee benefit	2.285	1.493
Sale of vehicle	-	0.300
Share based payment	-	39.306
Dividend	0.750	0.450
Payable	21.704	26.710
Ashish Gaikwad		
Short term employee benefits	16.344	-
Post employment benefits	1.150	-
Other long term employee benefit	0.251	-
Employee stock option expense	8.392	-
Payable	0.564	-
Sachin Raole		
Short term employee benefits	30.728	30.274
Post employment benefits	3.165	2.427
Other long term employee benefit	1.268	0.910
Share based payment	-	13.102
Dividend	0.600	0.653
Payable	13.166	16.093

Notes to the Standalone Financial Statements for the year ended 31 March 2025

(All amounts are in Indian rupees million unless otherwise stated)

Particulars	31 March 2025	31 March 2024
Dattatraya Nimbolkar		
Short term employee benefits	-	8.774
Post employment benefits	-	0.226
Other long term employee benefit	-	0.131
Dividend	-	0.004
Payable	-	3.097
Anant Bavare		
Short term employee benefits	3.846	0.831
Post employment benefits	0.287	0.083
Other long term employee benefit	0.171	0.017
Dividend	0.000	0.000
Payable	0.578	0.926
Parimal Chaudhari		
Commission on profit	3.500	3.000
Dividend	86.400	64.800
Payable	3.500	3.000
Commission to Non-Executive Directors (other than disclosed above)	10.000	10.500

Note :

Transactions with related parties are at arms length price and the balances receivable / payable are un-secured. The terms of payment are generally similar to those of other non-related parties.

31 Leases

The Company classifies the lease transactions as per the requirements of IND-AS 116 "Leases"

Nature of Leasing activity :

The Company has entered into lease arrangements for office and factory premises, office equipment, plant & machinery, vehicles, furniture & fixtures and computers.

The disclosures relating to leases are as summarised below :

Particulars	31 March 2025	31 March 2024
Depreciation for right-of-use asset	201.859	171.370
Interest expense on lease liabilities	34.414	37.436
Expenses relating to short-term / low value leases	60.130	25.452
Total Cash outflow for leases	312.157	248.377
Carrying amount of right-of-use asset	419.849	387.473
Maturity analysis of lease liabilities :		
- less than 1 year	135.080	189.165
- between 1 to 3 years	207.864	158.836
- more than 3 years	83.024	55.055

Notes to the Standalone Financial Statements for the year ended 31 March 2025

(All amounts are in Indian rupees million unless otherwise stated)

Changes in lease liabilities arising from financing activities

Particulars	31 March 2025	31 March 2024
Opening lease liability	403.056	391.578
Net addition / (deletion)during the year	179.619	196.967
Finance cost	34.414	37.436
Lease payments	(191.121)	(222.926)
Closing lease liability	**425.968**	**403.056**
Non-Current	290.888	213.891
Current	135.080	189.165

32 Employee benefits

a) Defined contribution plans

The Company has recognised ₹ 112.936 (31 March 2024 : ₹ 95.620) towards post-employment defined contribution plans comprising of provident fund, Employee State Insurance Scheme, National Pension Scheme and superannuation fund in the statement of profit and loss.

b) Defined benefit plan

In accordance with the Payment of Gratuity Act, 1972, the Company is required to provide post-employment benefit to its employees in the form of gratuity. The Company has maintained a fund with the Life Insurance Corporation of India and ICICI Prudential Life Insurance to meet its gratuity obligations. In accordance with the Standard, the disclosures relating to the Company's gratuity plan are provided below :

The changes in the present value of defined benefit obligation representing reconciliation of opening and closing balances thereof are as follows :

Particulars	31 March 2025	31 March 2024
Present value of obligation as at the beginning of the period	**409.613**	**337.085**
Interest cost	28.660	24.061
Current service cost	34.261	26.006
Benefits paid	(23.127)	(23.868)
Remeasurements on obligation - (gain) / loss	33.341	46.329
Present value of obligation as at the end of the period	**482.748**	**409.613**

The changes in the fair value of planned assets representing reconciliation of opening and closing balances thereof are as follows :

Particulars	31 March 2025	31 March 2024
Fair value of plan assets at the beginning of the period	**321.355**	**283.051**
Interest income	26.809	21.658
Contributions	102.347	21.498
Benefits Paid	(0.369)	(2.240)
Other Charges	(0.283)	(0.280)
Return on plan assets, excluding amount recognized in interest income - gain / (loss)	1.368	(2.332)
Fair value of plan assets as at the end of the period	**451.226**	**321.355**

Notes to the Standalone Financial Statements for the year ended 31 March 2025

(All amounts are in Indian rupees million unless otherwise stated)

Amounts recognised in the balance sheet are as follows :

Particulars	31 March 2025	31 March 2024
Present value of obligation as at the end of the period	482.748	409.613
Fair value of plan assets as at the end of the period	451.226	321.355
Surplus / (deficit)	**(31.522)**	**(88.258)**

Amounts recognised in the statement of profit and loss are as follows :

Particulars	31 March 2025	31 March 2024
Current service cost	34.261	26.006
Net interest (income) / expense	1.851	2.403
Net periodic benefit cost recognised in the statement of profit and loss at the end of the period	**36.112**	**28.409**

Amounts recognised in the statement of other comprehensive income (OCI) are as follows :

Particulars	31 March 2025	31 March 2024
Remeasurement for the year - obligation (gain) / loss	33.341	46.329
Remeasurement for the year - plan assets (gain) / loss	(1.368)	2.332
Total remeasurements cost / (credit) for the year	**31.973**	**48.661**

Net interest (income) / expense recognised in statement of profit and loss are as follows :

Particulars	31 March 2025	31 March 2024
Interest (income) / expense - obligation	28.660	24.061
Interest (income) / expense - plan assets	(26.809)	(21.658)
Net interest (income) / expense for the year	**1.851**	**2.403**

The broad categories of plan assets as a percentage of total plan assets are as follows :

Particulars	31 March 2025	31 March 2024
Funds managed by insurer	100%	100%
Total	**100%**	**100%**

Principal actuarial assumptions used in determining gratuity benefit obligations for the Company's plans are as follows :

Particulars	31 March 2025	31 March 2024
Discount rate	6.70%	7.20%
Rate of increase in compensation levels	9.00%	9.00%
Expected rate of return on plan assets	7.20%	7.40%
Expected average remaining working lives of employees (in years)	7.77	9.84
Withdrawal rate		
Age up to 30 years	10.00%	7.00%
Age 31 - 40 years	10.00%	7.00%
Age 41 - 50 years	10.00%	7.00%
Age above 50 years	10.00%	7.00%

A quantitative sensitivity analysis for significant assumptions is shown as follows :

Sensitivity analysis indicates the influence of a reasonable change in certain significant assumptions on the outcome of the present value of obligation. Sensitivity analysis is done by varying (increasing/ decreasing) one parameter by 100 basis points (1%)

Notes to the Standalone Financial Statements for the year ended 31 March 2025

(All amounts are in Indian rupees million unless otherwise stated)

1) **Impact of change in discount rate when base assumption is decreased / increased by 100 basis point**

Discount rate	Present value of obligation	
	31 March 2025	31 March 2024
Decrease by 1% to 5.70% (2024 : 6.20%)	500.880	428.219
Increase by 1% to 7.70% (2024 : 8.20%)	466.524	393.172

2) **Impact of change in salary increase rate when base assumption is decreased / increased by 100 basis point**

Salary increment rate	Present value of obligation	
	31 March 2025	31 March 2024
Decrease by 1% to 8.00%% (2024 : 8.00%)	469.083	395.367
Increase by 1% to 10.00% (2024 : 10.00%)	497.669	425.361

3) **Impact of change in withdrawal rate when base assumption is decreased / increased by 100 basis point**

Withdrawal rate	Present value of obligation	
	31 March 2025	31 March 2024
Decrease by 1% to 9.00%% (2024 : 6.00%)	484.781	411.441
Increase by 1% to 11.00% (2024 : 8.00%)	480.898	407.960

Expected contributions for the next year

The Company expects to fund ₹ NIL (31 March 2024 : ₹ 60.000) towards its gratuity plan during the year 2025-26.

Average duration

Weighted average duration of the plan (based on discounted cash flows using mortality, withdrawal rate and interest rate) is 8.03 years (31 March 2024 : 8.79 years).

Maturity analysis

The expected maturity analysis of undiscounted gratuity benefits payments is as follows :

Particulars	31 March 2025	31 March 2024
Less than a year	240.376	194.502
Between 1-3 years	83.939	56.610
Between 4–5 years	72.997	64.774

The above cash flows have been arrived at based on the demographic and financial assumptions.

Risk Exposure and Asset Liability Matching

Provision of a defined benefit scheme poses certain risks, some of which are detailed hereunder, as companies take on uncertain long term obligations to make future benefit payments.

1) **Liability Risks**

i. **Asset-Liability Mismatch Risk**

Risk which arises if there is a mismatch in the duration of the assets relative to the liabilities. By matching duration with the defined benefit liabilities, the company is successfully able to neutralize valuation swings caused by interest rate movements.

ii. **Discount Rate Risk**

Variations in the discount rate used to compute the present value of the liabilities may seem small, but in practice can have a significant impact on the defined benefit liabilities.

iii. **Future Salary Escalation and Inflation Risk**

Since price inflation and salary growth are linked economically, they are combined for disclosure purposes. Rising salaries will often result in higher future defined benefit payments resulting in a higher present value of liabilities especially unexpected salary increases provided at management's discretion may lead to uncertainties in estimating this increasing risk.

Notes to the Standalone Financial Statements for the year ended 31 March 2025

(All amounts are in Indian rupees million unless otherwise stated)

2) Asset Risks

All plan assets are maintained in a trust fund managed by LIC of India and ICICI Prudential Life Insurance.

The company has opted for a traditional fund wherein all assets are invested primarily in risk averse markets. The company has no control over the management of funds but this option provides a high level of safety for the total corpus. A single account is maintained for both the investment and claim settlement and hence 100% liquidity is ensured. Also interest rate and inflation risk are taken care of.

c) Other long-term employee benefits

Provision for Compensated absences :

Provision for Compensated absences cover the Company's liability for earned leave which are classified as other long-term benefits.

Particulars	31 March 2025	31 March 2024
Present value of obligation as at the beginning of the period	**211.151**	**174.035**
Interest cost	13.259	12.302
Current service cost	35.231	28.216
Benefits paid	(53.990)	(15.572)
Remeasurements on obligation - (gain) / loss	3.185	12.170
Present value of obligation as at the end of the period	**208.835**	**211.151**

33 Employee Stock Option Plan (ESOP)

In the Annual General Meeting of the Company held on 22 July 2011, total of 9,238,936 stock options were approved under the scheme "Employee Stock Option Plan 2011". During the previous years, a total of 79,74,700 options were issued as ESOP 2011 – Grant I to XI, basis the eligibility and were exercised/ lapsed until 31 March 2024. During the current year 2024-25, 4,21,000 options are granted to Managing Director – Designate of the Company as ESOP 2011 – Grant XII. These stock options will vest in a graded manner equally over the period of vesting starting from 3 February 2026, and each vesting taking effect as per the terms of the grant.

Amount of employee compensation expense recognised for employee services received during the year :

Particulars	31 March 2025	31 March 2024
Expense arising from equity-settled share-based payment transactions	8.392	-

Movements during the year - ESOP 2011 Grant I to XII

Particulars	31 March 2025		31 March 2024	
	Options	Weighted average exercise price ₹	Options	Weighted average exercise price ₹
Number of options outstanding at the beginning of the year	-		100,000	
Number of options granted during the year	421,000		-	
Number of options exercised during the year	-		(100,000)	
Number of options forfeited/lapsed during the year	-		-	
Number of options outstanding at the end of the year	421,000		-	
Number of options exercisable at the end of the year	NIL		NIL	
Range of exercise price of options outstanding at the end of the year	₹ 565.00		NA	
Average share price during the year	₹ 672.80		₹ 483.04	
Weighted average remaining contractual life of options outstanding at the end of the year	2.35 years		NA	
Weighted average fair value of option as on date of grant (granted during the year)	03-Feb-25	257.92	17-Jun-21	265.74

Notes to the Standalone Financial Statements for the year ended 31 March 2025

(All amounts are in Indian rupees million unless otherwise stated)

Method used for calculating fair value of option – Black Scholes Option Valuation Model

Significant assumptions used in arriving at the fair value of options under Black Scholes model are stated as follows :

Particulars	FY 2024-25	FY 2023-24
Grant date	03 Feb 2025	17 Jun 2021
Risk-free interest rate	6.62%	4.20%
Expected life	2 - 4 years	1.0 year
Expected volatility*	55.15%	61.25%
Expected dividend yield	1.47%	2.11%
Price of the underlying share in market at the time of grant of option (₹)	627.15	359.15

* Expected volatility has been determined based on closing price of the share of the Company over a period equivalent to expected life.

34 Expenditure on research & development activities

Revenue expenditure on research is charged under respective heads of account in the year in which it is incurred. Capital expenditure in R&D facilities (including development activities) consists of property, plant and equipment, Capital work in progress, Intangible Assets and Intangible assets under development. The property, plant and equipment and Intangible Assets as included above are depreciated / amortised on the same basis as per their respective categories. The break-up of Research and development (R&D) capital and revenue expenditure is as below :

Particulars	31 March 2025	31 March 2024
Capital expenditure (excluding advances)	296.927	592.228
Revenue expenditure	402.296	384.703

35 Corporate Social Responsibility (CSR) expenditure

During the year, the Company has incurred CSR expenses of ₹ 56.636 (2024 : ₹ 42.229) included in Miscellaneous Expenses (Refer Note 24) as follows :

Amount spent on	Amounts paid in FY 2024-25	Amounts paid in FY 2023-24
Construction/acquisition of asset	Nil	Nil
On other purposes covered under Schedule VII to Companies Act, 2013	56.636	42.229

Particulars	31 March 2025	31 March 2024
a) Amount required to be spent by the company during the year	56.519	37.961
b) Amount of expenditure spent	56.636	42.229
i) Incurred through related party - Praj Foundation	48.405	29.948
ii) Incurred through contribution/donation to trusts / institute which are engaged in activities eligible under section 135 of Companies Act, 2013 read with Schedule VII thereto	8.231	12.281
c) Shortfall at the end of the year	-	-
d) Total of previous years shortfall	-	-
e) Cash outflow related to Corporate Social Responsibility (CSR) activities	56.636	42.229

36 Fair value measurements

As per assessments made by the management, fair values of all financial instruments carried at amortised cost (except investment in quoted non-convertible bonds) are not materially different from their carrying amounts since they are either short term in nature or the interest rates applicable are equal to the current market rate of interest.

Notes to the Standalone Financial Statements for the year ended 31 March 2025

(All amounts are in Indian rupees million unless otherwise stated)

The Company has performed a fair valuation of its investment in mutual funds which are classified as fair value through profit and loss (FVTPL) and bonds which are classified as fair value through other comprehensive income (FVOCI) using quoted prices and fair valuations of foreign exchange forward contracts as per mark to market valuation from bank.

Sr. No	Particulars	Carrying value	
		31 March 2025	31 March 2024
	Financial assets		
A	**Levelled at level 1**		
i)	**Carried at fair value through profit and loss (FVTPL)**		
	Investments in mutual funds	2867.671	3354.862
ii)	**Carried at fair value through other comprehensive income (FVOCI)**		
	Investment in quoted non-convertible bonds	497.710	494.700
B	**Levelled at level 2**		
i)	**Carried at fair value through profit and loss (FVTPL)**		
	Foreign exchange forward contracts	8.721	20.417
	(The fair value is as per the mark-to-market valuation from banks)		
C	**Carried at amortised cost**		
	Investment in quoted non-convertible bonds*	446.654	697.163
	Investement in corporate deposit	250.000	250.000
	Security deposits	150.016	111.465
	Deposits with banks with an original maturity of more than 12 months	-	150.107
	Trade receivable	4299.321	4948.000
	Cash and cash equivalents and other bank balances	1124.353	1374.501
	Interest accrued on loan to related party	114.404	-
	Inter Company Loans given to subsidiary companies	1788.191	798.500
	Other receivables	133.883	149.789
	Financial liabilities		
A	**Carried at amortised cost**		
	Trade payables	3735.777	3896.297
	Unclaimed dividends	11.841	11.155
	Lease Liability	425.968	403.056
	Other payables	374.821	550.914
B	**Financial guarantee contracts**	21.406	-
*	Fair value of investment in quoted non-convertible bonds	451.740	689.379

Note : Investment in subsidiaries valued at cost at Rs. 1569.894 million (2024 : 1569.175)

37 Financial risk management policy and objectives

The Company's principal financial liabilities, comprise lease liabilities, trade and other payables and financial guarantee contracts. The main purpose of these financial liabilities is to finance company's operations and to provide guarantees to support operations of the subsidiaries. Company's principal financial assets include investments, trade and other receivables, security deposits and cash and cash equivalents, that it derives directly from its operations.

In order to minimise any adverse effects on the financial performance of the Company, it has taken various measures. This note explains the source of risk which the entity is exposed to and how the entity manages the risk and impact of the same in the financial statements.

(All amounts are in Indian rupees million unless otherwise stated)

Risk	Exposure arising from	Measurement	Management
Credit	Cash and cash equivalents, trade receivables, financial assets measured at amortised cost, corporate guarantees issued to group companies	Aging analysis, external credit rating (wherever available)	Diversification of bank deposits, credit limits and letter of credit
Liquidity risk	Lease and other liabilities	Rolling cash flow forecasts	Availability of committed credit lines
Market risk-Foreign Currency Risk	Recognised financial assets and liabilities not denominated in Indian rupee (₹)	Sensitivity Analysis	Management follows established risk management policies, including use of derivatives like foreign exchange forward contracts, where the economic conditions match the company's policy.

The Company's management handles the risk management based on policies approved by the Board of Directors. Company's treasury identifies, evaluates and hedges financial risks in close co¬operation with the company's operating units. The Board provides written principles for overall risk management, as well as policies covering specific areas, such as foreign exchange risk, credit risk, and investment of excess liquidity.

(A) Credit risk

Credit risk in case of the Company arises from cash and cash equivalents, trade receivables, financial assets measured at amortised cost, corporate guarantees issued to group companies, as well as credit exposures to customers including outstanding receivables.

Credit risk management

Credit risk arises from the possibility that counter party may not be able to settle their obligations as agreed. To manage this, the Company periodically assesses the reliability of customers, taking into account the financial condition, current economic trends, and analysis of historical bad debts and ageing of accounts receivable. Individual risk limits are set accordingly.

The company considers the probability of default upon initial recognition of asset and whether there has been a significant increase in credit risk on an ongoing basis throughout each reporting period. To assess whether there is a significant increase in credit risk, the Company compares the risk of a default occurring on the asset as at the reporting date with the risk of default as at the date of initial recognition. It considers reasonable and supportive forward looking information such as :

(i) Actual or expected significant adverse changes in business,

(ii) Actual or expected significant changes in the operating results of the counterparty,

(iii) Financial or economic conditions that are expected to cause a significant change to counterparty's ability to meet its obligations,

(iv) Significant increases in credit risk on other financial instruments of the same counterparty,

(v) Significant changes in the value of collateral supporting the obligation or in the quality of third-party guarantees or credit enhancements.

The company provides for expected credit loss in case of trade receivables when there is no reasonable expectation of recovery, such as a debtor declaring bankruptcy or failing to engage in a repayment plan with the company etc.

The Company uses simplified approach for estimating the lifetime expected loss provision. The Company provides expected loss based on the overdue number of days for receivables as per the provision matrix as decided by the management which is based on the historical experience of recoverability. Where receivables have been written off, the company continues to engage in enforcement activity to attempt to recover the receivable due. Where recoveries are made, these are recognised in profit or loss.

Notes to the Standalone Financial Statements for the year ended 31 March 2025

(All amounts are in Indian rupees million unless otherwise stated)

Provision for expected credit loss

Financial assets for which loss allowance is measured using 180 days Expected Credit Losses (ECL)

Exposure to risk	31 March 2025	31 March 2024
Trade receivables	5113.206	5524.829
Less : Allowance for expected credit loss	813.885	576.829
	4299.321	**4948.000**

Trade receivables	31 March 2025	31 March 2024
Neither past due nor impaired	1145.620	1490.014
Less than 180 days	2404.510	2630.869
181 - 365 days	257.367	373.885
More than 365 days	1305.709	1030.061
Gross trade receivables	**5113.206**	**5524.829**
Less : Allowance for expected credit loss	(813.885)	(576.829)
Total	**4299.321**	**4948.000**

Reconciliation of allowance for expeceted credit loss on trade receivables and contract assets	FY 2024-25	FY 2023-24
Opening loss allowance	605.363	437.744
Less : Bad debts written off	-	(26.049)
Add : Additional allowance	221.721	193.668
Closing loss allowance	**827.084**	**605.363**

B) Liquidity risk

The company follows a prudent approach to liquidity risk management by ensuring it has sufficient cash and access to committed credit facilities to meet its financial obligations as they fall due and to manage market positions effectively. Given the dynamic nature of its operations, the company maintains funding flexibility through available committed credit lines.

Management regularly monitors the company's liquidity position using rolling cash flow forecasts, which include cash and cash equivalents and undrawn borrowing facilities. This monitoring is aligned with internal policies and limits. The Company's liquidity management also includes :

- Forecasting future cash flows,
- Assessing the required level of liquid assets,
- Monitoring liquidity ratios in line with internal benchmarks and regulatory requirements, and
- Maintaining appropriate debt financing strategies.

Exposure to risk	31 March 2025	31 March 2024
Other financial liabilities (including Lease Liabilities)		
On demand	11.841	11.155
Less than 365 days	517.011	740.079
More than 365 days	305.183	213.891
Total	**834.035**	**965.125**
Trade payables		
Not Due	3086.828	3576.917
Less than 365 days	648.949	319.380
More than 365 days	-	-
Total	**3735.777**	**3896.297**

The company has access to following undrawn facilities at the end of the reporting period

	31 March 2025	31 March 2024
Expiring within one year	180.000	180.000

(All amounts are in Indian rupees million unless otherwise stated)

(C) Foreign currency risk

The Company is exposed to foreign exchange risk mainly through its sales to overseas customers and purchases from overseas suppliers in various foreign currencies.

The Company evaluates exchange rate exposure arising from foreign currency transactions and the Company follows established risk management policies, including use of derivatives like foreign exchange forward contracts to hedge exposure to foreign currency risk, where the economic conditions match the Company's policy.

Foreign currency exposure :

Financial assets	Currency	Amount in foreign currency		Amount in ₹	
		31 March 2025	31 March 2024	31 March 2025	31 March 2024
Trade receivables and Retention	EUR	3.617	10.569	331.036	941.471
	USD	8.925	9.550	759.060	788.465
	GBP	0.180	0.180	19.741	18.698
Less : Foreign exchange forward contracts	EUR	3.617	10.569	337.583	962.609
	USD	8.925	9.550	769.502	801.167
Bank accounts	EUR	0.263	1.054	23.997	93.931
	USD	1.039	0.792	88.252	65.390
Other receivable	USD	-	0.106	-	8.782

Financial liabilities	Currency	Amount in foreign currency		Amount in ₹	
		31 March 2025	31 March 2024	31 March 2025	31 March 2024
Trade payables and Capital payables	EUR	0.158	0.254	14.788	23.165
	USD	1.605	1.795	138.350	150.577
	GBP	-	0.000	-	0.019
	SEK	0.632	0.632	5.379	4.931

Currency wise net exposure (assets -liabilities)

Particulars	Amount in foreign currency		Amount in ₹	
	31 March 2025	31 March 2024	31 March 2025	31 March 2024
EUR	0.104	0.800	2.661	49.628
USD	(0.566)	(0.897)	(60.540)	(89.107)
GBP	0.180	0.180	19.741	18.679
SEK	(0.632)	(0.632)	(5.379)	(4.931)

Sensitivity analysis

Currency	Amount in ₹		Sensitivity %	Impact on profit-strengthen [Loss / (Gain)]		Impact on profit - weakening [Loss / (Gain)]	
	2025	2024		2025	2024	2025	2024
EUR	2.661	49.628	5.00%	(0.133)	(2.481)	0.133	2.481
USD	(60.540)	(89.107)	5.00%	3.027	4.455	(3.027)	(4.455)
GBP	19.741	18.679	5.00%	(0.987)	(0.934)	0.987	0.934
SEK	(5.379)	(4.931)	5.00%	0.269	0.247	(0.269)	(0.247)
Total	**(43.517)**	**(25.730)**		**2.176**	**1.287**	**(2.176)**	**(1.287)**

(GBP - Great Britain Pound, EUR - Euro, USD - US Dollar, SEK- Swedish Krona)

Notes to the Standalone Financial Statements for the year ended 31 March 2025

(All amounts are in Indian rupees million unless otherwise stated)

38 Ageing schedule for Trade Receivables, Trade Payables and Capital Work-in-progress

(A) The table below provides details regarding Trade receivables ageing schedule

Particulars	31 March 2025						
	Not due	Outstanding for following periods from due date of payment					
		Less than 6 months	6 months -1 Year	1-2 Years	2-3 Years	More than 3 years	Total
(i) Undisputed Trade receivables – considered good	1145.620	2404.510	257.367	366.312	356.154	506.802	5036.766
(ii) Undisputed Trade Receivables – credit impaired	-	-	-	-	-	-	-
(iii) Disputed Trade Receivables– considered good	-	-	-	-	-	76.440	76.440
(iv) Disputed Trade Receivables – credit impaired	-	-	-	-	-	-	-
Gross trade receivable	**1145.620**	**2404.510**	**257.367**	**366.312**	**356.154**	**583.242**	**5113.206**
Less : Allowance for expected credit loss							(813.885)
Total							**4299.321**

Particulars	31 March 2024						
	Not due	Outstanding for following periods from due date of payment					
		Less than 6 months	6 months -1 Year	1-2 Years	2-3 Years	More than 3 years	Total
(i) Undisputed Trade receivables – considered good	1490.014	2630.869	373.885	479.380	227.351	246.890	5448.389
(ii) Undisputed Trade Receivables – credit impaired	-	-	-	-	-	-	-
(iii) Disputed Trade Receivables– considered good	-	-	-	-	-	76.440	76.440
(iv) Disputed Trade Receivables – credit impaired	-	-	-	-	-	-	-
Gross trade receivable	**1490.014**	**2630.869**	**373.885**	**479.380**	**227.351**	**323.330**	**5524.829**
Less : Allowance for expected credit loss							(576.829)
Total							**4948.000**

(B) The table below provides details regarding Trade payables ageing schedule

Particulars	31 March 2025					
	Unbilled dues/Not due	Outstanding for following periods from due date of payment				Total
		Less than 1 year	1-2 Years	2-3 Years	More than 3 years	
(i) Micro and small Enterprises-Undisputed	653.698	-	-	-	-	653.698
(ii) Other-Undisputed	2433.130	629.020	19.929	-	-	3082.079
Total	**3086.828**	**629.020**	**19.929**	**-**	**-**	**3735.777**

Notes to the Standalone Financial Statements for the year ended 31 March 2025

(All amounts are in Indian rupees million unless otherwise stated)

Particulars	31 March 2024					
	Unbilled dues/Not due	Outstanding for following periods from due date of payment				Total
		Less than 1 year	1-2 Years	2-3 Years	More than 3 years	
(i) Micro and small Enterprises-Undisputed	711.504	-	-	-	-	711.504
(ii) Other-Undisputed	2865.413	319.380	-	-	-	3184.793
Total	**3576.917**	**319.380**	**-**	**-**	**-**	**3896.297**

(C) The table below provides details regarding Capital Work-in-progress (CWIP) and Intangibles under Development ageing schedule

Particulars	31 March 2025				
	Less than 1 year	1-2 Years	2-3 Years	More than 3 years	Total
Capital Work-in-progress	133.294	-	0.846	-	134.140
Intangibles under Development	1.551	-	3.050	-	4.601

Particulars	31 March 2024				
	Less than 1 year	1-2 Years	2-3 Years	More than 3 years	Total
Capital Work-in-progress	11.690	10.532	-	-	22.222
Intangibles under Development	398.496	3.050	-	-	401.546

As on the date of balance sheet, there is no capital work-in-progress project(s) whose completion is overdue or has exceeded the cost, based on the approved plan.

Notes to the Standalone Financial Statements for the year ended 31 March 2025

(All amounts are in Indian rupees million unless otherwise stated)

39 Analytical Ratios

Sr. No.	Ratio	Numerator	Denominator	31 March 2025	31 March 2024	% Variance	Reason for Variance
1	Current ratio	Current assets	Current liabilities	1.57	1.60	-1.61%	NA
2	Debt-equity ratio	Debt	Net worth	NA	NA	NA	NA
3	Debt service coverage ratio	Profit after tax excluding exceptional items + Finance Cost + Depreciation and amortisation	Interest & Lease Payments + Principal Repayments	11.33	14.38	-21.20%	NA
4	Return on equity ratio	Profit after tax	Average Shareholder's Equity	19.77%	24.10%	-17.96%	NA
5	Inventory turnover ratio	Cost of Materials consumed + Changes in Inventory + Consumption of stores and spares	Average Inventory	7.57	7.76	-2.48%	NA
6	Trade receivables turnover ratio	Sales (billed to customer)	Average Accounts Receivable	5.32	5.69	-6.42%	NA
7	Trade payables turnover ratio	Net credit purchases of materials	Average Trade Payables	3.94	4.11	-4.14%	NA
8	Net capital turnover ratio	Sales	Average Working capital	3.67	4.46	-17.63%	NA
9	Net profit ratio	Profit After Tax	Sales	9.63%	9.38%	2.71%	NA
10	Return on capital employed	Earning Before Interest & Tax	Capital Employed	26.03%	30.27%	-14.02%	NA
11	Return on investment	Income from Investments	Investment				
	i. Mutual Funds			7.8%	7.48%	4.65%	NA
	ii. Bonds			7.6%	7.37%	2.49%	NA
	iii. Fixed Deposits			2.10% - 8.20%	2.10% - 8.20%	NA	NA
	iv. Subsidiaries	PAT of subsidiaries	Investment	-31.4%	22.74%	-237.97%	Praj GenX Limited (GenX) commenced operations at its Mangalore facility in March 2024 and incurred scale-up related expenditure amounting to ₹ 768.13 million (net of transactions with Group company) during FY 2024–25. As GenX is in its startup phase, these initial losses have impacted the overall return.

Notes to the Standalone Financial Statements for the year ended 31 March 2025

(All amounts are in Indian rupees million unless otherwise stated)

40 Other Notes

i Title deeds of immovable property not held in the name of the company

The Company does not own any immovable property whose title deeds are not in the name of the Company.

ii Details of Benami Property

The Company does not own any benami property neither any proceedings are initiated or pending against the Company under the Prohibition of Benami Property Transactions Act, 1988.

iii Borrowings secured against current assets

Though the Company does not have any fund based borrowings from banks or financial institutions on the basis of security of current assets, it has filed quarterly returns or statements of current assets with banks or financial institutions and the same are in agreement with the books of account read with notes given in the quarterly returns or statements.

iv Wilful Defaulter

The Company has not been declared as wilful defaulter by any bank or financial institution or other lender.

v Relationship with Struck off Companies

As per the information available with the Company, the Company has not entered into any transactions with companies struck off under section 248 of the Companies Act, 2013 or section 560 of the Companies Act, 1956.

vi Registration of charges with ROC

There are three charges totalling to ₹ 781.550 million (31 March 2024 : three charges totalling to ₹ 781.550 million) created in favour of banks which are pending for satisfaction. There are no outstanding dues to these banks and satisfaction of these charges are pending due to technical issues which are being sorted out by the Company.

vii Utilisation of Borrowed funds and share premium

The Company has not advanced or loaned or invested funds (either borrowed funds or share premium or any other sources or kind of funds) to any other person or entity, including foreign entities (Intermediaries) with the understanding (whether recorded in writing or otherwise) that the Intermediary shall (i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Group or (ii) provide any guarantee, security or the like to or on behalf of the Company.

viii Loans or advances to specified persons

The Company has not granted loans or advances in the nature of loans to promoters, directors, KMPs and other the related parties either severally or jointly with any other person, that are :

(i) repayable on demand or

(ii) without specifying any terms or period of repayment.

ix Details of Crypto Currency or Virtual Currency

The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year.

x Valuation of PP&E, right-of-use assets, intangible asset and investment property

The Company has not revalued its property, plant and equipment (including right-of-use assets) or intangible assets or both during the current or previous year.

xi Utilisation of borrowings availed from banks and financial institutions

The Company does not have any borrowings availed from banks and financial institutions.

xii Compliance with number of layers of companies

The Company has complied with the requirement with respect to number of layers as prescribed under section 2(87) of the Companies Act, 2013 read with the Companies (Restriction on number of layers) Rules, 2017.

Notes to the Standalone Financial Statements for the year ended 31 March 2025

(All amounts are in Indian rupees million unless otherwise stated)

xiii Undisclosed income

There is no income surrendered or disclosed as income during the year in tax assessments under the Income Tax Act, 1961 (such as search or survey), that has not been recorded in the books of account.

xiv Disclosure pursuant to Sec 186 (4) of the Companies Act, 2013

A
1) Name : Praj Far East (Philippines) Inc.
2) Purpose : Corporate Guarantee given for working capital limit
3) Amount : 129.330 (31 March 2024 : 125.835)
4) No outstanding borrowings as on reporting date (31 March 2024 : Nil)

B
1) Name : Praj HiPurity Systems Limited
2) Purpose : Corporate Guarantee given for working capital limit
3) Amount : ₹ 940.000 (31 March 2024 : 940.000)
4) No outstanding borrowings as on reporting date (31 March 2024 : Nil)

C Name : Praj GenX Limited

a) Nature of transaction : Corporate Guarantee given
   i) Purpose : Corporate Guarantee given for lease payments
   ii) Amount : ₹ 1444.564 (31 March 2024 : 324.591)
   iii) Lease liability as on reporting date is ₹ 1388.740 (31 March 2024 : 246.595)

b) Nature of transaction : Corporate Guarantee given
   i) Purpose : Corporate Guarantee given for banking facilities
   ii) Amount : ₹ 1500.000 (31 March 2024 : Nil)
   iii) Unused banking limits as on reporting date is ₹ 1500.000 (31 March 2024 : Nil)

c) Nature of transaction : Inter Corporate Loan given
   i) Purpose : General corporate purpose
   ii) Amount : ₹ 1567.500 (31 March 2024 : 798.500)
   iii) Maximum outstanding balance is ₹ 1567.500 (31 March 2024 : 798.500)
   iv) Rate of interest : 5-year Government Bond Yield + 3.5% (31 March 2024 : SBI MCLR+2%)

D Name : Praj Projects (Tanzania) Limited

a) Nature of transaction : Corporate Guarantee given
   i) Purpose : Corporate Guarantee given for customer advance
   ii) Amount : ₹ 695.878 (31 March 2024 : NIL)
   iii) Customer Advance outstanding as on reporting date is ₹ 241.460 (31 March 2024 : NIL)

b) Nature of transaction : Inter Corporate Loan given
   i) Purpose : General corporate purpose
   ii) Amount : ₹ 220.691 (31 March 2024 : NIL)
   iii) Maximum outstanding balance is ₹ 220.691 (31 March 2024 : NIL)
   iv) Rate of interest : 13.40% i.e. negotiated lending interest rate as published by Bank of Tanzania (31 March 2024 : NA)

(All amounts are in Indian rupees million unless otherwise stated)

41 Capital management

Risk management

The Company's objectives when managing capital are to

- safeguard it's ability to continue as a going concern, so that it can continue to provide returns to shareholders and benefits to other stakeholders, and
- Maintain an optimal capital structure to reduce the cost of capital.

In order to maintain or adjust the capital structure, the Company may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares or sell assets to reduce debt. Consistent with others in the industry, the Company monitors capital on the basis of the following gearing ratio : Net debt (total borrowings net of cash and cash equivalents) divided by total 'equity' (as shown in the balance sheet).

The Company's strategy is to maintain a gearing ratio of 0%. The gearing ratios were as follows :

	31 March 2025	31 March 2024
Loans and borrowings	-	-
Less : cash and cash equivalents	650.972	1071.602
Net debt	-	-
Equity	14139.048	12610.928
Capital and net debt	**14139.048**	**12610.928**
Gearing ratio	**0%**	**0%**

42 The Ministry of Corporate Affairs vide notification number GSR 205 (E) dated 24th March 2021 and as amended from time to time, read with proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014, for the financial year commencing April 1, 2023 has prescribed, inter-alia, certain requirements related to maintenance of an audit trail emanating from accounting software. The Company had enabled the audit trail at an application level for all the tables and fields for its books of account and relevant transactions in the accounting software used by it, in conformity with the said regulations. However, the accounting software used by the Company has not been enabled with the feature of audit trail log at the database layer to log direct transactional changes, due to the present design of the accounting software.

43 Exceptional item represents profit on sale of land located at Nasarapur, which was classified as "Asset held for sale" as of 31 March 2024.

44 On 28th March 2025, a fire broke out at R&D facility, Praj Matrix, causing a temporary disruption of R&D activities for a couple of weeks. The facility was fully insured, and a claim for the loss has already been lodged with the insurance company. The Management of the Company expects to recover the estimated losses, including damage to the property, and therefore, no provision for losses has been made in the financial statements.

As per our report of even date.
For P G BHAGWAT LLP
Chartered Accountants
Firm Regn. No : 101118W/W100682

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

Abhijeet Bhagwat
Partner
Membership No. : 136835

Dr. Pramod Chaudhari
Chairman
(DIN : 00196415)

Shishir Joshipura
CEO and Managing Director
(DIN : 00574970)

Sachin Raole
CFO and Director- Resources
(DIN : 00431438)

Anant Bavare
Company Secretary
(M.No. : ACS21405)

Place : Pune
Date : 29 April 2025

INDEPENDENT AUDITORS' REPORT

To the Members of **Praj Industries Limited**

Report on the Audit of the Consolidated Financial Statements

Opinion

We have audited the Consolidated Financial Statements of Praj Industries Limited (hereinafter referred to as the "**Holding Company**") and its Subsidiaries (Holding Company and its Subsidiaries together referred to as "the **Group**"), which comprise the Consolidated Balance Sheet as at March 31, 2025, the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Statement of Changes in Equity and the Consolidated Statement of Cash Flows for the year 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 reports of other auditors on separate financial statements, the aforesaid Consolidated Financial Statements give the information required by the Companies Act, 2013 ("the **Act**") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the consolidated state of affairs of the Group as at March 31, 2025, of the consolidated profit and other comprehensive income, consolidated changes in equity and its consolidated cash flows for the year then ended.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing ("**SAs**") specified under section 143(10) of the Act. Our responsibilities under those 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 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 thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics.

We believe that the audit evidence obtained by us and other auditors in terms of their reports referred to in the Other Matters paragraph of our report, is sufficient and appropriate to provide a basis for our opinion.

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.

Significant accounting judgement - Revenue Recognition in respect of Engineering, Procurement and Commissioning (EPC) contracts	Principle Audit Procedures
The Holding Company is engaged in the business of process and project engineering. The Holding Company recognises revenue from contracts on satisfaction of performance obligations over a period of time in majority of the EPC contracts. Refer note 2.15 and 27 to the Consolidated Financial Statements. The revenue recognition process involves significant accounting judgements including estimation of costs to complete, determining the stage of completion and the timing of revenue recognition. The Holding Company recognises revenue and profit/loss as per the stage of completion, based on the proportion of contract costs incurred at the balance sheet date, relative to the total estimated costs of the contract at completion. The recognition of revenue and profit/loss therefore rely on estimates in relation to total estimated costs of each contract. Cost contingencies are included in these estimates to take into account specific uncertain risks, or disputed claims against the Holding Company, arising within each contract. These contingencies are reviewed by the Management on a regular basis throughout the contract life and remeasured as appropriate.	i. Testing of the design and implementation of controls involved in the determination of the estimates used and recording of actual cost as well as their operating effectiveness; ii. Testing a sample of contracts for appropriate identification of performance obligations and verification of contract value; iii. For the sample selected, matched the contract revenue, actual invoices recorded and actual cost incurred against each project on the basis of which revenue is recognised; iv. Reviewed on a test check basis significant changes in cost to complete estimates, its approval mechanism and understood the reasons for such revisions in estimates; v. Understood the process, nature of expense heads and overheads adopted by the Holding Company's management to estimate costs for sample contracts and checked accuracy of arithmetic formulae used in calculating the revenue w.r.t. costs incurred and total estimated costs; vi. Performed analytical procedures for reasonableness of revenues disclosed by type and service offerings; vii. We have ensured that the disclosures provided in notes are in accordance with the Ind AS 115 and Companies Act, 2013.

Other Information

The Holding Company's Board of Directors is responsible for the other information. The other information comprises of the Management Discussion and Analysis; Board of Directors' Report along with its Annexures and Corporate Governance Report included in the Annual Report but does not include the Consolidated Financial Statements and our Auditors' Report thereon. Our opinion on the Consolidated Financial Statements does not cover the other information and we do not express any form of assurance conclusion thereon. In connection with our audit of the Consolidated Financial Statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the Consolidated Financial Statements, or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information; we are required to report that fact. We have nothing to report in this regard.

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

The Holding Company's Board of Directors are responsible for the preparation and presentation of these Consolidated Financial Statements in term of the requirements of the Act that give a true and fair view of the consolidated financial position, consolidated financial performance (including other comprehensive income), the 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 read with the Companies (Indian Accounting Standards) Rules, 2015, as amended.

The respective Board of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group 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 the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Consolidated Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the Consolidated Financial Statements by the Directors of the Holding Company, as aforesaid.

In preparing the Consolidated Financial Statements, the respective Board of Directors of the companies included in the

Group are responsible for assessing the ability of the Companies in 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 companies included in the Group or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the companies included in the Group are responsible for overseeing the financial reporting process of the Companies in the Group.

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

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

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

We also :

- Identify and assess the risks of material misstatement of the Consolidated Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal 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 Group has adequate internal financial controls with reference to the Consolidated Financial Statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the respective companies in the Group to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Consolidated Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the companies in the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Consolidated Financial Statements, including the disclosures, and whether the Consolidated Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the Consolidated Financial Statements. We are responsible for the direction, supervision and performance of the audit of the Financial Statements of such entities included in the Consolidated Financial Statements of which we are the independent auditors. For the other entities included in the Consolidated Financial Statements, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion. Our responsibilities in this regard are further described in section titled Other Matter in this audit report.

We communicate with those charged with governance of the Holding Company and other companies 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 and based on audit reports of other auditors, we determine those matters that were of most significance in the audit of the Consolidated Financial Statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Other Matters Paragraphs

We did not audit the financial statements of three subsidiaries included in the Consolidated Financial Statements, whose financial statements reflect total assets of ₹ 519.849 million as at March 31, 2025, revenues from operation of ₹ 39.808 million, total comprehensive income (comprising of profit and other comprehensive income) of ₹ (22.250) million and net cash inflows of ₹ 240.764 million, for the year ended as on that date. These financial statements have been audited by other auditors whose reports have been furnished to us by the Holding Company's 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, is based solely on the reports of the other auditors and the procedures performed by us are as stated in paragraph above.

These subsidiaries are located outside India whose financial statements and other financial information have been prepared in accordance with accounting principles generally accepted in their respective countries and which have been audited by other auditors under generally accepted auditing standards applicable in their respective countries. The Holding Company's management has converted the financial statements and other financial information of such subsidiaries located outside India from accounting principles generally accepted in their respective countries to accounting principles generally accepted in India. We have audited these conversion adjustments, if any, made by the Holding Company's management. Our opinion in so far as it relates to the balances and affairs of such subsidiaries located outside India is based on the report of other auditors and the conversion adjustments prepared by the management of the Holding Company and audited by us.

Our opinion on the Consolidated Financial Statements, and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors.

Report on Other Legal and Regulatory Requirements

1. As required by Section 143(3) of the Act, based on our audit and based on the consideration of reports of other auditors on separate financial statements, as noted 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 the aforesaid Consolidated Financial Statements.

   b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid Consolidated Financial Statements have been kept so far as it appears from our examination of those books and the reports of the other auditors except for the matters stated in the paragraph 1 i) (vi) below on reporting under Rule 11(g).

   c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Statement of Changes in Equity and the Consolidated Statement of Cash Flows dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the Consolidated Financial Statements.

   d) In our opinion, the aforesaid Consolidated Financial Statements comply with the Indian Accounting Standards 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 of the Holding Company as on March 31, 2025 taken on record by the Board of Directors of the Holding Company and companies incorporated in India included in the Group, none of the directors of the companies incorporated in India included in the Group, is disqualified as on March 31, 2025 from being appointed as a director in terms of Section 164(2) of the Act.

   f) With reference to the maintenance of accounts and other matters connected therewith, refer to our comment in Paragraph 1 (b) above and refer to our comment in paragraph 1 i)(vi) below, on reporting under rule 11 (g).

   g) For our opinion on the internal financial controls with reference to Consolidated Financial Statements of the Holding Company and its subsidiaries incorporated in India and the operating effectiveness of such controls, refer to our separate Report in Annexure I.

   h) As required by section 197 (16) of the Act; in our opinion and according to the information and explanations given to us; the remuneration paid during the current year to its Directors/Manager by the companies incorporated in India to whom section 197 applies, included in the Group is in accordance with the provisions of section 197 of the Act. The remuneration paid to any director is not in excess of the limit laid down under section 197 of the Act.

i) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us and on the consideration of reports of the other auditors on separate financial statements :

(i) The Consolidated Financial Statements disclose the impact of pending litigations as at March 31, 2025 on the consolidated financial position of the Group - Refer Note 26 to the Consolidated Financial Statements.

(ii) The Group has made provision, as required under any law or accounting standards, for material foreseeable losses on long term contracts in the respective companies. The Group did not have material foreseeable losses on any derivative contracts.

(iii) There is no delay in amounts, required to be transferred, to the Investor Education and Protection Fund by the companies incorporated in India in the Group during the year ended March 31, 2025.

(iv) (a) The respective Managements of the Holding Company and its subsidiaries which are companies incorporated in India, whose financial statements have been audited under the Act, have represented to us that, to the best of their 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 Holding Company or any of such subsidiaries 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, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Holding Company or any of such subsidiaries ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries. Refer Note 39 (vii) to the Consolidated Financial Statements.

(b) The respective Managements of the Holding Company and its subsidiaries which are companies incorporated in India, whose financial statements have been audited under the Act, have represented to us that, to the best of their knowledge and belief, no funds (which are material either individually or in the aggregate) have been received by the Holding Company or any of such subsidiaries from any person or entity, including foreign entity ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Holding Company or any of such subsidiaries shall, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries. Refer Note 39 (vii) to the Consolidated Financial Statements.

(c) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances performed by us on the Holding Company and its subsidiaries which are companies incorporated in India whose financial statements have been audited under the Act, nothing has come to our notice that has caused us to believe that the representations as provided under vi (a) and (b) above, contain any material misstatement.

(v) The dividend declared and paid during the year by the Holding Company is in compliance with Section 123 of the Act.

(vi) Based on our examination which included test, the Holding Company and Indian subsidiary companies have used an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software except that in the Holding Company and three subsidiary companies' accounting software had no audit trail (edit log) facility/ feature enabled at the database level to log any direct changes. Refer note 44 to the Consolidated Financial Statements.

Further, during the course of our audit so far it relates to audit trail in respect of transactions, we did not come across any instance of audit trail feature being tampered with.

Additionally, the audit trail has been preserved by the Holding Company and its Indian subsidiaries as per the statutory requirements for record retention.

2. With respect to the matters specified in paragraphs 3(xxi) and 4 of the Companies (Auditor's Report) Order, 2020 (the "**Order**"/ "**CARO**") issued by the Central Government in terms of Section 143(11) of the Act, to be included in the Auditor's report, according to the information and explanations given to us, and based on the CARO report issued by us for the Holding Company and other Indian subsidiary companies included in the Consolidated Financial Statements of the Company, to which reporting under CARO is applicable, we report that there are no qualifications or adverse remarks in these CARO reports except a specified below :

Company name	CIN	CARO clause
Praj Industries Limited	L27101PN1985PLC038031	3 (iii) (e), (vii) (a)
Praj GenX Limited	U28299PN2023PLC218651	3 (ix) (d), (xvii), (xix)

For **P G BHAGWAT LLP**
Chartered Accountants
Firm Registration Number : 101118W/W100682

Abhijeet Bhagwat
Partner
Membership Number : 136835
UDIN : 25136835BMLYRV4214
Pune
April 29, 2025

Annexure I to the Independent Auditors' Report

Referred to in paragraph 1 (g) under the heading, "**Report on Other legal and Regulatory Requirements**" of our report on 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")

In conjunction with our audit of the Consolidated Financial Statements of the Company as of and for the year ended 31 March 2025, we have audited the internal financial controls with reference to the Consolidated Financial Statements of **Praj Limited** (hereinafter referred to as the ""**Holding Company**") and its Subsidiaries incorporated in India (Holding Company and its Subsidiaries together referred to as "the **Group**") as of that date.

Management's Responsibility for Internal Financial Controls

The management of the companies incorporated in India included in the Group is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the respective companies considering the essential components of internal control stated in the Guidance Note on Audit of Internal financial controls over financial reporting issued by the 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 Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditors' Responsibility

Our responsibility is to express an opinion on the internal financial controls with reference to the Consolidated Financial Statements based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal financial controls over financial reporting (the "**Guidance Note**") and the Standards on Auditing, to the extent applicable to an audit of internal financial controls, both issued by the Institute of Chartered Accountants of India. 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 internal financial controls 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 with reference to Consolidated Financial Statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the Consolidated Financial Statements, whether due to fraud or error. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Holding Company and subsidiary companies incorporated in India's internal financial controls with reference to Consolidated Financial Statements.

Meaning of Internal Financial Controls with reference to the Consolidated Financial Statements

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

Inherent Limitations of Internal Financial Controls with reference to the Consolidated Financial Statements

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

Opinion

In our opinion, the Holding Company and subsidiaries incorporated in India have, in all material respects, adequate internal financial controls with reference to Consolidated Financial Statements and such internal financial controls with reference to Consolidated Financial Statements were operating effectively as at March 31, 2025, based on the internal control over financial reporting criteria established by the respective companies considering the essential components of internal control stated in the Guidance Note on Audit of Internal financial controls over financial reporting issued by the Institute of Chartered Accountants of India.

For **P G BHAGWAT LLP**
Chartered Accountants
Firm Registration Number : 101118W/W100682

Abhijeet Bhagwat
Partner
Membership Number : 136835
UDIN : 25136835BMLYRV4214
Pune
April 29, 2025

Consolidated Balance Sheet as at 31 March 2025

(All amounts are in Indian rupees million unless otherwise stated)

Particulars	Note no.	31 March 2025	31 March 2024
ASSETS			
Non-current assets			
Property, plant and equipment	3	4464.911	4071.858
Capital work-in-progress	3	173.283	31.991
Goodwill	3	626.150	626.150
Intangible assets	3	579.677	46.009
Intangible assets under development	3	4.601	401.546
Financial assets			
Investments	4	697.794	945.390
Others	5	406.077	421.435
Deferred tax assets (net)	24	262.420	90.704
Other assets	6	87.636	79.800
		7302.549	**6714.883**
Current assets			
Inventories	7	2533.110	2208.522
Financial assets			
Investments	4	3584.241	4021.333
Trade receivables	8	5559.864	6432.249
Cash and cash equivalents	9	1259.191	1684.158
Other bank balances	10	552.514	442.900
Others	5	151.808	153.027
Current tax asset (net)		112.761	84.798
Other assets	6	10547.689	7075.617
Asset classified as held for sale	3	-	136.928
		24301.178	**22239.532**
TOTAL ASSETS		**31603.727**	**28954.415**
EQUITY AND LIABILITIES			
EQUITY			
Equity share capital	11	367.626	367.626
Other equity	12	13450.045	12377.073
Sub-total - total equity attributable to parent		**13817.671**	**12744.699**
Non-controlling interests		1.226	0.999
Total equity		**13818.897**	**12745.698**
LIABILITIES			
Non-current liabilities			
Financial liabilities			
Lease Liabilities	30	1503.112	1417.185
Other financial liabilities		6.393	6.393
Provisions	13	195.724	180.915
Deferred tax liabilities (net)	24	30.102	13.032
		1735.331	**1617.525**
Current liabilities			
Financial liabilities			
Trade payables	14		
(i) Total outstanding dues of micro enterprises and small enterprises		940.014	890.872
(ii) Total outstanding dues of creditors other than micro enterprises and small enterprises		3882.849	4076.696
Lease Liabilities	30	445.696	276.138
Other financial liabilities	15	491.726	631.132
Other current liabilities	16	9903.240	7929.017
Provisions	13	234.447	579.225
Current tax liabilities (net)		151.527	208.112
		16049.499	**14591.192**
TOTAL LIABILITIES		**17784.830**	**16208.717**
TOTAL EQUITY AND LIABILITIES		**31603.727**	**28954.415**
Corporate Information	1		
Summary of material accounting policies	2		
The accompanying notes are an integral part of the financial statements.			

As per our report of even date.

For P G BHAGWAT LLP
Chartered Accountants
Firm Regn. No : 101118W/W100682

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

Abhijeet Bhagwat
Partner
Membership No. : 136835

Dr. Pramod Chaudhari
Chairman
(DIN : 00196415)

Shishir Joshipura
CEO and Managing Director
(DIN : 00574970)

Sachin Raole
CFO and Director- Resources
(DIN : 00431438)

Anant Bavare
Company Secretary
(M.No. : ACS21405)

Place : Pune
Date : 29 April 2025

Consolidated Statement of Profit and Loss for the year ended 31 March 2025

(All amounts are in Indian rupees million unless otherwise stated)

Particulars	Note no.	31 March 2025	31 March 2024
INCOME			
Revenue from operations	17	32280.422	34662.784
Other income	18	508.360	434.986
Total income		**32788.782**	**35097.770**
EXPENSES			
Cost of materials consumed	19	16398.565	19121.693
Changes in inventories of finished goods, stock-in -trade and work-in-progress	20	147.399	499.463
Employee benefits expense	21	3489.015	3187.354
Finance costs	22	188.305	97.883
Depreciation and amortization expense	3	864.409	440.559
Exchange (gain) / loss		(99.505)	(159.606)
Other expenses	23	9096.631	8135.816
Total expenses		**30084.819**	**31323.162**
Profit before exceptional items and tax		**2703.963**	**3774.608**
Exceptional items	45	281.572	-
Profit before tax		**2985.535**	**3774.608**
Tax expense	24		
Current tax		943.757	917.606
Deferred tax		(147.283)	46.130
Adjustments of tax relating to earlier periods		(0.269)	(23.037)
Total tax expense		**796.205**	**940.699**
Profit for the year		**2189.330**	**2833.909**
Attributable to :			
Non-controlling interests		0.229	0.349
Owners of the company		2189.101	2833.560
Profit for the year		**2189.330**	**2833.909**
Other comprehensive income			
Items that will not be reclassified to profit and loss :			
Re-measurement of defined benefit plans		(36.967)	(59.815)
Income tax effect		8.112	12.388
		(28.855)	**(47.427)**
Items that will be reclassified to profit and loss			
Debt instruments through other comprehensive income		3.011	0.249
Income tax effect		(0.758)	(0.063)
		2.253	**0.186**
Items that will be reclassified to profit and loss :			
Exchange differences on translation of foreign operations		4.960	(2.720)
		4.960	**(2.720)**
Other comprehensive income		**(21.642)**	**(49.961)**
Total comprehensive income for the year		**2167.688**	**2783.948**
Attributable to :			
Non-controlling interests		0.229	0.349
Owners of the company		2167.459	2783.599
Earnings per equity share (Nominal value per share ₹ 2 each)	25		
(1) Basic		11.91	15.42
(2) Diluted		11.91	15.42
Corporate Information	1		
Summary of material accounting policies	2		
The accompanying notes are an integral part of the financial statements.			

As per our report of even date.

For P G BHAGWAT LLP
Chartered Accountants
Firm Regn. No : 101118W/W100682

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

Abhijeet Bhagwat
Partner
Membership No. : 136835

Dr. Pramod Chaudhari
Chairman
(DIN : 00196415)

Shishir Joshipura
CEO and Managing Director
(DIN : 00574970)

Sachin Raole
CFO and Director- Resources
(DIN : 00431438)

Anant Bavare
Company Secretary
(M.No. : ACS21405)

Place : Pune
Date : 29 April 2025

Consolidated Statement of Cash Flows for the year ended 31 March 2025

(All amounts are in Indian rupees million unless otherwise stated)

Particulars	31 March 2025	31 March 2024
A. Cash flow from operating activities		
Net profit before tax	2985.535	3774.608
Adjustments for :		
Loss / (profit) on sale of property, plant and equipment	(282.015)	(1.595)
Gain on redemption of mutual fund investments	(185.178)	(116.120)
Bad Debts / Provision for doubtful debts and advances	247.623	231.769
Excess provision / creditors written back (including advances)	(29.975)	(3.258)
Unrealised foreign exchange (gain) / loss (net)	(73.100)	(112.237)
Sundry Balances Written Off	0.014	3.188
Depreciation and amortisation	864.409	440.559
Interest earned	(169.630)	(152.995)
Unrealised gain on mutual fund investments	(92.600)	(148.502)
Interest on Lease Liability	180.480	94.012
Interest charged	4.024	0.157
Equity-settled share-based payment transactions	8.392	-
Operating profit before working capital changes	**3457.979**	**4009.586**
Changes in working capital		
(Increase) /decrease in trade receivables	672.542	(187.253)
(Increase)/decrease in inventories (including contracts in progress)	(3220.679)	239.859
(Increase)/decrease in other non-current financial assets	(157.634)	(246.089)
(Increase)/decrease in other non-current assets	(33.195)	8.142
(Increase)/decrease in current financial assets-others	10.076	44.101
(Increase)/decrease in other current assets	(575.981)	(412.227)
Increase/(decrease) in trade payables	(114.214)	(76.215)
Increase/(decrease) in other current financial liabilities	(188.507)	241.281
Increase/(decrease) in other current liabilities	1974.223	(711.720)
Increase/(decrease) in long term provisions	14.809	49.325
Increase/(decrease) in short term provisions	(381.745)	79.607
Cash generated from operations	**1457.674**	**3038.397**
Direct taxes paid (including taxes deducted at source), net of refunds	(1028.036)	(1044.543)
NET CASH FROM OPERATING ACTIVITIES	**429.638**	**1993.854**

Consolidated Statement of Cash Flows for the year ended 31 March 2025

(All amounts are in Indian rupees million unless otherwise stated)

Particulars	31 March 2025	31 March 2024
B. Cash flow from investing activities		
Purchase of property, plant and equipment and intangible assets	(870.388)	(892.738)
Investments :		
- in Equity shares	(100.000)	-
- in mutual funds	(6656.420)	(4003.211)
- in debentures & bonds	-	(347.079)
- in mutual funds	7421.388	5111.577
- in debentures & bonds	250.512	285.801
Proceeds from sale of property, plant and equipment	435.395	7.820
Interest received on investments	149.077	159.133
Investment /(redemption) in fixed deposits	82.833	(422.480)
NET CASH FROM / (USED) IN INVESTING ACTIVITIES	**712.397**	**(101.177)**
C. Cash flow from financing activities		
Proceeds from exercise of employee stock options	-	9.000
Dividend paid	(1102.194)	(826.601)
Interest on Lease Liability	(180.480)	(94.012)
Principal Payment on Leases	(321.750)	(327.119)
Interest paid	(4.024)	(0.157)
NET CASH FROM / (USED) IN FINANCING ACTIVITIES	**(1608.448)**	**(1238.889)**
Net increase/(decrease) in cash and cash equivalents (A+B+C)	**(466.413)**	**653.788**
Cash and cash equivalents at the beginning of the year (Refer Note 9)	**1684.158**	**985.814**
Add : effect of exchange rate changes on cash and cash equivalents	41.446	44.556
Cash and cash equivalents at the end of the year (Refer Note 9)	**1259.191**	**1684.158**
Notes :		
Cash outflow related to Corporate Social Responsibility (CSR) activities disclosed in Note No. 35		
The statement of cash flows has been prepared under the 'Indirect method' as set out in Ind AS 7 - Statement of Cash Flows		

As per our report of even date.
For P G BHAGWAT LLP
Chartered Accountants
Firm Regn. No : 101118W/W100682

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

Abhijeet Bhagwat
Partner
Membership No. : 136835

Dr. Pramod Chaudhari
Chairman
(DIN : 00196415)

Shishir Joshipura
CEO and Managing Director
(DIN : 00574970)

Sachin Raole
CFO and Director- Resources
(DIN : 00431438)

Anant Bavare
Company Secretary
(M.No. : ACS21405)

Place : Pune
Date : 29 April 2025

Consolidated Statement of Changes in Equity for the year ended 31 March 2025

(All amounts are in Indian rupees million unless otherwise stated)

A. Equity share capital

Balance as on 1 April 2023	Changes in equity share capital during the year	Balance as on 31 March 2024
367.426	0.200	367.626

Balance as on 1 April 2024	Changes in equity share capital during the year	Balance as on 31 March 2025
367.626	-	367.626

B. Other equity

Particulars	Reserves and Surplus										Total attributable to owners of the company	Non controlling interest	Total
	Other Reserves						General reserve	Retained earnings	Debt instruments through Other Comprehensive Income	Exchange differences on translating the financial statements of a foreign operation			
	Capital Reserve	Securities Premium Reserve	Capital redemption reserve	Amalgamation reserve	Share option outstanding account	Special Economic Zone Re-investment Reserve							
Balance at the beginning of the reporting period as at 1 April 2023	**0.033**	**1040.149**	**14.627**	**3.063**	**26.573**	**163.000**	**958.500**	**8191.395**	**(3.937)**	**19.155**	**10412.558**	**0.688**	**10413.246**
Profit for the year	-	-	-	-	-	-	-	2833.560	-	-	2833.560	0.349	2833.909
Other comprehensive income	-	-	-	-	-	-	-	(47.427)	0.186	(2.720)	(49.961)	-	(49.961)
Dividends	-	-	-	-	-	-	-	(827.923)	-	-	(827.923)	-	(827.923)
Transfer to retained earnings	-	-	-	-	-	-	-	-	-	-	-	0.005	0.005
Employee stock options exercised during the year	-	35.369	-	-	(26.569)	-	-	-	-	-	8.800	-	8.800
Equity settled share based payment to employees	-	-	-	-	(0.004)	-	-	-	-	-	(0.004)	-	(0.004)
Transfer to/ From Special Economic Zone Re-investment Reserve	-	-	-	-	-	(163.000)	-	163.000	-	-	-	-	-
Adjustment due to change in NCI	-	-	-	-	-	-	-	0.043	-	-	0.043	(0.043)	-
Balance as on 31 March 2024	**0.033**	**1075.518**	**14.627**	**3.063**	**-**	**-**	**958.500**	**10312.648**	**(3.751)**	**16.435**	**12377.073**	**0.999**	**12378.072**

Consolidated Statement of Changes in Equity for the year ended 31 March 2025

(All amounts are in Indian rupees million unless otherwise stated)

Particulars	Reserves and Surplus										Total attributable to owners of the company	Non controlling interest	Total
	Other Reserves						General reserve	Retained earnings	Debt instruments through Other Comprehensive Income	Exchange differences on translating the financial statements of a foreign operation			
	Capital Reserve	Securities Premium Reserve	Capital redemption reserve	Amalgamation reserve	Share option outstanding account	Special Economic Zone Re-investment Reserve							
Balance at the beginning of the reporting period as at 1 April 2024	**0.033**	**1075.518**	**14.627**	**3.063**	**-**	**-**	**958.500**	**10312.648**	**(3.751)**	**16.435**	**12377.073**	**0.999**	**12378.072**
Profit for the year	-	-	-	-	-	-	-	2189.101	-	-	2189.101	0.229	2189.330
Other comprehensive income	-	-	-	-	-	-	-	(28.855)	2.253	4.960	(21.642)	-	(21.642)
Dividends	-	-	-	-	-	-	-	(1102.879)	-	-	(1102.879)	-	(1102.879)
Transfer to retained earnings	-	-	-	-	-	-	-	-	-	-	-	(0.002)	(0.002)
Employee stock options exercised during the year	-	-	-	-	8.392	-	-	-	-	-	8.392	-	8.392
Balance as on 31 March 2025	**0.033**	**1075.518**	**14.627**	**3.063**	**8.392**	**-**	**958.500**	**11370.015**	**(1.498)**	**21.395**	**13450.045**	**1.226**	**13451.271**

As per our report of even date.
For P G BHAGWAT LLP
Chartered Accountants
Firm Regn. No : 101118W/W100682

Abhijeet Bhagwat
Partner
Membership No. : 136835

Place : Pune
Date : 29 April 2025

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

Dr. Pramod Chaudhari
Chairman
(DIN : 00196415)

Shishir Joshipura
CEO and Managing Director
(DIN : 00574970)

Sachin Raole
CFO and Director- Resources
(DIN : 00431438)

Anant Bavare
Company Secretary
(M.No. : ACS21405)

Notes to the Consolidated Financial Statements for the year ended 31 March 2025

1 The corporate overview

Praj Industries Limited ('PIL' or 'the Holding Company' or 'the Company') is a public company domiciled in India and incorporated under the provisions of Indian Companies Act. The Company's registered office is at "Praj Tower", S. No. 274 and 275/2, Bhumkar Chowk-Hinjewadi Road, Hinjewadi, Pune – 411057, Maharashtra, India. The Company's ordinary shares are listed on the Bombay Stock Exchange and National Stock Exchange in India.

The consolidated financial statements comprise the financial statements of the Company and its subsidiaries (together referred to as "the Group").

The Group is engaged in the business of process and project engineering. The Group caters to both domestic and international markets. Further, the Group also provides design and engineering services.

2 Material accounting policies

This note provides a list of the material accounting policies adopted in the preparation of these financial statements. These policies have been consistently applied to all the years presented, unless otherwise stated.

2.1 Basis of preparation

The financial statements of the Group comply in all material aspects with Indian Accounting Standards (Ind AS) notified under Section 133 of Companies Act, 2013 (the Act), [Companies (Indian Accounting Standards) Rules, 2015] and other relevant provisions of the Act. The Group has elected to present gains and losses arising from foreign exchange differences in a separate line item "Exchange (gain)/ loss" on the face of the statement of profit and loss.

The consolidated financial statements were authorised for issue by the Board of Directors on 29 April 2025.

2.2 Basis of measurement

The financial statements have been prepared on a historical cost basis, except for the following items, which are measured on an alternative basis on each reporting date.

Items	Measurement basis
Derivative financial instruments at fair value through profit and loss	Fair value
Certain non-derivative financial instruments at fair value through profit and loss and fair value through other comprehensive income	Fair value
Equity-settled share-based payment transactions	Grant date fair value
Defined benefit plan assets	Fair value

2.3 Functional and presentation currency

These financial statements are presented in Indian Rupees (₹), which is the Group's functional currency. All amounts are presented in millions and are rounded off to three decimal places, as per the requirements of Schedule III to the Act, unless otherwise stated.

2.4 Significant accounting judgments, estimates and assumptions

The preparation of the consolidated financial statements in conformity with Ind AS requires the management to make certain judgments, estimates and assumptions. These judgments, estimates and assumptions affect the reported amounts of revenue, expenses, current assets, non-current assets, current liabilities, non-current liabilities and disclosure of the contingent liabilities at the end of each reporting period. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities effected in future periods.

Detailed information about each of these estimates and judgements is included in relevant notes.

The areas involving critical estimates and judgements are :

- **Estimation of defined benefit obligation – Note 31**

  The cost of the defined benefit gratuity, and the present value of the gratuity obligation are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. Information about the various estimates and assumptions made in determining the present value of defined benefit obligations are disclosed in note 31.

- **Recognition of revenue – Note 27**

  The Group uses the percentage-of-completion method in accounting for fixed-price contracts for projects. Use of the percentage-of-completion method requires the Group to determine the actual efforts or costs expended to date as a proportion of the estimated total efforts or costs to be incurred. Efforts or costs expended are used to measure progress towards completion as there is a direct relationship between input and productivity. The estimation of total efforts or costs involves significant judgment and is assessed throughout the period of the contract to reflect any changes based on the latest available information.

- **Recognition of deferred tax assets – Note 24**

  The Group uses judgement based on the relevant rulings in the areas of allocation of revenue, costs, allowances and disallowances in determining the provision for income tax. The Group exercises its judgement to reassess the carrying amount of deferred tax assets at the end of each reporting period.

- **Impairment of trade receivables – Note 36**

  The Group uses a simplified approach for recognising expected credit loss. The amount of provision depends on certain parameters set by the Group in its provisioning policy. The setting up of parameters requires significant judgement and estimation. The same is reviewed by the management at a regular frequency.

Estimation and underlying assumptions are reviewed on ongoing basis. Revisions to estimates are recognised prospectively.

2.5 Current versus non-current classification

Any asset or liability is classified as current if it satisfies any of the following conditions :

i. the asset/liability is expected to be realised/ settled in the Group's normal operating cycle;

ii. the asset is intended for sale or consumption;

iii. the asset/liability is held primarily for the purpose of trading;

iv. the asset/liability is expected to be realised/ settled within twelve months after the reporting period;

v. the asset is cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least twelve months after the reporting date;

vi. in the case of a liability, the Group does not have an unconditional right to defer settlement of the liability for at least twelve months after the reporting date.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

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

For the purpose of current/non-current classification of assets and liabilities, the Group has ascertained its normal operating cycle as twelve months. This is based on the nature of services and the time between the acquisition of assets or inventories for processing and their realisation in cash and cash equivalents.

2.6 Principles of consolidation

(i) The consolidated financial statements incorporate the financial statements of the Holding Company and its subsidiaries. For this purpose, an entity which is, directly or indirectly, controlled by the Holding Company is treated as subsidiary. The Holding Company together with its subsidiaries constitute the Group. Control exists when the Holding Company,

   a. directly or indirectly, has power over the investee,

   b. is exposed to variable returns from its involvement with the investee and

   c. has the ability to use its power to affect its returns.

(ii) Consolidation of a subsidiary begins when the Holding Company, directly or indirectly, obtains control over the subsidiary and ceases when the Holding Company, directly or indirectly, loses control of the subsidiary. Income and expenses of a

Notes to the Consolidated Financial Statements for the year ended 31 March 2025

subsidiary acquired are included in the Consolidated Statement of Profit and Loss from the date the Holding Company, directly or indirectly, gains control until the date when the holding Company, directly or indirectly, ceases to control the subsidiary.

(iii) The consolidated financial statements of the Group combine financial statements of the Holding Company and its subsidiaries line-by-line by adding together the like items of assets, liabilities, income and expenses. All intra-group assets, liabilities, income, expenses and unrealised profits/losses on intra-group transactions are eliminated on consolidation. The accounting policies of subsidiaries are harmonised to ensure the consistency with the policies adopted by the Holding Company. The consolidated financial statements are presented to the extent possible, in the same manner as Holding Company's standalone financial statements. Profit or loss and other comprehensive income are attributed to the owners of the Holding Company and to the non-controlling interests, shown separately in the consolidated financial statements.

(iv) Non-controlling interests represent that part of the total comprehensive income and net assets of subsidiaries attributable to the interest, which is not owned, directly or indirectly, by the Holding Company.

(v) The gains/losses in respect of part divestment/dilution of stake in subsidiary companies not resulting in ceding of control, are recognised directly in other equity attributable to the owners of the Holding Company in the consolidated financial statements of the Group.

(vi) The gains/losses in respect of divestment of stake resulting in ceding of control in subsidiary companies are recognised in the Statement of Profit and Loss. The investment representing the interest retained in a former subsidiary, if any, is initially recognised at its fair value with the corresponding effect recognised in the Statement of Profit and Loss as on the date the control is ceded. Such retained interest is subsequently accounted as investment in an associate or a joint venture or as a financial asset.

(vii) The financial statements of all entities used for the purpose of consolidation are drawn up to same reporting date as that of the Holding Company, i.e., year ended on 31 March 2025. The subsidiaries considered in the consolidated financial statements are summarized below :

Name of the subsidiary	Country of incorporation	31-March-25	31-March-24
Praj Engineering & Infra Limited	India	99.67%	99.67%
Praj HiPurity Systems Limited	India	100.00%	100.00%
Praj GenX Limited	India	100.00%	100.00%
Praj Far East Co Limited	Thailand	100.00%	100.00%
Praj Americas Inc.	USA	100.00%	100.00%
Praj far East Philippines Inc.	Philippines	100.00%	100.00%
Praj Projects (Tanzania) Limited	Tanzania	100.00%	N.A.

2.7 Goodwill on consolidation

Goodwill arising on consolidation, of acquisitions represents the excess of (a) consideration paid for acquiring control and (b) acquisition date fair value of previously held ownership interest, if any, in a subsidiary over the Group's share in the fair value of the net assets (including identifiable intangibles) of the subsidiary as on the date of acquisition of control. Where the fair value of the identifiable assets and liabilities exceed the cost of acquisition, the excess is recognised as Capital Reserve.

Goodwill on consolidation is allocated to cash generating units or group of cash generating units that are expected to benefit from the acquisition.

After initial recognition, goodwill arising on consolidation is tested for impairment annually and measured at cost less accumulated impairment losses, if any. In the event of cessation of operations of a subsidiary, the unimpaired goodwill is written off fully.

2.8 Property, plant and equipment

- **Recognition and measurement**

  An items of property, plant and equipment (PPE) that qualifies as an asset is measured at cost of acquisition or construction less accumulated depreciation and/or accumulated impairment loss, if any.

The cost of an item of PPE comprises of its purchase price net of discounts, if any including import duties and other non-refundable taxes or levies and directly attributable cost of bringing the asset to its working condition for its intended use. Borrowing costs directly attributable to the construction of a qualifying asset are capitalised as part of the cost.

PPE under construction is disclosed as capital work-in-progress.

Advances paid towards the acquisition of PPE outstanding at each reporting date are disclosed under 'Other non-current assets'.

- **Subsequent costs**

  Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Group and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognised when replaced. The costs of the day-to-day servicing of PPE are recognised in in the statement of profit and loss as incurred.

- **Disposal**

  An item of PPE is derecognised upon disposal or when no future benefits are expected from its use or disposal. Net gains and losses on disposal of an item of PPE are determined by comparing the proceeds from disposal with the carrying amount of PPE, and are recognised within other income/ expenses in the statement of profit and loss.

- **Depreciation**

  Depreciation is calculated over the depreciable amount, which is the cost of an asset, or other amount substituted for cost, less its residual value. Depreciation is recognised in the statement of profit and loss on a straight-line basis over the estimated useful lives of each part of an item of PPE as prescribed in Schedule II of the Companies Act, 2013, or as assessed by the management of the Group based on technical evaluation. Freehold land is not depreciated.

  PPE acquired under leases is depreciated over the shorter of the lease term and their useful lives unless it is reasonably certain that the Group will obtain ownership by the end of the lease term.

  The estimated useful lives of items of PPE is mentioned below :

Asset	Useful life (in years)
Buildings	30-60
Plant and machinery	7.5-15
Computers and office equipment	3-5
Vehicles	8
Furniture and fixtures	10

2.9 Intangible assets

- **Recognition and measurement**

  Intangible assets are recognised when the asset is identifiable, is within the control of the Group, it is probable that the future economic benefits that are attributable to the asset will flow to the Group and cost of the asset can be reliably measured.

  Intangible assets are stated at original cost net of tax/duty credits availed, if any, less accumulated amortisation and cumulative impairment. All directly attributable costs and other administrative and other general overhead expenses that are specifically attributable to acquisition of intangible assets are allocated and capitalised as a part of the cost of the intangible assets.

  Internally generated intangible asset

  - Research costs are charged to the statement of profit and loss in the year in which they are incurred.
  - Development costs incurred on new products including pilot plants are recognised as intangible assets, when :

    a. feasibility has been established,

Notes to the Consolidated Financial Statements for the year ended 31 March 2025

b. the Company has committed technical, financial and other resources to complete the development, and

c. it is probable that the asset will generate future economic benefits.

- Development expenditure that does not meet the above criteria is expensed in the period in which it is incurred.
- Intangible assets not ready for the intended use on the date of the Balance Sheet are disclosed as "Intangible assets under development" and amortisation is not charged on until development is complete.
- The cost of an internally generated intangible asset is the sum of directly attributable expenditure incurred from the date when the intangible asset first meets the recognition criteria to the completion of its development.
- Interest costs incurred on qualifying assets are capitalized until the date the asset is ready for its intended use. If the borrowings are specifically for financing the asset, interest on these borrowings is capitalized. If the borrowings are general, the cost computed on the weighted average rate is capitalized.
- Internally generated intangible asset is measured at cost less accumulated amortisation and impairment, if any.
- Amortisation is not recorded on product engineering in progress until development is complete.

- **Subsequent measurement**

  Subsequent expenditure is capitalised only when it increases the future economic benefits embodied in the specific asset to which it relates.

- **Amortisation**

  Intangible Assets with finite lives are amortised on a Straight-Line basis over the estimated useful economic life. Amortisation is calculated on the cost of the asset, or other amount substituted for cost, less its residual value. The amortisation expense on intangible assets with finite lives is recognised in the Statement of Profit and Loss. The estimated useful life of intangible assets is mentioned below :

Asset	Useful life
Technical know-how	5 - 10 years
Software	5 years
Demo / Pilot Plants for new technology	5 - 10 years

  Intangible assets with indefinite useful lives are not amortised, but are tested for impairment annually, either individually or at the cash-generating unit level.

2.10 Investment property

Property that is held for long-term rental yields or for capital appreciation or both, and that is not occupied by the Group, is classified as investment property.

Investment property is initially measured and reported at cost, including transaction costs and borrowing cost capitalised for qualifying assets, in accordance with the Group's accounting policy. The cost of investment property includes its purchase price and directly attributable expenditure, if any.

Policies with respect to subsequent depreciation, useful life and disposal are followed on the same basis as stated for Property, Plant and Equipment vide 2.8 above.

2.11 Non-current asset held for sale

Non-current assets are classified as held for sale if their carrying amount is intended to be recovered principally through a sale (rather than through continuing use) when the asset is available for immediate sale in its present condition subject only to terms that are usual and customary for sale of such asset and the sale is highly probable and is expected to qualify for recognition as a completed sale within one year from the date of classification.

Non-current assets classified as held for sale are measured at lower of their carrying amount and fair value less costs to sell.

2.12 Impairment of non-financial assets

The Group assesses at each balance sheet date whether there is any indication that an asset or cash generating unit (CGU) may be impaired. If any such indication exists, the Group estimates the recoverable amount of the asset. The recoverable amount is the higher of an assets or CGU's fair value less costs of disposal or its value in use. Where the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are considered.

Impairment losses are recognised in the statement of profit and loss. They are allocated first to reduce the carrying amount of any goodwill allocated to the CGU, and then to reduce the carrying amounts of other assets in the CGU on a pro rata basis.

An impairment loss in respect of goodwill is not reversed. For other assets, an impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation, if no impairment loss had been recognised.

2.13 Inventories

Raw materials, components, stores and spares, work-in-progress and finished goods are valued at lower of cost and net realisable value. However, materials and other items held for use in the production of inventories are not written down below cost if the finished products in which they will be incorporated are expected to be sold at or above cost.

Cost of raw materials, components, stores and spares comprises cost of purchases. Cost of work-in-progress and finished goods comprises direct materials, direct labour and an appropriate proportion of variable and fixed overhead expenditure, the latter being allocated based on normal operating capacity. Cost of inventories also includes all other costs incurred in bringing the inventories to their present location and condition. Costs are assigned to individual items of inventory based on weighted average basis.

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

2.14 Cash and cash equivalents

Cash and cash equivalents in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

2.13 Revenue recognition

Revenue is recognised when performance obligation is satisfied by transferring control of promised goods or services and to the extent that it is probable that the economic benefits will flow to the Group and the revenue can be reliably measured, regardless of when the payment is being made.

Revenue is measured at the transaction price (consideration) allocated to performance obligation adjusted for returns, trade allowances, rebates, and excludes taxes collected from customer on behalf of government and amounts collected on behalf of third parties.

- **Contract revenue**

  Revenue from fixed price contracts is recognised over time, when the outcome of the contract can be estimated reliably by reference to the percentage of completion of the contract on the reporting date under input method. Percentage of completion is determined as a proportion of costs incurred-to-date to the total estimated contract costs. In respect of process technology and design and engineering contracts, percentage of completion is measured with reference to the milestones specified in the contract, which in the view of the management reflects the work performed and to the extent it is reasonably certain of recovery.

  Maintenance revenue is recognised rateably over the term of the underlying maintenance arrangement.

  Contract costs include costs that relate directly to the specific contract and costs that are attributable to the contract activity and allocable to the contract. Costs that cannot be attributed to contract activity are expensed when incurred.

Notes to the Consolidated Financial Statements for the year ended 31 March 2025

When the final outcome of a contract cannot be reliably estimated, contract revenue is recognised only to the extent of costs incurred that are expected to be recoverable. The provision for expected loss is recognised immediately when it is probable that the total estimated contract costs will exceed total contract revenue.

Variations, claims and incentives are recognised as a part of contract revenue to the extent it is probable that they will result in revenue and are capable of being reliably measured.

Determination of revenues under the percentage of completion method necessarily involves making estimates by the Group, some of which are of a technical nature, concerning, where relevant, the percentage of completion, costs to completion, the expected revenues from the project / activity and the foreseeable losses to completion.

Execution of contracts generally extends beyond accounting periods, the revision in costs and revenues estimated during the course of the contract are reflected in the accounting period in which the facts requiring the revision become known.

- **Sale of goods and rendering of services**

  Revenue from sale of goods in the course of ordinary activities is recognised when control of goods is transferred to the customer and no significant uncertainty exists regarding the amount of the consideration that will be derived from the sale of the goods and regarding its collection.

  Revenue from services is recognised as and when the related services are performed.

2.16 Other income

- **Interest income**

  Interest income from debt instruments is recognized using effective interest rate method (EIR). EIR is the rate that discounts the estimated future cash receipts over the life of the financial instrument or a shorter period, where appropriate, to the carrying amount of the financial asset.

- **Dividends**

  Dividends are recognised in the statement of profit and loss only when the right to receive the payment is established, it is probable that the economic benefits associated with the dividend will flow to the Group, and when the amount can be measured reliably.

- **Export benefits**

  Export benefits in the form of Duty Draw Back / Merchandise Exports Incentive Scheme (MEIS) / Service Exports Incentive Scheme (SEIS) claims are recognised in the statement of profit and loss on receipt basis.

2.17 Foreign currency transactions and balances

Transactions in foreign currency are recorded at exchange rates prevailing at the date of the transactions. Exchange differences arising on foreign exchange transactions settled during the year are recognised in the statement of profit and loss of the year.

Monetary assets and liabilities denominated in foreign currencies which are outstanding, as at the reporting period are translated at the closing exchange rates and the resultant exchange differences are recognised in the statement of profit and loss.

Non-monetary assets and liabilities denominated in foreign currencies that are measured in terms of historical cost are translated using the exchange rate at the date of the transaction.

The Group's consolidated financial statements are presented in Indian Rupees, which is also the functional currency of the holding Company. For each entity, the Group determines the functional currency and items included in the financial statements of each entity are measured using that functional currency

Group companies

On consolidation, the assets and liabilities of the subsidiaries are translated into Indian Rupees at the rate of exchange prevailing at the reporting date and their statements of profit and loss are translated at average exchange rates. Equity items, other than retained earnings, are translated at the spot rate in effect on each related transaction date (specific identification). Retained earnings are translated at the weighted average exchange rate for the relevant year.

The exchange differences arising on translation for consolidation are recognised in other comprehensive income.

2.18 Employee benefits

- **Short-term employee benefits**

  Employee benefits payable wholly within twelve months of rendering the service are classified as short-term employee benefits and are recognised in the period in which the employee renders the related service.

- **Post-employment benefits**

  Defined contribution plans

  Contributions to the provident fund, pension scheme, employee state insurance scheme and superannuation fund, which are defined contribution schemes, are recognised as an employee benefit expense in the statement of profit and loss in the period in which the contribution is due.

  Defined benefit plans

  The employees' gratuity scheme is a defined benefit plan. The present value of the obligation under such defined benefit plans is determined based on actuarial valuation using the projected unit credit method.

The obligation is measured at the present value of the estimated future cash flows. The discount rates used for determining the present value of the obligation under defined benefit plans, is based on the market yields on government securities as at the reporting date, having maturity periods approximating to the terms of related obligations.

Re-measurement, comprising actuarial gains and losses, the return on plan assets (excluding amounts included in net interest on the net defined benefit liability or asset) and any change in the effect of asset ceiling (if applicable) is recognised in other comprehensive income and is reflected in retained earnings and the same is not eligible to be reclassified to the statement of profit or loss.

Defined benefit costs comprising current service cost, past service cost and gains or losses on settlements are recognised in the Statement of Profit and Loss as employee benefits expense. Interest cost implicit in defined benefit employee cost is recognised in the Statement of Profit and Loss under finance costs. Gains or losses on settlement of any defined benefit plan are recognised when the settlement occurs. Past service cost is recognised as expense at the earlier of the plan amendment or curtailment and when the Group recognises related restructuring costs or termination benefits.

In case of funded plans, the fair value of the plan assets is reduced from the gross obligation under the defined benefit plans, to recognise the obligation on net basis.

Other long-term employee benefits

The liabilities for earned leave are not expected to be settled wholly within twelve months after the end of the reporting period in which the employees render the related service. They are therefore measured at present value of estimated future cash flows expected to be made by the Group and is recognised in a similar manner as in the case of defined benefit plans above.

Long-term employee benefit costs comprising current service cost and gains or losses on curtailments and settlements, re-measurements including actuarial gains and losses are recognised in the Statement of Profit and Loss as employee benefits expenses. Interest cost implicit in long-term employee benefit cost is recognised in the Statement of Profit and Loss under finance costs.

Termination benefits

Termination benefits are expensed at the earlier of when the Group can no longer withdraw the offer of those benefits and when the Group recognises costs for a restructuring. If benefits are not expected to be settled wholly within 12 months of the reporting date, then they are stated at their present fair value.

2.19 Share-based payments

The fair value of equity-settled share-based payments (such as employee stock options) is measured at the grant date and recognized as an employee benefit expense over the vesting period, with a corresponding increase in equity (employee stock option reserve).

Notes to the Consolidated Financial Statements for the year ended 31 March 2025

The vesting period is the time during which the employee must meet specific conditions to receive the award. At each reporting date, the Group reviews and updates its estimate of the number of options expected to vest, based on service and non-vesting conditions. Any changes in these estimates are reflected in the statement of profit and loss, with a corresponding adjustment to equity.

2.20 Leases

Assets taken on lease are accounted as right-of-use assets and the corresponding lease liability is recognised at the lease commencement date.

Initially the right-of-use asset is measured at cost which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, as reduced by any lease incentives received.

The lease liability is initially measured at the present value of the lease payments, discounted using the Group's incremental borrowing rate. It is remeasured when there is a change in future lease payments arising from a change in an index or a rate, or a change in the estimate of the guaranteed residual value, or a change in the assessment of purchase, extension or termination option. When the lease liability is remeasured in this way, a corresponding adjustment is made to the carrying amount of the right-of-use asset or is recorded in the statement of profit or loss if the carrying amount of the right-of-use asset has been reduced to zero.

The right-of-use asset is measured by applying cost model i.e. right-of-use asset at cost less accumulated depreciation and cumulative impairment, if any. The right-of-use asset is depreciated using the straight-line method from the commencement date to the end of the lease term or useful life of the underlying asset whichever is earlier. Carrying amount of lease liability is increased by interest on lease liability and reduced by lease payments made.

Lease payments associated with following leases are recognised as expense on straight-line basis :

(i) Low value leases; and

(ii) Leases which are short-term.

Assets given on lease are classified either as operating lease or as finance lease. A lease is classified as a finance lease if it transfers substantially all the risks and rewards incidental to ownership of an underlying asset. Asset held under finance lease is initially recognised in balance sheet and presented as a receivable at an amount equal to the net investment in the lease. Finance income is recognised over the lease term. A lease which is not classified as a finance lease is an operating lease. The Group recognises lease payments in case of assets given on operating leases as income on a straight-line basis. The Group presents underlying assets subject to operating lease in its balance sheet under the respective class of asset.

2.21 Borrowing costs

Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds. Borrowing cost also includes exchange differences to the extent regarded as an adjustment to the borrowing costs.

Borrowing costs directly attributable to the acquisition, construction or production of a qualifying asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalised during the period of time that is required to complete and prepare the asset for its intended use or sale. All other borrowing costs are expensed in the period in which they are incurred.

2.22 Income tax

Income tax expense comprises current and deferred tax. It is recognised in the statement of profit and loss except to the extent that it relates to a business combination, or items recognised directly in equity or in OCI.

- **Current tax**

  Current tax comprises the expected tax payable or receivable on the taxable income or loss for the year and any adjustment to the tax payable or receivable in respect of previous years.

Current tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that were enacted at the reporting date. Current tax assets and liabilities are offset only if certain criteria are met, and such offsetting is legally enforceable

- **Deferred tax**

Deferred tax is provided using the balance sheet method on temporary differences between the carrying amounts of assets and liabilities in the Financial Statements and the corresponding tax bases used in the computation of taxable profit.

Deferred tax is recognized on all deductible and taxable temporary differences between the accounting income and the taxable income for the year. The tax effect is calculated on the accumulated deductible temporary differences at the end of the accounting period based on prevailing enacted or subsequently enacted regulations.

Deferred tax liabilities are recognized for all taxable temporary differences. Deferred tax assets are recognized for deductible temporary differences only to the extent there is reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realized.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilized. Unrecognized deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

2.23 Provisions and contingencies

Provisions are recognised only when :

a. the Group has a present obligation (legal or constructive) as a result of a past event; and

b. it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation; and

c. a reliable estimate can be made of the amount of the obligation.

Provision is measured using the cash flows estimated to settle the present obligation and when the effect of time value of money is material, the carrying amount of the provision is the present value of those cash flows. Reimbursement expected in respect of expenditure required to settle a provision is recognised only when it is virtually certain that the reimbursement will be received.

Contingent liability is disclosed in case of :

- a present obligation arising from past events, when it is not probable that an outflow of resources will be required to settle the obligation.
- present obligation arising from past events, when no reliable estimate is possible
- a possible obligation arising from past events where the probability of outflow of resources is not remote.

Contingent asset is not recognised in the financial statements. A contingent asset is disclosed, where an inflow of economic benefits is probable.

Provisions, contingent liabilities and contingent assets are reviewed at each balance sheet date.

Notes to the Consolidated Financial Statements for the year ended 31 March 2025

2.24 Earnings per share (EPS)

Basic EPS is calculated by dividing the profit for the year attributable to equity holders of the Group by the weighted average number of equity shares outstanding during the financial year.

Diluted Earnings per share is calculated by dividing net profit attributable to the equity shareholders of the Group with the weighted average number of shares outstanding during the financial year, adjusted for effects of diluting potential equity shares towards ESOP plan..

2.25 Fair value measurement

Fair value is the price at which an asset could be sold, or a liability transferred, in an orderly transaction between market participants on the measurement date.

The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either :

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability.

The principal or the most advantageous market must be accessible by the Group. The fair value of an asset or a liability is measured using those assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset considers a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another.

The Group uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs.

- Level 1 - Quoted (unadjusted) market prices in active markets for identical assets or liabilities.
- Level 2 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable.
- Level 3 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Group determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

For the purpose of fair value disclosures, the Group has determined classes of assets and liabilities based on the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

2.26 Financial instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

1. **Financial assets**

   I. **Initial recognition and measurement :**

   All financial assets are initially measured at fair value. However, trade receivables that do not contain a significant financing component are measured at transaction price. In case of financial assets not recorded at fair value through profit or loss (FVTPL), transaction cost is attributed to the acquisition value of the financial asset. Transaction cost of financial assets carried at FVTPL is expensed in the statement of profit and loss.

   II. **Subsequent measurement :**

   For subsequent measurement, the Company classifies its financial assets in the following measurement categories :

   - Financial assets measured at amortised cost.
   - Financial assets measured at fair value (either through OCI, or through profit or loss);

The classification depends on the Group's business model for managing the financial assets and the contractual terms of cash flows.

i. Financial assets measured at amortised cost

A financial asset is measured at the amortised cost if both the following conditions are met :

a. The Group's business model objective for managing the financial asset is to hold financial assets to collect contractual cash flows, and

b. The contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

This category applies to cash and bank balances, trade receivables, loans and other financial assets of the Group (Refer note 35 for further details). Such financial assets are subsequently measured at amortised cost using the effective interest method. The effect of the amortisation under effective interest method is recognised as interest income over the relevant period of the financial asset under other income in the Statement of Profit and Loss. The amortised cost of a financial asset is also adjusted for loss allowance, if any.

ii. Financial assets measured at fair value through other comprehensive income (FVTOCI)

A financial asset is measured at FVTOCI if both of the following conditions are met :

a. The Group's business model objective for managing the financial asset is achieved both by collecting contractual cash flows and selling the financial assets, and

b. The contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

This category applies to certain investments in debt instruments (Refer note 35 for further details). Such financial assets are subsequently measured at fair value at each reporting date. Fair value changes are recognised in the Other Comprehensive Income (OCI). However, the Group recognises interest income and impairment losses and its reversals in the Statement of Profit and Loss.

On derecognition of such financial assets, cumulative gain or loss previously recognised in OCI is reclassified from equity to Statement of Profit and Loss.

Further, the Group, through an irrevocable election at initial recognition, may measure certain investments in equity instruments at FVTOCI (Refer note 35 for further details). The Group has made such election on an instrument-by-instrument basis. These equity instruments are neither held for trading nor are contingent consideration recognised under a business combination. Pursuant to such irrevocable election, subsequent changes in the fair value of such equity instruments are recognised in OCI. However, the Group recognises dividend income from such instruments in the Statement of Profit and Loss when the right to receive payment is established, it is probable that the economic benefits will flow to the Group and the amount can be measured reliably. On derecognition of such financial assets, cumulative gain or loss previously recognised in OCI is not reclassified from the equity to Statement of Profit and Loss. However, the Group may transfer such cumulative gain or loss into retained earnings within equity.

iii. Financial assets measured at fair value through profit or loss (FVTPL)

A financial asset is measured at FVTPL unless it is measured at amortised cost or at FVTOCI as explained above. This is a residual category applied to all other investments of the Group excluding investments in subsidiary and associate companies (Refer note 35 for further details).

Such financial assets are subsequently measured at fair value at each reporting date. Fair value changes are recognised in the Statement of Profit and Loss.

III. Derecognition

A financial asset is derecognised when the right to receive cash flows from the assets has expired, or has been transferred, and the Group has transferred substantially all the risks and rewards of ownership..

In cases where Company has neither transferred nor retained substantially all the risks and rewards of the financial asset, but retains control of the financial asset, the Group continues to recognise such financial asset to the extent

Notes to the Consolidated Financial Statements for the year ended 31 March 2025

of its continuing involvement in the financial asset. In that case, the Group also recognises an associated liability. The financial asset and the associated liability are measured on a basis that reflects the rights and obligations that the Group has retained.

IV. Impairment of financial assets

The Group applies expected credit loss (ECL) model for measurement and recognition of impairment loss on the assets carried at amortised cost and FVTOCI debt instruments. The impairment methodology applied depends on whether there has been a significant increase in credit risk. Note 36 details how the Group determines whether there has been a significant increase in credit risk.

For trade receivables alone, the Group applies the simplified approach permitted by 'Ind AS 109 - Financial instruments', which requires expected lifetime losses to be recognised from initial recognition of the receivables.

2. Non-derivative financial liabilities

I. Initial recognition and measurement

All non-derivative financial liabilities are initially measured at fair value. In case of non-derivative financial liabilities not recorded at fair value through profit or loss (FVTPL), transaction cost is attributed to the acquisition of the financial liability. Transaction cost of non-derivative financial liabilities carried at FVTPL is expensed in the statement of profit and loss.

II. Subsequent measurement

All financial liabilities of the Group are subsequently measured at amortised cost using the effective interest method (Refer note 35 for further details). The cumulative amortisation using the effective interest method of the difference between the initial recognition amount and the maturity amount is added to the initial recognition value (net of principal repayments, if any) of the financial liability over the relevant period of the financial liability to arrive at the amortised cost at each reporting date. The corresponding effect of the amortisation under effective interest method is recognised as interest expense under finance cost in the Statement of Profit and Loss.

III. Derecognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expired. When an existing financial liability is replaced by another liability from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of profit or loss.

3. Offsetting of financial assets and financial liabilities

Financial assets and financial liabilities are offset, and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

4. Financial guarantee contracts

Financial guarantee contracts are recognised as a financial liability at the time the guarantee is issued. The liability is initially measured at fair value and subsequently at the higher of the amount determined in accordance with 'Ind AS 37 - Provisions, contingent liabilities and contingent assets' and the amount initially recognised less cumulative amortisation, where appropriate.

The fair value of financial guarantees is determined as the present value of the difference in net cash flows between the contractual payments under the debt instrument and the payments that would be required without the guarantee, or the estimated amount that would be payable to a third party for assuming the obligations.

2.27 Cash dividend to equity holders

The Group recognises a liability to make cash distributions to equity holders when the distribution is authorised, and the distribution is no longer at the discretion of the Group. As per the Companies Act, 2013, a distribution is authorised when it is approved by the shareholders. A corresponding amount is recognised directly in equity.

2.28 Government grant

Government grants are recognised at their fair value when there is a reasonable assurance that the grant will be received, and Company will comply with all attached conditions.

Government grants relating to income, are deferred and are recognised as other income in profit or loss in the period in which such costs that these grant intends to compensate, are incurred.

Government grants relating to purchase of property, plant and equipment are initially recognised as deferred income at fair value. Subsequently, the grant is recognised as income in profit and loss on a systematic basis over the useful life of the asset.

2.29 New and amended standards

The Ministry of Corporate Affairs vide notification dated 9 September 2024 and 28 September 2024 notified the Companies (Indian Accounting Standards) Second Amendment Rules, 2024 and Companies (Indian Accounting Standards) Third Amendment Rules, 2024, respectively, which amended/ notified certain accounting standards, and are effective for annual reporting periods beginning on or after 1 April 2024 :

- Insurance contracts - Ind AS 117; and
- Lease Liability in Sale and Leaseback – Amendments to Ind AS 116

These amendments did not have any impact on the amounts recognised in current or prior periods and are not expected to significantly affect the future periods.

2.30 Standards issued but not effective

The Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules. For the year ended March 31, 2025, MCA has not notified any new standards or amendments to existing standards that significantly impact the Group.

Notes to the Consolidated Financial Statements for the year ended 31 March 2025

(All amounts are in Indian rupees million unless otherwise stated)

3 Property, plant and equipment, intangible assets, investment property, capital work-in-progress and intangible asset under development

	Property, plant and equipment														Intangible Assets				Goodwill	Investment property	Grand total
	Land		Land Freehold	Buildings		Plant and machinery		Computers and office equipment		Vehicles		Furniture and fixtures		Total	Tech-nical know-how	Software	Demo/ Pilot Plant	Total		Land (Freehold)	
	Lease-hold Refer note 1	Right-of-Use		Owned	Right-of-Use	Owned	Right-of-Use	Owned	Right-of-Use	Owned	Right-of-Use	Owned	Right-of-Use								
Gross block																					
As at 1 April 2024	11.000	243.954	370.517	1,624.461	1,391.556	2,483.417	374.971	356.676	158.349	33.826	135.764	293.571	57.964	7,536.016	93.753	171.671	-	265.424	822.712	-	8,624.152
Additions during the year	-	-	-	110.924	96.733	362.101	389.043	82.760	63.359	31.144	58.645	25.725	-	1,220.434	-	7.146	580.003	587.149	-	-	1,807.582
Deletions during the year	-	-	-	-	83.586	33.129	-	1.620	76.736	1.908	9.627	1.279	-	207.885	-	-	-	-	-	-	207.885
As at 31 March 2025	11.000	243.954	370.517	1,735.385	1,404.703	2,812.389	764.014	437.816	144.972	63.062	184.782	318.007	57.964	8,548.565	93.753	178.816	580.003	852.573	822.712	-	10,223.849
Accumulated depreciation and amortisation																					
As at 1 April 2024	1.371	203.970	-	657.126	246.200	1,592.582	18.457	316.578	106.986	25.404	33.279	250.627	11.578	3,464.158	93.753	125.662	-	219.415	196.562	-	3,880.135
Charge for the year	0.122	11.616	-	55.790	328.053	170.238	97.751	29.836	52.334	5.879	39.493	8.224	11.593	810.929	-	13.870	39.610	53.480	-	-	864.409
Depreciation on deletions	-	-	-	-	81.634	26.115	-	1.360	76.736	1.908	2.401	1.279	-	191.433	-	-	-	-	-	-	191.433
As at 31 March 2025	1.493	215.586	-	712.916	492.619	1,736.705	116.208	345.054	82.584	29.375	70.371	257.572	23.171	4,083.654	93.753	139.532	39.610	272.895	196.562	-	4,553.111
Net carrying value																					
As at 31 March 2025	9.507	28.368	370.517	1,022.469	912.084	1,075.684	647.806	92.762	62.388	33.687	114.411	60.435	34.793	4,464.911	-	39.284	540.393	579.678	626.150	-	5,670.738
As at 31 March 2024	9.629	39.984	370.517	967.335	1,145.36	890.835	356.514	40.098	51.363	8.422	102.485	42.934	46.386	4,071.858	-	46.009	-	46.009	626.150	-	4,744.017

Note :

1. The land has been taken on a long term lease i.e. for 99 years.
2. Refer Note 26 for capital commitments for the acquisition of property plant and equipment.
3. The title deeds of immovable properties are held in the name of the respective companies of the Group.

Notes to the Consolidated Financial Statements for the year ended 31 March 2025

(All amounts are in Indian rupees million unless otherwise stated)

3 Property, plant and equipment, intangible assets, investment property, capital work-in-progress and intangible asset under development

	Property, plant and equipment														Intangible Assets				Goodwill	Investment property	Grand total
	Land		Land Freehold	Buildings		Plant and machinery		Computers and office equipment		Vehicles		Furniture and fixtures		Total	Tech-nical know-how	Software	Demo/ Pilot Plant	Total		Land (Freehold)	
	Lease-hold Refer note 1	Right-of-Use		Owned	Right-of-Use	Owned	Right-of-Use	Owned	Right-of-Use	Owned	Right-of-Use	Owned	Right-of-Use								
Gross block																					
As at 1 April 2023	11.000	243.954	370.517	1,550.067	154.826	2,053.628	45.273	335.521	149.670	50.783	57.872	281.286	57.100	5,361.497	93.753	152.667	-	246.420	822.712	136.928	6,567.557
Additions / adjustments	-	-	-	74.394	1,236.730	436.240	329.698	25.414	20.440	1.822	81.242	12.275	0.864	2,219.119	-	19.004	-	19.004	-	-	2,238.123
Deletions	-	-	-	-	-	6.451	-	4.259	11.761	18.779	3.350	-	-	44.600	-	-	-	-	-	-	44.600
Classified as Asset held for sale														-				-		136.928	136.928
As at 31 March 2024	11.000	243.954	370.517	1,624.461	1,391.556	2,483.417	374.971	356.676	158.349	33.826	135.764	293.561	57.964	7,536.016	93.753	171.671	-	265.424	822.712	-	8,624.152
Accumulated depreciation and amortisation																					
As at 1 April 2023	1.248	182.483	-	603.335	61.750	1,476.465	5.564	305.416	69.469	38.315	8.732	242.572	0.156	2,995.505	93.386	113.864	-	207.250	196.5620	-	3,399.317
Charge for the year	0.123	21.487	-	53.791	105.807	120.388	12.893	15.421	49.278	3.909	25.818	8.055	11.422	428.392	0.367	11.798	-	12.165	-	-	440.557
Deletions / Adjustments	-	-	-	-	-	4.271	-	4.259	11.761	16.820	1.271	-	-	38.382	-	-	-	-	-	-	38.382
Adjustments					78.643									78.643				-			78.643
As at 31 March 2024	1.371	203.970	-	657.126	246.200	1,592.582	18.457	316.578	106.986	25.404	33.279	250.627	11.578	3,464.158	93.753	125.662	-	219.415	196.562	-	3,880.135
Net carrying value																					
As at 31 March 2024	9.629	39.984	370.517	967.335	1,145.356	890.835	356.514	40.098	51.363	8.422	102.485	42.934	46.386	4,071.858	-	46.009	-	46.009	626.150	-	4,744.017
As at 31 March 2023	9.752	61.471	370.517	946.732	93.076	577.163	39.709	30.105	80.201	12.468	49.140	38.714	56.944	2,365.992	0.367	38.803	-	39.170	626.150	136.928	3,168.240

Note :

1. The land has been taken on a long term lease i.e. for 99 years.
2. Refer Note 26 for capital commitments for the acquisition of property plant and equipment.
3. Before the reporting date of the previous year, the management had confirmed its intention to sell the land located at Nasrapur, Pune. Accordingly, the said investment property was classified as an asset held for sale and was measured at the lower of its carrying amount and fair value less costs to sell.
4. Adjustment represents depreciation capitalised in Plant and Machinery (Owned).
5. The title deeds of immovable properties are held in the name of the respective companies of the Group.

Notes to the Consolidated Financial Statements for the year ended 31 March 2025

(All amounts are in Indian rupees million unless otherwise stated)

3 Property, plant and equipment, intangible assets, investment property, capital work-in-progress and intangible asset under development

Details of capital work-in-progress and intangible assets under development

Particulars	31 March 2025		31 March 2024	
	Capital work-in-progress	Intangible assets under development	Capital work-in-progress	Intangible assets under development
Balance at start of the year	31.991	401.546	68.724	0.763
Add : Additions during the year	312.446	171.232	225.405	400.783
Less : Capitalised/expense out during the year	171.154	568.177	262.138	-
Balance at the end of the year	**173.283**	**4.601**	**31.991**	**401.546**

i. Capital work-in-progress are assets not ready for use. Capital work-in-progress (CWIP) mainly comprises of :

a. Building under construction ₹ 33.413 (31 March 2024 22.818)

b. Plant & Machinery not ready to use ₹ 123.886 (31 March 2024 ₹ NIL)

c. Network Equipment ₹ 8.007 (31 March 2024 ₹ 3.622)

d. Furniture & Fixture under construction ₹ 1.587 (31 March 2024 : 5.551)

e. Jetty ₹ 6.390 (31 March 2024 : NIL)

ii. Intangible asset under development are assets not ready for use. Intangible asset under development comprises of :

a. 100 TPD Lactic Acid pilot plant for new technology under development at Jejuri location of ₹ NIL (31 March 2024 : 398.496) (Refer Note 2.9 for internally generated intangible assets)

b. software under development of ₹ 4.601 (31 March 2024 :3.050)

Refer Note 37C for ageing

Goodwill Impairment testing

Goodwill pertains to Praj HiPurity Systems Limited which is tested for impairment at the entity level ('CGU'). Value-in-use is determined based on discounted future cash flows. The key assumptions used for the calculations are as follows :

Particulars	31 March 2025	31 March 2024
Long-term growth rate	6%	8%
Discounting rate	15%	13%

The estimated recoverable amount of the CGU exceeded its carrying amount. Reasonable sensitivities in key assumptions are unlikely to cause the carrying amount to exceed the recoverable amount of the cash generating units.

(All amounts are in Indian rupees million unless otherwise stated)

4 Investments

	31 March 2025	31 March 2024
Non-current investments		
(i) Investments at fair value through other comprehensive income (FVOCI)		
Unquoted Investment in Equity Shares		
Investment in TruAlt Company	100.000	-
Total	**100.000**	**-**
(ii) Investments at amortised cost		
Quoted investments in non-convertible debentures / bonds :		
10 Bonds issued by HDFC Bank Limited Unsecured Non-Convertible Bonds Basel III Tier 2, Coupon 7.84% (31 March 2024 : 10 bonds)	100.084	102.267
NIL Bonds issued by HDB Financial Services Limited Unsecured Non-Convertible Bonds Coupon 7.99% (31 March 2024 : 2,500 bonds)	-	250.000
NIL Bonds issued by HDB Financial Services Limited Unsecured Non-Convertible Bonds Coupon 6% (31 March 2024 : 100)	-	98.425
Total	**100.084**	**450.692**
(iii) Investments at fair value through other comprehensive income (FVOCI)		
Quoted investments in non-convertible debentures / bonds :		
250 Bonds issued by SBI Bank Unsecured Non-Convertible Perpetual Bonds Series IV, Coupon 7.73% (31 March 2024 : 250 bonds)	248.925	247.292
50 Bonds issued by State Bank of India Unsecured Non-Convertible Perpetual Bonds Series II, Coupon 7.73% (31 March 2024 : 50 bonds)	49.785	49.458
90 Bonds issued by State Bank of India Unsecured Non-Convertible Perpetual Bonds Series I, Coupon 7.74% (31 March 2024 : 90 bonds)	89.577	89.140
30 Bonds issued by State Bank of India Unsecured Non-Convertible Perpetual Bonds Series I, Coupon 7.74% (31 March 2024 : 30 bonds)	29.859	29.713
50 Bonds issued by State Bank of India Unsecured Non-Convertible Perpetual Bonds Series I, Coupon 7.74% (31 March 2024 : 50 bonds)	49.765	49.522
3 Bonds issued by State Bank of India Unsecured Non-Convertible Perpetual Bonds (31 March 2024 : 3 bonds)	29.799	29.573
Total	**497.710**	**494.698**
Total non-current	**697.794**	**945.390**
Current investments		
(i) Investments at amortised cost		
Quoted investments in non-convertible debentures / bonds :		
NIL bonds issued by GOI Unsecured Non-Convertible Perpetual Bonds TBILL Zero Coupon Bonds (31 March 2024 : 2,500,000 Bonds)	-	246.472
2,500 Bonds issued by HDB Financial Services Limited Unsecured Non-Convertible Bonds Coupon 7.99% (31 March 2024 : NIL bonds)	250.000	-
100 Bonds issued by HDB Financial Services Limited Unsecured Non-Convertible Bonds Coupon 6% (31 March 2024 : NIL)	96.570	-
Total	**346.570**	**246.472**

Notes to the Consolidated Financial Statements for the year ended 31 March 2025

(All amounts are in Indian rupees million unless otherwise stated)

4 Investments (Contd.)

	31 March 2025	31 March 2024
Current investments		
(i) Investments at fair value through profit and loss (FVTPL)		
Quoted mutual funds		
HDFC MONEY MARKET FUND - DIRECT PLAN - 9087.17 Units (31 March 2024 : NIL Units)	51.922	-
IDFC FLOATING RATE FUND DIRECT PLAN-GROWTH - NIL Units (31 March 2024 : 9,999,500.025 Units)	-	117.984
UTI FLOATER FUND-DIRECT GROWTH PLAN - 81,739.196 Units (31 March 2024 : 81,739.196 Units)	125.314	116.511
ADITYA BIRLA SUN LIFE FLOATING RATE FUND-GROWTH-DIRECT PLAN- NIL Units (31 March 2024 : 710,730.268 Units)	-	226.966
ICICI PRUDENTIAL SAVING FUND - GROWTH - NIL Units (31 March 2024 : 116,649.927 Units)	-	57.569
HSBC ULTRA SHORT DURATION FUND DIRECT GROWTH - NIL Units (31 March 2024 : 4,393.345 Units)	-	5.494
UTI ARBITRAGE FUND -DIRECT GROWTH PLAN - NIL Units (31 March 2024 : 1,707,133.447 Units)	-	57.924
SBI ARBITRAGE OPPORTUNITIES FUND - DIRECT PLAN -GROWTH - NIL Units (31 March 2024 : 1,559,108.773 Units)	-	51.036
NIPPON INDIA ARBITRAGE FUND -DIRECT GROWTH PLAN - NIL Units (31 March 2024 : 1,921,089.240 Units)	-	50.210
KOTAK MONEY MARKET FUND-DIRECT PLAN-GROWTH - 23,365.87 Units (31 March 2024 : NIL Units)	103.871	-
AXIS MONEY MARKET FUND DIRECT GROWTH PLAN - 127,677.2 Units (31 March 2024 : NIL Units)	180.786	-
NIPPON MONEY MARKET FUND-DIRECT GROWTH - NIL Units (31 March 2024 : 13,091.087 Units)	-	50.025
FRANKLIN INDIA SAVING FUND RETAIL OPTION-DIRECT PLAN-GROWTH - NIL Units (31 March 2024 : 6,700,425.676 Units)	-	315.618
FRANKLIN INDIA SAVING FUND SUPER INSTITUTIONAL PLAN-DIRECT PLAN-GROWTH - NIL Units (31 March 2024 : 31,266.548 Units)	-	113.400
HDFC ULTRA SHORT TERM FUND-DIRECT GROWTH - NIL Units (31 March 2024 : 3,558,591.590 Units)	-	50.136
ICICI PRUDENTIAL MONEY MARKET FUND - GROWTH - NIL Units (31 March 2024 : 155,690.751 Units)	-	53.792
HSBC ULTRA SHORT DURATION FUND DIRECT GROWTH - NIL Units (31 March 2024 : 45,036.922 Units)	-	56.322
INVESCO INDIA ARBITRAGE FUND-DIRECT PLAN - NIL Units (31 March 2024 : 6,596,354.934 Units)	-	206.935
NIPPON INDIA ULTRA SHORT DURATION FUND-DIRECT GROWTH PLAN - NIL Units (31 March 2024 : 12,435.826 Units)	-	50.143
HSBC ULTRA SHORT DURATION FUND -DIRECT GROWTH - NIL Units (31 March 2024 : 44,996.263 Units)	-	56.271
NIPPON INDIA FLOATING RATE FUND-GROWTH PLAN OPTION - 2,667,301.523 Units (31 March 2024 : 2,667,301.523 Units)	117.710	108.688
SBI FLOATING RATE DEBT FUND DIRECT PLAN GROWTH - NIL Units (31 March 2024 : 9,015,706.168 Units)	-	109.442

Notes to the Consolidated Financial Statements for the year ended 31 March 2025

(All amounts are in Indian rupees million unless otherwise stated)

4 Investments (Contd.)

	31 March 2025	31 March 2024
HDFC FLOATING RATE DEBT FUND REGULAR PLAN GROWTH - NIL Units (March 2024 : 4,786,864.830 Units)	-	215.810
INVESCO INDIA MONEY MARKET FUND-DIRECT PLAN GROWTH - NIL Units (March 2024 : 56,471.741 Units)	-	162.074
ADITYA BIRLA SUN LIFE ARBITRAGE FUND-GROWTH-DIRECT PLAN - NIL Units (March 2024 : 3,897,613.536 Units)	-	101.459
DSP ARBITRAGE FUND-DIRECT GROWTH - NIL Units (31 March 2024 : 3,608,885.529 Units)	-	51.448
DSP LIQUIDITY FUND-DIRECT PLAN-GROWTH - NIL Units (31 March 2024 : 14,605.219 Units)	-	50.408
HDFC MONEY MARKET FUND-DIRECT PLAN-GROWTH - NIL Units (31 March 2024 : 30,110.680 Units)	-	159.588
HDFC ARBITRAGE FUND-WHOLSALE PLAN-GROWTH-DIRECT PLAN - NIL Units (31 March 2024 : 5,596,009.332 Units)	-	102.776
ICICI PRUDENTIAL EQUITY ARBITRAGE FUND DIRECT PLAN-GROWTH - NIL Units (31 March 2024 : 1,533,816.206 Units)	-	51.359
INVESCO INDIA ARBITRAGE FUND REGULAR GROWTH - NIL Units (31 March 2024 : 1,723,136.683 Units)	-	50.407
KOTAK EQUITY ARBITRAGE FUND-GROWTH (REGULAR PLAN) - NIL Units (31 March 2024 : 2,939,844.835 Units)	-	100.850
KOTAK FLEXI DEBT REGULAR PLAN - NIL Units (31 March 2024 : 2,759,183.027 Units)	-	100.396
NIPPON INDIA LIQUID FUND DIRECT PLAN -GROWTH PLAN - NIL Units (31 March 2024 : 58.303 Units)	-	0.345
AXIS ARBITRAGE FUND-REGULAR GROWTH - NIL Units (31 March 2024 : 2,914,252.580 Units)	-	50.003
BANDHAN ARBITRAGE FUND-GROWTH-(REGULAR PLAN) (ERSTWHILE IDFC ARBITRAGE FUND GROWTH-REGULAR PLAN) - NIL Units (31 March 2024 : 1,679,442.267 Units)	-	50.001
HSBC ARBITRAGE FUND-DIRECT GROWTH (FORMERLY KNOWN AS L&T ARBITRAGE OPPORTUNITIES FUND-DIRECT GROWTH) - NIL Units (31 March 2024 : 5,548,126.873 Units)	-	102.842
MIRAE ASSETS ARBITRAGE FUND-REGULAR PLAN GROWTH - NIL Units (31 March 2024 : 4,209,252.409 Units)	-	50.410
MIRAE ASSETS ARBITRAGE FUND-DIRECT GROWTH - NIL Units (31 March 2024 : 8,146,599.194 Units)	-	100.219
ADITYA BIRLA SUN LIFE LIQUID FUND-GROWTH-DIRECT PLAN - 120,155.075 Units (31 March 2024 : NIL Units)	50.303	-
ADITYA BIRLA SUN LIFE MONEY MANAGER FUND - DIRECT PLAN - 81,635.08 Units (31 March 2024 : NIL Units)	29.998	-
DSP LOW DURATION FUND - DIRECT PLAN - 10,360,369.746 Units (31 March 2024 : NIL Units)	207.885	-
DSP LIQUIDITY FUND- DIRECT PLAN - 13,566.585 Units (31 March 2024 : NIL Units)	50.309	-
DSP SAVING FUND-DIRECT PLAN - 375,805.204 Units (31 March 2024 : NIL Units)	20.010	-
BAJAJ FINSERV LIQUID FUND - DIRECT PLAN - GROWTH - 89426.96 Units (31 March 2024 : NIL Units)	101.236	-

Notes to the Consolidated Financial Statements for the year ended 31 March 2025

(All amounts are in Indian rupees million unless otherwise stated)

4 Investments (Contd.)

	31 March 2025	31 March 2024
BAJAJ FINSERV MONEY MARKET FUND - DIRECT PLAN - 26374.742 Units (31 March 2024 : NIL Units)	30.016	-
HDFC LIQUID FUND - DIRECT PLAN - GROWTH - 9878.266 Units (31 March 2024 : NIL Units)	50.305	-
MIRAE ASSET MONEY MARKET FUND - DIRECT PLAN - GROWTH - 82957.985 Units (31 March 2024 : NIL Units)	103.914	-
MIRAE ASSET LIQUID FUND - DIRECT PLAN - GROWTH - 36956.691 Units (31 March 2024 : NIL Units)	101.243	-
ICICI PRUDENTIAL EQUITY ARBITRAGE FUND - DIRECT PLAN - GROWTH - 1,449,450.779 Units (31 March 2024 : NIL Units)	52.389	-
ICICI PRUDENTIAL MONEY MARKET FUND- DIRECT PLAN-GROWTH - 275,862.051 Units (31 March 2024 : NIL Units)	103.853	-
ICICI PRUDENTIAL LIQUID FUND- DIRECT PLAN-GROWTH - 131,031.382 Units (31 March 2024 : NIL Units)	50.274	-
INVESCO INDIA LOW DURATION FUND- DIRECT PLAN-GROWTH - 40,438.606 Units (31 March 2024 : NIL Units)	156.088	-
INVESCO INDIA MONEY MARKET FUND- DIRECT PLAN-GROWTH - 6,474.501 Units (31 March 2024 : NIL Units)	20.010	-
KOTAK LIQUID FUND - DIRECT PLAN-GROWTH - 9602.78 Units (31 March 2024 : NIL Units)	50.313	-
NIPPON INDIA LIQUID FUND - DIRECT PLAN-GROWTH - 15,952.854 Units (31 March 2024 : NIL Units)	101.251	-
HSBC LIQUID FUND - DIRECT PLAN-GROWTH - 19,464.61 Units (31 March 2024 : NIL Units)	50.303	-
FRANKLIN INDIA LIQUID FUND- DIRECT PLAN-GROWTH - 39,059.003 Units (31 March 2024 : NIL Units)	152.201	-
FRANKLIN INDIA MONEY MARKET FUND- DIRECT PLAN-GROWTH - 9,84,193.071 Units (31 March 2024 : NIL Units)	50.025	-
UTI LOW DURATION FUND - DIRECT PLAN-GROWTH - 29,438.498 Units (31 March 2024 : NIL Units)	103.911	-
AXIS TREASURY ADVANTAGE FUND - DIRECT PLAN-GROWTH - 65,697.592 Units (31 March 2024 : NIL Units)	208.604	-
BANDHAN LIQUID FUND - DIRECT PLAN-GROWTH - 16,058.404 Units (31 March 2024 : NIL Units)	50.303	-
BANDHAN LOW DURATION FUND- DIRECT PLAN-GROWTH - 4,037,576.365 Units (31 March 2024 : NIL Units)	156.311	-
BANDHAN ULTRA SHORT TERM FUND- DIRECT PLAN-GROWTH - 1,985,643.087 Units (31 March 2024 : NIL Units)	30.015	-
BARODA BNP PARIBAS MONEY MARKET FUND- DIRECT PLAN-GROWTH - 77,741.057 Units (31 March 2024 : NIL Units)	106.641	-
BARODA BNP PARIBAS ULTRA SHORT DURATION FUND- DIRECT PLAN-GROWTH - 13,053.519 Units (31 March 2024 : NIL Units)	20.010	-
BARODA BNP PARIBAS LIQUID FUND-DIRECT GROWTH- DIRECT PLAN-GROWTH - 16,822.004 Units (31 March 2024 : NIL Units)	50.309	-
PARAG PARIKH LIQUID FUND REGULAR PLAN - GROWTH - 21,064.784 Units (31 March 2024 : NIL Units)	30.039	-
Total	**2867.671**	**3354.862**

(All amounts are in Indian rupees million unless otherwise stated)

4 Investments (Contd.)

	31 March 2025	31 March 2024
(ii) Investments at amortised cost		
Unquoted investments :		
Deposit with Bajaj Finance Limited	370.000	420.000
Total	**370.000**	**420.000**
Total current	**3584.241**	**4021.334**
Total Investments	**4282.035**	**4966.724**
Aggregate book value of quoted investments	3812.035	4546.724
Aggregate market value of quoted investments	3817.121	4538.940
Aggregate book value of unquoted investments	470.000	420.000

5 Other financial assets

	31 March 2025	31 March 2024
Non-current		
(Unsecured, considered good)		
Security deposits	397.688	270.600
Deposits with banks with maturity of more than 12 months	8.389	150.836
	406.077	**421.436**
Current		
(Unsecured, considered good)		
Foreign exchange forward contracts	8.721	20.417
Interest accrued on fixed deposits and bonds	59.296	38.743
Security deposits	15.798	1.645
Other Receivable*	67.993	92.223
	151.808	**153.028**
* mainly includes insurance claim, Earnest money deposit and turnover discount receivable		
Total other financial assets	**557.885**	**574.464**

Notes to the Consolidated Financial Statements for the year ended 31 March 2025

(All amounts are in Indian rupees million unless otherwise stated)

	31 March 2025	31 March 2024
6 Other assets		
Non-current		
Capital advances	50.235	75.594
Balances with central excise, customs and Value added tax authorities	-	2.331
Prepaid expenses	37.401	1.875
	87.636	**79.800**
Current		
Contract Assets		
- Contracts in progress (Refer Note 27)	6871.169	3975.078
- Retention money		
Unsecured, considered good	2168.864	1976.178
Less : Allowance for expected credit loss	33.256	48.591
	2135.608	**1927.587**
Advances to suppliers		
Unsecured, considered good	674.486	340.892
Unsecured, considered doubtful	28.219	2.804
	702.705	**343.696**
Less : Provision for doubtful Advances	28.219	2.804
	674.486	**340.892**
Balances with central excise, customs and Value added tax authorities	552.157	498.102
Prepaid expenses	254.377	231.257
Other advances	59.892	102.701
	10547.689	**7075.617**
Total Other assets	**10635.325**	**7155.417**
7 Inventories (valued at lower of cost and net realisable value)		
Raw materials (Includes Goods in transit of ₹ NIL (31 March 2024 : 20.285)	2310.498	1838.512
Work in progress	196.587	338.416
Finished goods	26.025	31.595
	2533.110	**2208.523**

Note : Write-down of inventories to net realizable value amounted to ₹ 28.324 (31 March 2024 : ₹ 37.727). These were recognized as an expense during the year and included in 'Cost of materials consumed'.

	31 March 2025	31 March 2024
8 Trade Receivables		
Current		
- From others		
Unsecured, considered good	6488.475	7103.924
	6488.475	**7103.924**
Less : Allowance for expected credit loss	928.611	671.675
	5559.864	**6432.249**

i. Refer Note 37A for ageing schedule

ii. No trade receivables are due from directors or other officers of the Company either severally or jointly with any other person. Nor any trade receivables are due from firms or private companies respectively in which any director is a partner, a director or a member. Trade receivables are non-interest bearing and generally on credit terms of 3 to 6 months

iii. Current and previous years balance of Retention has been disclosed under Other current asset as "Contract Assets". For details, refer note 6.

Notes to the Consolidated Financial Statements for the year ended 31 March 2025

(All amounts are in Indian rupees million unless otherwise stated)

		31 March 2025	31 March 2024
9	**Cash and cash equivalents**		
	Balances with banks		
	On current accounts	898.611	1190.577
	Deposits with original maturity of less than 3 months	357.429	491.015
	Cash on hand	3.151	2.566
		1259.191	**1684.158**
10	**Other bank balances**		
	Unclaimed dividend account	11.844	11.159
	Deposits with maturity for more than 3 months but less than 12 months	540.670	431.741
	Note : Includes deposits under lien ₹ 311.537 (31 March 2024 ₹ 291.741)		
		552.514	**442.900**
11	**Equity Share Capital**		
	Authorised shares		
	450,000,000 (31 March 2024 : 450,000,000) equity shares of ₹ 2 each	900.000	900.000
	Issued, subscribed and fully paid-up shares		
	183,813,088 (31 March 2024 : 183,813,088) equity shares of ₹ 2 each	367.626	367.626
	Total	**367.626**	**367.626**

a. Reconciliation of the shares outstanding at the beginning and at the end of the reporting period :

	31 March 2025		31 March 2024	
	No.	Amount	No.	Amount
At the beginning of the period	183,813,088	183.813	183,713,088	367.426
Add : Allotted during the period pursuant to exercise of employees stock options (Refer note 32)	-	-	100,000	0.200
Outstanding at the end of the period	**183,813,088**	**183.813**	**183,813,088**	**367.626**

c. Shares held by holding/ultimate holding company and/or their subsidiaries/associates :

The company does not have any holding or ultimate holding company.

Notes to the Consolidated Financial Statements for the year ended 31 March 2025

(All amounts are in Indian rupees million unless otherwise stated)

d. Details of shareholders holding more than 5% shares in the company :

	31 March 2025		31 March 2024	
	No.	% of holding	No.	% of holding
Equity shares of ₹ 2 each fully paid				
Dr. Pramod Chaudhari (Promoter)	38,700,000	21.05%	38,700,000	21.05%
Parimal Chaudhari (Promoter)	14,400,000	7.83%	14,400,000	7.83%
Canara Robeco Mutual Fund - Canara Robeco Emerging Equities Fund	9,820,505	5.34%	-	-

e. Details of shareholders holding of Promoters :

	31 March 2025		31 March 2024	
	No.	% of holding	No.	% of holding
Equity shares of ₹ 2 each fully paid				
Dr. Pramod Chaudhari	38,700,000	21.05%	38,700,000	21.05%
Parimal Chaudhari	14,400,000	7.83%	14,400,000	7.83%
Moriyaset Trust	7,200,000	3.92%	7,200,000	3.92%

f. Shares reserved for issue under options :

Shares reserved for issue under the Employee Stock Option Plan (ESOP) please refer note 32.

g. Aggregate number of bonus shares issued, shares issued for consideration other than cash and shares bought back during the period of five years immediately preceding the reporting date :

	31 March 2025	31 March 2024
Number of bonus shares issued, shares issued for consideration other than cash and shares bought back	-	-

Notes to the Consolidated Financial Statements for the year ended 31 March 2025

(All amounts are in Indian rupees million unless otherwise stated)

		31 March 2025	31 March 2024
12	**Other Equity**		
	Capital Reserve	0.033	0.033
	Amalgamation Reserve	3.063	3.063
	Capital Redemption Reserve*	14.627	14.627
	Securities Premium		
	Balance as at the beginning of the year	1075.518	1040.149
	Add : Employee stock options exercised	-	8.800
	Add : Transfer from Share option outstanding account on exercise of options	-	26.569
	Balance at the end of the year	**1075.518**	**1075.518**
	Share option outstanding account**		
	Balance as at the beginning of the year	-	26.573
	Add : Employee stock option expense	8.392	(0.004)
	Less : Employee stock options expired and transferred to surplus in statement of profit and loss	-	-
	Less : Transfer to Securities Premium on exercise of options	-	26.569
	Balance at the end of the year	**8.392**	**-**
	Special Economic Zone Re-investment Reserve***		
	Balance as at the beginning of the year	-	163.000
	Less : Transfer to Surplus in the Statement of Profit and Loss on completion of required period	-	163.000
	Balance at the end of the year	**-**	**-**
	General Reserve		
	Balance as at the beginning of the year	958.500	958.500
	Add : amounts transferred from surplus balance in statement of profit and loss	-	-
	Balance at the end of the year	**958.500**	**958.500**
	Exchange differences on translation of foreign operations		
	Balance at the beginning of the year	16.435	19.155
	Add : due to transactions during the year	4.960	(2.720)
	Balance at the end of the year	**21.395**	**16.435**
	Debt instruments through Other Comprehensive Income		
	Balance as at the beginning of the year	(3.751)	(3.937)
	Add : Fair value movement	2.253	0.186
	Balance at the end of the year	**(1.498)**	**(3.751)**
	Retained Earnings		
	Balance as at the beginning of the year	10312.648	8191.395
	Profit as per statement of profit and loss	2189.101	2833.560
	Other comprehensive income - Re-measurement of defined benefit plans	(28.855)	(47.427)
	Add : Transfer from Special Economic Zone Re-investment Reserve on completion of required period	-	163.000
	Add : Adjustment due to change in NCI	-	0.043
	Less : Appropriations		
	Interim/Final equity dividend	1102.879	827.923
	Balance at the end of the year	**11370.015**	**10312.648**
	Total Other Equity	**13450.045**	**12377.073**

*Capital Redemption Reserve - The reserve is created on account of buy-back of equity shares by the Company in earlier years.

** Share option outstanding account - The reserve is created on account of Employee stock options.

***Special Economic Zone Re-investment Reserve - The reserve is created as per the provisions of Income Tax Act, 1961.

Notes to the Consolidated Financial Statements for the year ended 31 March 2025

(All amounts are in Indian rupees million unless otherwise stated)

	31 March 2025	31 March 2024
13 Provisions		
Non-current		
Provision for employee benefits		
Compensated absences (Refer Note 31c)	164.202	151.837
Gratuity (Refer Note 31b)	31.522	29.078
	195.724	**180.915**
Current		
Provision for employee benefits		
Compensated absences (Refer Note 31c)	74.140	80.951
Gratuity (Refer Note 31b)	36.488	89.802
Provision for anticipated losses on revenue contracts	122.302	408.472
Provision for warranty	1.517	-
	234.447	**579.225**
Total provisions	**430.171**	**760.140**
Movement in Provision for anticipated losses on revenue contracts		
Balance of provision as at the start of the year	408.472	306.646
Add : Additional Provision during the year	10.417	191.970
Less : Provision used/ reversed during the year	296.587	90.144
Balance of provision as at the end of the year	**122.302**	**408.472**
14 Trade payables		
Current		
- **To others**		
Total outstanding dues of micro enterprises and small enterprises (Refer note iii below)	940.014	890.872
Total outstanding dues of creditors other than micro enterprises and small enterprises (MSMED)	3882.849	4076.696
	4822.863	**4967.568**

Notes :

i. Refer Note 37B for ageing schedule

ii. Trade payables are non-interest bearing and are normally settled on 30-90 days terms

iii. The Company has amounts due to suppliers under The Micro, Small and Medium Enterprises Development Act, 2006, [MSMED Act] as at March 31, 2025. The disclosure pursuant to the said Act is as under :

Particulars	31 March 2025	31 March 2024
Total outstanding amount in respect of micro, small and medium enterprises	940.014	890.872
Principal amount due and remaining unpaid	0.014	-
Interest due on above and unpaid interest	0.154	-
Interest paid	-	-
Payment made beyond appointment day	199.686	6.789
Interest due and payable for the period of delay	2.465	0.154
Interest accrued and remaining unpaid (excluding interest accrued for earlier years)	2.465	0.154
Amount of further interest remaining due and payable in succeeding years	2.629	0.162

The identification of suppliers as micro, small and medium enterprise as defined under the Micro, Small and Medium Enterprises Development Act 2006, was done on the basis of information to the extent provided by the suppliers of company.

Notes to the Consolidated Financial Statements for the year ended 31 March 2025

(All amounts are in Indian rupees million unless otherwise stated)

			31 March 2025	31 March 2024
15	**Other financial liabilities**			
	Current			
	Unclaimed dividends		11.841	11.156
	Employee benefits payable		411.023	608.419
	Payable for capital goods			
	- To MSME		14.142	-
	- To Others		34.274	-
	Other payables		20.446	11.557
			491.726	**631.132**
16	**Other liabilities**			
	Current			
	Advances received from customers		8662.364	5775.551
	Dues to customers relating to contracts in progress (Refer Note 27)		1142.898	1887.490
	Statutory dues payable		97.978	265.976
			9903.240	**7929.017**
17	**Revenue from operations (Refer note 27)**			
	Revenue from Products and Projects		25142.034	30241.938
	Add : Closing contracts in progress		5872.131	2355.270
	Less : Opening contracts in progress		2355.270	1563.558
		(a)	**28658.895**	**31033.650**
	Sale of Services		3105.332	3183.167
	Add : Closing contracts in progress		(143.877)	(267.682)
	Less : Opening contracts in progress		(267.682)	(225.251)
		(b)	**3229.137**	**3140.736**
	Other Operating Revenue			
	Scrap Sales		291.488	322.250
	Sale of Export Licenses		28.192	36.601
	Other Operating Revenue		72.710	129.547
		(c)	**392.390**	**488.398**
	Total Revenue from operations (a+b+c)		**32280.422**	**34662.784**
18	**Other income**			
	Gain on redemption of investments (net) (FVTPL)		185.178	116.120
	Fair Valuation Gain/(Loss) on Investment In Mutual Fund (FVTPL)		92.600	148.502
	Interest			
	- on fixed deposits with banks and NBFCs		82.044	60.100
	- Other		87.586	92.895
	Interest on account of unwinding of security deposits and guarantee income		19.348	10.461
	Profit / (loss) on sale of property, plant and equipment (net)		0.443	1.595
	Excess provision / creditors written back (including advances)		29.975	3.258
	Other non-operating income		11.186	2.055
			508.360	**434.986**

Notes to the Consolidated Financial Statements for the year ended 31 March 2025

(All amounts are in Indian rupees million unless otherwise stated)

		31 March 2025	31 March 2024
19	**Cost of materials consumed**		
	Raw material consumed	16398.565	19121.693
		16398.565	**19121.693**
20	**(Increase) / Decrease in inventories of Finished Goods and Work in Progress**		
	Inventories at the end of the year		
	Work in progress	196.587	338.416
	Finished goods	26.025	31.595
		222.612	**370.011**
	Inventories at the beginning of the year		
	Work in progress	338.416	844.726
	Finished goods	31.595	24.748
		370.011	**869.474**
	(Increase) / Decrease in inventories	**147.399**	**499.463**
21	**Employee Benefit Expenses**		
	Salaries, wages and bonus	3134.583	2883.368
	Contributions to provident and other funds (Refer note 31 a)	132.155	105.715
	Gratuity Expense (Refer note 31 b)	40.254	28.615
	Employee stock option expense	8.392	-
	Staff welfare	173.631	169.656
		3489.015	**3187.354**
22	**Finance costs**		
	Interest expense - others	4.024	0.157
	Net interest on defined benefit plan	3.801	3.714
	Interest on Lease Liability	180.480	94.012
		188.305	**97.883**

Notes to the Consolidated Financial Statements for the year ended 31 March 2025

(All amounts are in Indian rupees million unless otherwise stated)

	31 March 2025	31 March 2024
23 Other Expenses		
Consumption of stores and spares	315.301	359.978
Site expenses and labour charges*	4624.070	4163.177
Freight and transport	747.629	707.832
Bad debts written off (₹ 14.329 ; 31 March 2024 ₹ 78.910) / Provision for doubtful debts and advances	247.623	231.769
Sales commission	270.633	368.639
Travel and conveyance	459.285	347.003
Professional consultancy charges	613.929	598.972
Software License fees	191.549	117.259
Insurance	168.359	180.702
Rent (Refer note 30)	68.903	30.879
Power and fuel	173.605	118.423
Advertising and exhibition expenses	58.588	47.216
Communication expenses	30.213	28.358
Testing charges	103.659	74.971
Repairs and maintenance :		
Building	60.379	20.914
Plant and Machinery	52.729	40.695
Others	59.344	39.976
Auditors' remuneration		
for audit services	6.883	5.788
for tax audit	0.782	1.928
for other services	0.063	0.000
out of pocket expenses	0.236	0.155
Non Executive Directors' commission	13.500	13.500
Rates and taxes	17.996	15.126
Miscellaneous expenses**	811.373	622.556
	9096.631	**8135.816**

*Includes travelling expenses, Job work charges and other site related expenses

**Mainly includes R&D expenses, security expenses, & housekeeping expenses. Additionally, it includes expenses on CSR (refer note 34). Furthermore, it includes political contributions amounting to ₹ 30.000 (Previous Years Nil) in compliance with Section 182 of the Companies Act, 2013 made during the year.

Notes to the Consolidated Financial Statements for the year ended 31 March 2025

(All amounts are in Indian rupees million unless otherwise stated)

24 Income tax

	Particulars	31 March 2025	31 March 2024
A	**Statement of profit and loss :**		
	Current income tax :		
	Current income tax charge	943.757	917.606
	Tax relating to earlier periods	(0.268)	(23.037)
	Deferred tax :		
	Relating to origination and reversal of temporary differences	(147.283)	46.130
	Income tax expense reported in the statement of profit and loss	**796.206**	**940.699**
B	**Statement of other comprehensive income :**		
	Deferred tax :		
	Remeasurements gains and losses on post employment benefits & Other OCI items	(8.112)	12.325
	Debt instruments through other comprehensive income	0.758	-
	Income tax expense reported in the statement of other comprehensive income	**(7.354)**	**12.325**
C	**Reconciliation of effective tax rate**		
	Accounting profit before tax	**2985.535**	**3774.608**
	Tax using the Company's domestic tax rate 25.168% (25.168%)	**751.399**	**949.993**
	i Adjustments in respect of current income tax of previous years	(0.268)	(23.037)
	Less : Tax effect of :		
	i Income chargeable at lower rate	(63.272)	(1.997)
	ii Gratuity provision reduction considered in OCI	(8.660)	-
	iii Reversal of Deferred Tax Liability on conditional exemption (net)	1.229	-
	Add : Tax effect of		
	i Gratuity provision addition considered in OCI	0.000	12.247
	ii Donations ineligible under Income tax	24.397	13.598
	iii Others including rounding off	5.487	(13.470)
	iv Expenses not allowed for tax purpose (including Exceptional Item)	1.114	-
	v SEZ Investment Allowance-taxable	22.086	-
	vi Difference in tax rate of subsidiaries	62.694	3.365
	Total	**796.206**	**940.699**
	Income tax expense reported in the statement of profit and loss	**796.206**	**940.699**

D Deferred tax

Deferred tax relates to the following : Deferred tax asset / (liability)	Balance sheet		Statement of profit and loss/ other comprehensive income & other equity	
	31 March 2025	31 March 2024	31 March 2025	31 March 2024
Deferred tax asset				
Provision for doubtful debts and advances	250.705	183.925	(66.780)	(39.160)
Provision for Project Costs	43.431	105.279	61.848	(28.102)
Gratuity	36.440	29.833	(6.607)	(11.344)
Carry forward business loss	129.553	6.207	(123.346)	(6.206)
Compensated absences	62.025	58.793	(3.232)	(10.456)
Percentage of completion on consolidated basis	27.939	34.723	6.792	(9.548)
Others disallowances under income tax	22.779	22.479	(0.300)	(7.505)
Lease Liability	373.544	108.576	(264.968)	(2.500)
Deposits	13.931	1.162	(12.769)	1.193
Total	**960.347**	**550.977**	**(409.362)**	**(113.628)**

Notes to the Consolidated Financial Statements for the year ended 31 March 2025

(All amounts are in Indian rupees million unless otherwise stated)

Deferred tax relates to the following : Deferred tax asset / (liability)	Balance sheet		Statement of profit and loss/ other comprehensive income & other equity	
	31 March 2025	31 March 2024	31 March 2025	31 March 2024
Deferred tax liability				
Property, plant & equipment and intangible assets	(709.390)	(421.880)	287.510	139.183
Conditional exemptions claimed under Income tax / others	(18.639)	(51.424)	(32.785)	8.250
Total	**(728.029)**	**(473.304)**	**254.725**	**147.433**
Net deferred tax asset / (liability)	**232.318**	**77.673**		
Deferred tax expense/(income)			**(154.637)**	**33.805**
- Recognised in the statement of profit and loss			(147.283)	46.130
- Recognised in the statement of other comprehensive income			(7.354)	(12.325)
- Recognised in retained earnings			-	-

E **Movement in Current tax**

Particulars	31 March 2025	31 March 2024
Current tax (asset)/ liability as at beginning of year (Net)	84.798	54.059
Add : Additional provision during the year - Statement of Profit and loss account	1055.999	1075.282
Less : Current tax paid during the year (Net of refund received for previous year and adjustment for TDS receivable for previous years)	(1028.036)	(1044.543)
Current tax (asset)/ liability as at end of year (Net)	**112.761**	**84.798**

25 Earnings per share

Particulars	31 March 2025	31 March 2024
Reconciliation of basic and diluted shares used in computing earnings per share		
Weighted average number of basic equity shares	183,813,088	183,744,509
Add : effect of dilutive potential equity shares :		
- Employee stock options*	-	-
Weighted average number of diluted equity shares	183,813,088	183,744,509
Computation of basic and diluted earnings per share		
Net profit after tax attributable to equity shareholders	2,189.101	2,833.560
Basic earnings per equity share of ₹ 2 each	11.91	15.42
Diluted earnings per equity share of ₹ 2 each	11.91	15.42

* Options granted during the current year qualify as potential equity shares. However, for the purpose of calculating diluted earnings per share, they are anti-dilutive and hence there is no impact. For details on options granted, refer Note 32.

26 Capital commitments and contingent liabilities

Particulars	31 March 2025	31 March 2024
Capital commitments		
Estimated amount of contracts remaining to be executed on capital account and not provided for (net of advances)	113.160	294.555
Contingent liabilities		
Claims against Company not acknowledged as debts (primarily relating to performance related claims filed by customers)	21.845	21.845
Disputed demands in appeal towards :		
- Income tax	40.231	40.232
- Sales Tax	2.785	2.785

Notes to the Consolidated Financial Statements for the year ended 31 March 2025

(All amounts are in Indian rupees million unless otherwise stated)

27 Disclosures pursuant to Ind AS 115-Revenue from Contracts with Customers

Particulars	31 March 2025	31 March 2024
Contract revenue recognised over a period of time during the year(excluding taxes)	25830.122	28710.063
Aggregate amount of contract costs incurred and recognised profits (less recognised losses)	44804.878	55881.086
Customer advances outstanding for contracts in progress	9969.770	4718.692
Retention money due from customers for contracts in progress	1321.020	1445.053
Gross amount due from customers for contract work (presented as contracts in progress)	6871.169	3975.078
Gross amount due to customers for contract work (presented as dues to customers relating to contracts in progress)	(1142.898)	(1887.490)

I) Revenue by category of contracts :

Particulars	31 March 2025	31 March 2024
Over a period of time basis	25830.122	28710.063
At a point-in-time basis	6450.300	5952.721
Total revenue from contracts with customers	**32280.422**	**34662.784**

II) Revenue by geographical market :

Particulars	31 March 2025	31 March 2024
Within India	24674.392	27895.490
Outside India	7606.030	6767.294
Total revenue from contracts with customers	**32280.422**	**34662.784**

III) Transaction price allocated to the remaining performance obligations

Particulars	31 March 2025	31 March 2024
Remaining performance obligations	29028.947	32066.053

Note : The above information is given in respect of contracts under execution as on period end date

IV) Contract balances

Particulars	31 March 2025	31 March 2024
Trade receivables	5559.864	6432.249
Contract Asset	9006.777	5902.665
Contract Liability - Unearned Revenue	1142.898	1887.490
Contract Liability - Customer Advances	8662.364	5775.551

- Contract assets primarily relate to the Group's rights to consideration for work completed but not billed at the reporting date. The Contract assets are transferred to Trade receivables on completion of milestones and its related invoicing.

- The Contract liabilities relate to unearned revenue and customer advances where performance obligations are yet to be fulfilled as per the contracts. The fulfilment of the performance obligations will extinguish these liabilities and revenue will be recognised.

- The payment is due from the date of invoice and payment terms are in the range of 30 days to 120 days. The Group expects that the period between when the entity transfers a promised good or service to a customer and when the customer pays for that good or service will be less than one year. Therefore, the Group does not adjust the promised amount of consideration for the effects of financing component.

(All amounts are in Indian rupees million unless otherwise stated)

28 Segment reporting

The business activities of the Group from which it earns revenue and incurs expenses, whose operating results are regularly reviewed by the chief operating decision maker to make decisions about resources to be allocated to the segment and assess its performance, and for which discrete financial information is available involve predominantly one operating segment i.e. process and project engineering.

Entity Wide Disclosures :

Information concerning principal geographic areas are as follows :

I) Revenue by geographical market :

Revenue to external customers by geographic area by location of customers : Refer Note 27 (II)

II) Non-current assets by geographical market :

Particulars	31 March 2025	31 March 2024
Within India	7290.890	6714.385
Outside India	11.659	0.498
Total Non - Current assets	**7302.549**	**6714.883**

29 Related party transactions

a) Key management personnel and their close members of family

Executive Chairman	Dr. Pramod Chaudhari (up to 31st December 2024)
Non Executive Chairman	Dr. Pramod Chaudhari (from 1st January 2025)
CEO & Managing Director	Shishir Joshipura
Managing Director - Designate	Ashish Gaikwad (from 03rd February 2025)
Chief Financial Officer & Director - Resources	Sachin Raole
Chief Internal Auditor & Company Secretary	Dattatraya Nimbolkar (up to 31st December 2023)
Company Secretary	Anant Bavare (from 1st January 2024)
Non-Executive Directors	Parimal Chaudhari
	Dr. Shridhar Shukla
	Rujuta Jagtap (from 21st August 2023)
	Vinayak Deshpande (from 31st March 2024)
	Utkarsh Palnitkar (from 31st March 2024)
	Ajay Narayan Deshpande (from 25th October 2024)
	Suhas Baxi (up to 7th August 2024)
	Berjis Desai (up to 31st March 2024)
	Sivaramakrishnan S. Iyer (up to 31st March 2024)
	Mrunalini Joshi (up to 10th August 2023)
Key Management personnel of Subsidiaries	Vikram Pandit
	Sandeep Mehta
	Mihir Mehta
	Abhijit Dani
	Shrikant Rathi
	Yotspark Ruangrat
	Dilip Deshpande (from 17th May 2023)
	Avinash Padhye (from 17th May 2023)
Close members of family of key management personnel with whom transactions were carried out during the year	Parimal Chaudhari (Director)

b) Other related parties with whom transactions have been taken place during the year

Praj Foundation

Plutus Properties LLP

Notes to the Consolidated Financial Statements for the year ended 31 March 2025

(All amounts are in Indian rupees million unless otherwise stated)

c) Transactions and balances with related parties have been set out below :

Particulars	31 March 2025	31 March 2024
Praj Foundation		
Donation paid	55.369	35.426
Rent Received	0.087	0.060
Plutus Properties LLP		
Rent Paid	4.375	4.166
Security Deposit Received outstanding	1.500	1.500
Dr. Pramod Chaudhari		
Short term employee benefits	90.894	114.654
Post employment benefits	21.892	15.359
Other long term employee benefits	16.215	2.813
Dividend	232.200	174.150
Payable	150.815	44.415
Shishir Joshipura		
Short term employee benefits	64.723	63.133
Post employment benefits	6.802	8.096
Other long term employee benefit	2.285	1.493
Sale of vehicle	-	0.300
Share based payment	-	39.306
Dividend	0.750	0.450
Payable	21.704	26.710
Ashish Gaikwad		
Short term employee benefits	16.344	-
Post employment benefits	1.150	-
Other long term employee benefit	0.251	-
Employee stock option expense	8.392	-
Payable	0.564	-
Sachin Raole		
Short term employee benefits	30.728	30.274
Post employment benefits	3.165	2.427
Other long term employee benefit	1.268	0.910
Share based payment	0.000	13.102
Dividend	0.600	0.653
Payable	13.166	16.093
Dattatraya Nimbolkar		
Short term employee benefits	-	8.774
Post employment benefits	-	0.226
Other long term employee benefit	-	0.131
Dividend	-	0.004
Payable	-	3.097
Anant Bavare		
Short term employee benefits	3.846	0.831
Post employment benefits	0.287	0.083
Other long term employee benefit	0.171	0.017
Dividend	0.000	0.000
Payable	0.578	0.926

Notes to the Consolidated Financial Statements for the year ended 31 March 2025

(All amounts are in Indian rupees million unless otherwise stated)

Particulars	31 March 2025	31 March 2024
Parimal Chaudhari		
Commission on profit	3.500	3.000
Dividend	86.400	64.800
Payable	3.500	3.000
Commission to Non-Executive Directors (other than disclosed above)	10.000	10.500
Remuneration to Key management personnel of Subsidiaries	60.086	46.823
Professional fees paid to Non-Executive Directors of Subsidiaries	2.500	1.400

Note :

Transactions with related parties are at arms length price and the balances receivable / payable are un-secured. The terms of payment are generally similar to those of other non-related parties.

30 Leases

The Company classifies the lease transactions as per the requirements of IND-AS 116 "Leases"

Nature of Leasing activity :

The Group has entered into lease arrangements for office and factory premises, office equipment, plant & machinery, vehicles, furniture & fixtures and computers.

The disclosures relating to leases are as summarised below :

Particulars	31 March 2025	31 March 2024
Depreciation for right-of-use asset	540.962	226.829
Depreciation for right-of-use asset - capitalised	-	78.643
Interest expense on lease liabilities	180.480	94.012
Expenses relating to short-term / low value leases	68.903	30.879
Total Cash outflow for leases	571.133	452.010
Carrying amount of right-of-use asset	1809.357	1751.717
Maturity analysis of lease liabilities :		
- less than 1 year	445.696	276.138
- between 1 to 3 years	1073.952	755.834
- more than 3 years	429.161	661.351

Changes in lease liabilities arising from financing activities

Particulars	31 March 2025	31 March 2024
Opening lease liabilities	1693.323	421.449
Net addition / (deletion) during the year	577.236	1598.993
Finance cost	180.480	94.012
Lease payments	(502.230)	(421.131)
Closing lease liabilities	**1948.809**	**1693.323**
Non-Current	1503.113	1417.185
Current	445.696	276.138

31 Employee benefits

a) Defined contribution plans

The Group has recognised ₹ 132.155 (31 March 2024 : ₹ 105.715) towards post-employment defined contribution plans comprising of provident, Employee State Insurance Scheme, National Pension Scheme and superannuation fund in the statement of profit and loss.

Notes to the Consolidated Financial Statements for the year ended 31 March 2025

(All amounts are in Indian rupees million unless otherwise stated)

b) Defined benefit plan

In accordance with the Payment of Gratuity Act, 1972, the Indian Companies of the Group are required to provide post-employment benefit to its employees in the form of gratuity. The Indian Companies have maintained a fund with the Life Insurance Corporation of India and ICICI Prudential Life Insurance to meet its gratuity obligations. In accordance with the Standard, the disclosures relating to the Group's gratuity plan are provided below :

The changes in the present value of defined benefit obligation representing reconciliation of opening and closing balances thereof are as follows :

Particulars	31 March 2025	31 March 2024
Present value of obligation as at the beginning of the period	**445.796**	**359.833**
Interest cost	31.209	25.697
Current service cost	40.254	28.493
Benefits paid	(24.655)	(25.713)
Remeasurements on obligation - (gain) / loss	38.140	57.486
Present value of obligation as at the end of the period	**530.744**	**445.796**

The changes in the fair value of planned assets representing reconciliation of opening and closing balances thereof are as follows :

Particulars	31 March 2025	31 March 2024
Fair value of plan assets at the beginning of the period	**326.916**	**286.375**
Interest income	27.408	21.983
Contributions	107.895	23.536
Benefits paid	(0.368)	(2.240)
Mortality Charges and Taxes	(0.418)	(0.408)
Return on plan assets, excluding amount recognized in interest income - gain / (loss)	1.301	(2.330)
Fair value of plan assets as at the end of the period	**462.734**	**326.916**

Amounts recognised in the balance sheet are as follows :

Particulars	31 March 2025	31 March 2024
Present value of obligation as at the end of the period	530.744	445.796
Fair value of plan assets as at the end of the period	462.734	326.916
Surplus / (deficit)	**(68.010)**	**(118.880)**

Amounts recognised in the statement of profit and loss are as follows :

Particulars	31 March 2025	31 March 2024
Current service cost	40.254	28.615
Net interest (income) / expense	3.801	3.714
Net periodic benefit cost recognised in the statement of profit and loss at the end of the period	**44.055**	**32.329**

Amounts recognised in the statement of other comprehensive income (OCI) are as follows :

Particulars	31 March 2025	31 March 2024
Remeasurement for the year - obligation (gain) / loss	38.268	57.485
Remeasurement for the year - plan assets (gain) / loss	(1.301)	2.330
Total remeasurements cost / (credit) for the year	**36.967**	**59.815**

Notes to the Consolidated Financial Statements for the year ended 31 March 2025

(All amounts are in Indian rupees million unless otherwise stated)

Net interest (income) / expense recognised in statement of profit and loss are as follows :

Particulars	31 March 2025	31 March 2024
Interest (income) / expense - obligation	31.209	25.697
Interest (income) / expense - plan assets	(27.408)	(21.983)
Net interest (income) / expense for the year	**3.801**	**3.714**

The broad categories of plan assets as a percentage of total plan assets are as follows :

Particulars	31 March 2025	31 March 2024
Funds managed by insurer	100%	100%
Total	**100%**	**100%**

Principal actuarial assumptions used in determining gratuity benefit obligations for the Company's plans are as follows :

Particulars	31 March 2025	31 March 2024
Discount rate	7.00% - 7.20%	7.20%
Rate of increase in compensation levels	8.00% - 9.00%	7.00% - 9.00%
Expected rate of return on plan assets	7.00% - 7.20%	7.40% - 7.50%
Expected average remaining working lives of employees (in years)	7.76 - 8.46	7.92 - 11.02
Withdrawal rate		
Age up to 30 years	9% - 10%	7% - 9%
Age 31 - 40 years	9% - 10%	7% - 9%
Age 41 - 50 years	9% - 10%	7% - 9%
Age above 50 years	9% - 10%	7% - 9%

A quantitative sensitivity analysis for significant assumptions is shown as follows :

Sensitivity analysis indicates the influence of a reasonable change in certain significant assumptions on the outcome of the present value of obligation. Sensitivity analysis is done by varying (increasing/ decreasing) one parameter by 100 basis points (1%).

1) Impact of change in discount rate when base assumption is decreased / increased by 100 basis point

Discount rate	Present value of obligation	
	31 March 2025	31 March 2024
Decrease by 1%	552.368	467.046
Increase by 1%	511.402	426.994

2) Impact of change in salary increase rate when base assumption is decreased / increased by 100 basis point

Salary increment rate	Present value of obligation	
	31 March 2025	31 March 2024
Decrease by 1%	514.689	429.721
Increase by 1%	548.253	463.512

3) Impact of change in withdrawal rate when base assumption is decreased / increased by 100 basis point

Withdrawal rate	Present value of obligation	
	31 March 2025	31 March 2024
Decrease by 1%	532.903	447.520
Increase by 1%	528.777	444.236

Expected contributions for the next year

The Group expects to fund ₹ 36.488 (31 March 2024 : ₹ 89.802) towards its gratuity plan during the year 2025-26.

Notes to the Consolidated Financial Statements for the year ended 31 March 2025

(All amounts are in Indian rupees million unless otherwise stated)

Average duration

Weighted average duration of the plan (based on discounted cash flows using mortality, withdrawal rate and interest rate) is 8.03 - 13.74 years (31 March 2024 : 8.79 - 16.28 years).

Maturity analysis

The expected maturity analysis of undiscounted gratuity benefits payments is as follows :

Particulars	31 March 2025	31 March 2024
Less than a year	245.404	198.824
Between 1-3 years	94.063	64.680
Between 4–5 years	84.612	74.129

The above cash flows have been arrived at based on the demographic and financial assumptions.

Risk Exposure and Asset Liability Matching

Provision of a defined benefit scheme poses certain risks, some of which are detailed hereunder, as the Group takes on uncertain long term obligations to make future benefit payments.

1) **Liability Risks**

i. **Asset-Liability Mismatch Risk**

Risk which arises if there is a mismatch in the duration of the assets relative to the liabilities. By matching duration with the defined benefit liabilities, the Group is successfully able to neutralize valuation swings caused by interest rate movements.

ii. **Discount Rate Risk**

Variations in the discount rate used to compute the present value of the liabilities may seem small, but in practice can have a significant impact on the defined benefit liabilities.

iii. **Future Salary Escalation and Inflation Risk**

Since price inflation and salary growth are linked economically, they are combined for disclosure purposes. Rising salaries will often result in higher future defined benefit payments resulting in a higher present value of liabilities especially unexpected salary increases provided at management's discretion may lead to uncertainties in estimating this increasing risk.

2) **Asset Risks**

All plan assets are maintained in a trust fund managed by LIC of India and ICICI Prudential Life Insurance.

The Group has opted for a traditional fund wherein all assets are invested primarily in risk averse markets. The Group has no control over the management of funds but this option provides a high level of safety for the total corpus. A single account is maintained for both the investment and claim settlement and hence 100% liquidity is ensured. Also interest rate and inflation risk are taken care of.

c) **Other long-term employee benefits**

Provision for Compensated absences :

Provision for Compensated absences cover the Group's liability for earned leave which are classified as other long-term benefits.

Particulars	31 March 2025	31 March 2024
Present value of obligation as at the beginning of the period	**232.788**	**191.288**
Interest cost	14.760	13.591
Current service cost	40.266	31.151
Benefits paid	(55.576)	(15.763)
Remeasurements on obligation - (gain) / loss	6.104	12.521
Present value of obligation as at the end of the period	**238.342**	**232.788**

(All amounts are in Indian rupees million unless otherwise stated)

32 Employee Stock Option Plan (ESOP)

In the Annual General Meeting of the Parent held on 22 July 2011, total of 9,238,936 stock options were approved under the scheme "Employee Stock Option Plan 2011". During the previous years, a total of 79,74,700 options were issued as ESOP 2011 – Grant I to XI, basis the eligibility and were exercised/ lapsed until 31 March 2024. During the current year 2024-25, 4,21,000 options are granted to Managing Director – Designate of the Parent as ESOP 2011 – Grant XII. These stock options will vest in a graded manner equally over the period of vesting starting from 3 February 2026, and each vesting taking effect as per the terms of the grant.

Amount of employee compensation expense recognised for employee services received during the year :

Particulars	31 March 2025	31 March 2024
Expense arising from equity-settled share-based payment transactions	8.392	-

Movements during the year - ESOP 2011 Grant I to XII

Particulars	31 March 2025		31 March 2024	
	Options	Weighted average exercise price ₹	Options	Weighted average exercise price ₹
Number of options outstanding at the beginning of the year	-		100,000	
Number of options granted during the year	421,000		-	
Number of options exercised during the year	-		(100,000)	
Number of options forfeited/lapsed during the year	-		-	
Number of options outstanding at the end of the year	**421,000**		-	
Number of options exercisable at the end of the year	NIL		NIL	
Range of exercise price of options outstanding at the end of the year	₹ 565.00		NA	
Average share price during the year	₹ 672.80		₹ 483.04	
Weighted average remaining contractual life of options outstanding at the end of the year	2.35 years		NA	
Weighted average fair value of option as on date of grant (granted during the year)	3-Feb-25	257.92	17-Jun-21	265.74

Method used for calculating fair value of option – Black Scholes Option Valuation Model

Significant assumptions used in arriving at the fair value of options under Black Scholes model are stated as follows :

Particulars	FY 2024-25	FY 2023-24
Grant date	03 Feb 2025	17 Jun 2021
Risk-free interest rate	6.62%	4.20%
Expected life	2 - 4 years	1.0 year
Expected volatility*	55.15%	61.25%
Expected dividend yield	1.47%	2.11%
Price of the underlying share in market at the time of grant of option (₹)	627.15	359.15

* Expected volatility has been determined based on closing price of the share of the Parent over a period equivalent to expected life.

Notes to the Consolidated Financial Statements for the year ended 31 March 2025

(All amounts are in Indian rupees million unless otherwise stated)

33 Expenditure on research & development activities

Revenue expenditure on research is charged under respective heads of account in the year in which it is incurred. Capital expenditure in R&D facilities (including development activities) consist of property, plant and equipment, capital work in progress, intangible assets and intangible assets under development. The property, plant and equipment and intangible assets as included above are depreciated / amortised on the same basis as per their respective categories. The Break-up of Research and development (R&D) revenue and capital expenditure is as below :

Particulars	31 March 2025	31 March 2024
Capital expenditure (Including capital work-in-progress and excluding advances)	296.927	592.228
Revenue expenditure	402.296	384.703

34 Corporate Social Responsibility (CSR) expenditure

The Indian Companies of the Group were required to spend ₹ 63.479 (2024 : 43.254) as expenditure on CSR as per requirements of the Companies Act, 2013. During the year, these Indian Companies have incurred CSR expenses of ₹ 63.600 (2024 : 47.707) included in Miscellaneous expenses (Refer Note 23) as follows :

Amount spent on	Amounts paid in FY 2024-25	Amounts paid in FY 2023-24
Construction/acquisition of asset	Nil	Nil
On other purposes covered under Schedule VII to Companies Act, 2013	63.600	47.707

Particulars	31 March 2025	31 March 2024
a) Amount required to be spent by the companies during the year	63.479	43.254
b) Amount of expenditure spent	63.600	47.707
i) Incurred through related party - Praj foundation	55.369	35.426
ii) Incurred through contribution/donation to trusts / institute which are engaged in activities eligible under section 135 of Companies Act, 2013 read with Schedule VII thereto	8.231	12.281
c) Shortfall at the end of the year	-	-
d) Total of previous years shortfall	-	-
e) Cash outflow related to Corporate Social Responsibility (CSR) activities	63.600	47.707

35 Fair value measurements

As per assessments made by the management, fair values of all financial instruments carried at amortised cost (except investment in quoted non-convertible bonds) are not materially different from their carrying amounts since they are either short term in nature or the interest rates applicable are equal to the current market rate of interest.

The Group has performed a fair valuation of its investment in mutual funds which are classified as fair value through profit and loss (FVTPL) and bonds which are classified as fair value through other comprehensive income (FVOCI) using quoted prices and fair valuations of foreign exchange forward contracts as per mark to market valuation from bank.

Sr. No	Particulars	Carrying value	
		31 March 2025	31 March 2024
	Financial assets		
A	**Levelled at level 1**		
i)	**Carried at fair value through profit and loss (FVTPL)**		
	Investments in mutual funds	2867.671	3354.862
ii)	**Carried at fair value through other comprehensive income (FVOCI)**		
	Investment in quoted non-convertible bonds	497.710	494.698
	Investment in unquoted equity shares	100.000	-

(All amounts are in Indian rupees million unless otherwise stated)

Sr. No	Particulars	Carrying value	
		31 March 2025	31 March 2024
B	**Levelled at level 2**		
i)	**Carried at fair value through profit and loss (FVTPL)**		
	Foreign exchange forward contracts	8.721	20.417
	(The fair value is as per the mark-to-market valuation from banks)		
C	**Carried at amortised cost**		
	Investment in quoted non-convertible bonds*	446.654	697.164
	Investement in corporate deposit	370.000	420.000
	Security deposits	413.486	272.245
	Trade receivable	5559.864	6432.249
	Deposits with banks with an original maturity of more than 12 months	8.389	150.836
	Cash and cash equivalents and other bank balances	1811.705	2127.058
	Other receivables	127.289	130.966
	Financial liabilities		
A	**Carried at amortised cost**		
	Trade payables	4822.863	4967.568
	Unclaimed dividends	11.841	11.156
	Lease Liability	1948.808	1693.323
	Other payables	486.278	626.369
*	Fair value of investment in quoted non-convertible bonds at amortised cost	451.740	689.379

36 Financial risk management policy and objectives

The Group's principal financial liabilities, comprise lease liabilities, and trade and other payables. The main purpose of these financial liabilities is to finance Group's operations. Group's principal financial assets include investments, trade and other receivables, security deposits and cash and cash equivalents, that it derives directly from its operations.

In order to minimise any adverse effects on the financial performance of the Group, it has taken various measures. This note explains the source of risk which the entity is exposed to and how the entity manages the risk and impact of the same in the financial statements.

Risk	Exposure arising from	Measurement	Management
Credit	Cash and cash equivalents, trade receivables, financial assets measured at amortised cost	Aging analysis, external credit rating (wherever available)	Diversification of bank deposits, credit limits and letters of credit
Liquidity risk	Lease and other liabilities	Rolling cash flow forecasts	Availability of committed credit lines
Market risk - Foreign Currency Risk	Recognised financial assets and liabilities not denominated in Indian rupee (₹)	Sensitivity Analysis	Management follows established risk management policies, including use of derivatives like foreign exchange forward contracts, where the economic conditions match the company's policy.

The Group's management handles the risk management based on policies approved by the Board of Directors. Group's treasury identifies, evaluates and hedges financial risks in close cooperation with the Group's operating units. The Board provides written principles for overall risk management, as well as policies covering specific areas, such as foreign exchange risk, credit risk, and investment of excess liquidity.

Notes to the Consolidated Financial Statements for the year ended 31 March 2025

(All amounts are in Indian rupees million unless otherwise stated)

(A) Credit risk

Credit risk in case of the Group arises from cash and cash equivalents, deposits with banks and financial institutions, as well as credit exposures to customers including outstanding receivables.

Credit risk management

Credit risk arises from the possibility that counter party may not be able to settle their obligations as agreed. To manage this, the Group periodically assesses the reliability of customers, taking into account the financial condition, current economic trends, and analysis of historical bad debts and ageing of accounts receivable. Individual risk limits are set accordingly.

The Group considers the probability of default upon initial recognition of asset and whether there has been a significant increase in credit risk on an ongoing basis throughout each reporting period. To assess whether there is a significant increase in credit risk, the group compares the risk of a default occurring on the asset as at the reporting date with the risk of default as at the date of initial recognition. It considers reasonable and supportive forward looking information such as :

(i) Actual or expected significant adverse changes in business,

(ii) Actual or expected significant changes in the operating results of the counterparty,

(iii) Financial or economic conditions that are expected to cause a significant change to counterparty's ability to meet its obligations,

(iv) Significant increases in credit risk on other financial instruments of the same counterparty,

(v) Significant changes in the value of collateral supporting the obligation or in the quality of third-party guarantees or credit enhancements.

The Group provides for expected credit loss in case of trade receivables when there is no reasonable expectation of recovery, such as a debtor declaring bankruptcy or failing to engage in a repayment plan with the company etc.

The Group uses simplified approach for estimating the lifetime expected loss provision. The Group provides expected loss based on the overdue number of days for receivables as per the provision matrix as decided by the management which is based on the historical experience of recoverability. Where receivables have been written off, the Group continues to engage in enforcement activity to attempt to recover the receivable due. Where recoveries are made, these are recognised in profit or loss.

Provision for expected credit loss

Financial assets for which loss allowance is measured using 180 days Expected Credit Losses (ECL)

Exposure to risk	**31 March 2025**	**31 March 2024**
Trade receivables	6488.475	7103.924
Less : Allowance for expected credit loss	928.611	671.675
	5559.864	**6432.249**
Trade receivables	**31 March 2025**	**31 March 2024**
Neither past due nor impaired	1305.311	1919.185
Less than 180 days	3271.146	3452.144
181 - 365 days	395.412	495.382
More than 365 days	1516.606	1237.213
Gross trade receivables	**6488.475**	**7103.924**
Less : Allowance for expected credit loss	(928.611)	(671.675)
Total	**5559.864**	**6432.249**
Reconciliation of allowance for expeceted credit loss on trade receivables and contract assets	**FY 2024-25**	**FY 2023-24**
Opening loss allowance	720.266	454.661
Less : Bad debts written off	(14.329)	(78.910)
Add : Additional allowance	255.930	344.515
Closing loss allowance	**961.867**	**720.266**

(All amounts are in Indian rupees million unless otherwise stated)

B) Liquidity risk

The Group follows a prudent approach to liquidity risk management by ensuring it has sufficient cash and access to committed credit facilities to meet its financial obligations as they fall due and to manage market positions effectively. Given the dynamic nature of its operations, the Group maintains funding flexibility through available committed credit lines.

Management regularly monitors the Group's liquidity position using rolling cash flow forecasts, which include cash and cash equivalents and undrawn borrowing facilities. This monitoring is aligned with internal policies and limits. The Group's liquidity management also includes :

- Forecasting future cash flows,
- Assessing the required level of liquid assets,
- Monitoring liquidity ratios in line with internal benchmarks and regulatory requirements, and
- Maintaining appropriate debt financing strategies.

Exposure to risk	31 March 2025	31 March 2024
Other financial liabilities (including Lease Liabilities)		
On demand	11.841	11.156
Less than 365 days	925.581	896.114
More than 365 days	1509.505	1423.578
Total	**2446.927**	**2330.848**
Trade payables		
Not Due	4085.285	4265.349
Less than 365 days	737.578	702.219
More than 365 days	-	-
Total	**4822.863**	**4967.568**

The group has access to following undrawn facilities at the end of the reporting period.

	31 March 2025	31 March 2024
Expiring within one year	1580.000	410.000
Expiring beyond one year	-	-

(C) Foreign currency risk

The Group is exposed to foreign exchange risk mainly through its sales to overseas customers and purchases from overseas suppliers in various foreign currencies.

The Group evaluates exchange rate exposure arising from foreign currency transactions and it follows established risk management policies, including use of derivatives like foreign exchange forward contracts to hedge exposure to foreign currency risk, where the economic conditions match the Group's policy.

Foreign currency exposure :

Financial assets	Currency	Amount in foreign currency		Amount in ₹	
		31 March 2025	31 March 2024	31 March 2025	31 March 2024
Trade receivables and Retention	EUR	4.177	10.791	382.569	961.239
	USD	12.649	12.578	1074.748	1037.144
	GBP	0.180	0.180	19.741	18.698
Less : Foreign exchange forward contracts	EUR	3.617	10.569	337.583	962.609
	USD	8.925	9.550	769.502	801.167
Bank accounts	EUR	0.263	1.056	24.026	94.093
	USD	1.040	0.796	88.459	65.739

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(All amounts are in Indian rupees million unless otherwise stated)

Financial liabilities	Currency	Amount in foreign currency		Amount in ₹	
		31 March 2025	31 March 2024	31 March 2025	31 March 2024
Trade payables and Capital payables	EUR	0.282	0.527	26.021	47.841
	USD	2.051	2.509	176.776	210.400
	GBP	0.000	0.000	0.000	0.019
	SEK	0.632	0.632	5.379	4.931

Currency wise net exposure (assets -liabilities)

Particulars	Amount in foreign currency		Amount in ₹	
	31 March 2025	31 March 2024	31 March 2025	31 March 2024
EUR	0.541	0.751	42.991	44.882
USD	2.713	1.315	216.929	91.316
GBP	0.180	0.180	19.741	18.679
SEK	(0.632)	(0.632)	(5.379)	(4.931)

Sensitivity analysis

Currency	Amount in ₹		Sensitivity %	Impact on profit- strengthen [Loss / (Gain)]		Impact on profit - weakening [Loss / (Gain)]	
	2025	2024		2025	2024	2025	2024
EUR	42.991	44.882	5.00%	(2.150)	(2.244)	2.150	2.244
USD	216.929	91.316	5.00%	(10.846)	(4.566)	10.846	4.566
GBP	19.741	18.679	5.00%	(0.987)	(0.934)	0.987	0.934
SEK	(5.379)	(4.931)	5.00%	0.269	0.247	(0.269)	(0.247)
Total	**274.282**	**149.946**		**(13.714)**	**(7.497)**	**13.714**	**7.497**

(GBP - Great Britain Pound, EUR - Euro, USD - US Dollar, SEK- Swedish Krona)

37 Ageing schedule for Trade Receivables, Trade Payables and Capital Work-in-progress

(A) The table below provides details regarding Trade receivables ageing schedule

Particulars	31 March 2025						
	Not due	Outstanding for following periods from due date of payment					
		Less than 6 months	6 months -1 Year	1-2 Years	2-3 Years	More than 3 years	Total
(i) Undisputed Trade receivables – considered good	1305.311	3271.146	395.412	455.286	407.223	577.657	6412.035
(ii) Undisputed Trade Receivables – credit impaired	-	-	-	-	-	-	-
(iii) Disputed Trade Receivables– considered good	-	-	-	-	-	76.440	76.440
(iv) Disputed Trade Receivables – credit impaired	-	-	-	-	-	-	-
Gross trade receivable	**1305.311**	**3271.146**	**395.412**	**455.286**	**407.223**	**654.097**	**6488.475**
Less : Allowance for expected credit loss							(928.611)
Total							**5559.864**

(All amounts are in Indian rupees million unless otherwise stated)

Particulars	31 March 2024						
	Not due	Outstanding for following periods from due date of payment					
		Less than 6 months	6 months -1 Year	1-2 Years	2-3 Years	More than 3 years	Total
(i) Undisputed Trade receivables – considered good	1919.185	3452.144	495.382	597.923	267.368	295.482	7027.484
(ii) Undisputed Trade Receivables – credit impaired	-	-	-	-	-	-	-
(iii) Disputed Trade Receivables– considered good	-	-	-	-	-	76.440	76.440
(iv) Disputed Trade Receivables – credit impaired	-	-	-	-	-	-	-
Gross trade receivable	**1919.185**	**3452.144**	**495.382**	**597.923**	**267.368**	**371.922**	**7103.924**
Less : Allowance for expected credit loss							(671.675)
Total							**6432.249**

(B) The table below provides details regarding Trade payables ageing schedule

Particulars	31 March 2025					
	Unbilled dues/Not due	Outstanding for following periods from due date of payment				Total
		Less than 1 year	1-2 Years	2-3 Years	More than 3 years	
(i) MSME	933.356	6.658	0.000	0.000	0.000	940.014
(ii) Other	3151.929	708.391	19.717	2.164	0.648	3882.849
Total	**4085.285**	**715.049**	**19.717**	**2.164**	**0.648**	**4822.863**

Particulars	31 March 2024					
	Unbilled dues/Not due	Outstanding for following periods from due date of payment				Total
		Less than 1 year	1-2 Years	2-3 Years	More than 3 years	
(i) MSME	987.827	10.514	0.667	0.000	0.000	999.008
(ii) Other	3277.522	674.620	16.579	5.018	(5.179)	3968.560
Total	**4265.349**	**685.134**	**17.246**	**5.018**	**(5.179)**	**4967.568**

(C) The table below provides details regarding Capital Work-in-progress (CWIP) and Intangibles under Development ageing schedule

Particulars	31 March 2025				
	Less than 1 year	1-2 Years	2-3 Years	More than 3 years	Total
Capital Work-in-progress	172.437	-	0.846	-	173.283
Intangibles under Development	1.551	-	3.050	-	4.601

Particulars	31 March 2024				
	Less than 1 year	1-2 Years	2-3 Years	More than 3 years	Total
Capital Work-in-progress	21.459	10.532	-	-	31.991
Intangibles under Development	0.000	401.546	-	-	401.546

Projects whose completion is overdue or has exceeded its cost compared to its original plan for the year ended 31 March 2025 is ₹ NIL (31 March 2024 : ₹ NIL)

Notes to the Consolidated Financial Statements for the year ended 31 March 2025

(All amounts are in Indian rupees million unless otherwise stated)

38 Analytical Ratios

Sr. No.	Ratio	Numerator	Denominator	31 March 2025	31 March 2024	% Variance	Reason for Variance
1	Current ratio	Current assets	Current liabilities	1.51	1.52	-0.66%	NA
2	Debt-equity ratio	Debt	Net worth	NA	NA	-	NA
3	Debt service coverage ratio	Profit after tax excluding exceptional items + Finance Cost + Depreciation and amortisation	Interest & Lease Payments	5.89	8.01	-26.47%	Praj GenX Limited (GenX) commenced operations at its Mangalore facility in March 2024 and incurred scale-up related expenditure amounting to 768.13 million during FY 2024–25. As GenX is in its startup phase, these initial losses have impacted the overall return.
4	Return on equity ratio	Profit after tax	Average Shareholder's Equity	16.48%	24.09%	-31.59%	
5	Inventory turnover ratio	Cost of materials consumed + Changes in inventories + Consumption of stores and spares	Average Inventory	7.11	7.21	-1.39%	NA
6	Trade receivables turnover ratio	Sales (billed to customer)	Average Accounts Receivable	4.76	4.14	14.98%	NA
7	Trade payables turnover ratio	Net Credit Purchases of material	Average Trade Payables	3.48	3.69	-5.69%	NA
8	Net capital turnover ratio	Sales	Average Working capital	4.06	4.79	-15.24%	NA
9	Net profit ratio	Profit After Tax	Sales	6.78%	8.18%	-17.11%	NA
10	Return on capital employed	Earning Before Interest & Tax	Capital Employed	24.41%	31.69%	-22.97%	NA
11	Return on investment	Income from Investments	Investment				
	i. Mutual Funds			7.83%	7.48%	4.68%	NA
	ii. Bonds			7.55%	7.37%	2.44%	NA
	iii. Fixed Deposits			2.10% - 8.20%	2.10% - 8.20%	NA	NA

39 Other Notes

i Title deeds of immovable property not held in the name of the Companies in the Group

Any Company of the Group does not own any immovable property whose title deeds are not in the name of the Company.

ii Details of Benami Property

The Indian companies in Group do not own any benami property neither any proceedings are initiated or pending against the Group under the Prohibition of Benami Property Transactions Act, 1988.

(All amounts are in Indian rupees million unless otherwise stated)

iii Borrowings secured against current assets

Though the Indian companies in Group do not have any fund based borrowings from banks or financial institutions on the basis of security of current assets, it has filed quarterly returns or statements of current assets with banks or financial institutions and the same are in agreement with the books of account.

iv Wilful Defaulter

The Indian companies in Group have not been declared as wilful defaulter by any bank or financial institution or other lender.

v Relationship with Struck off Companies

The Indian companies in Group have not entered into any transactions with companies struck off under section 248 of the Companies Act, 2013 or section 560 of the Companies Act, 1956.

vi Registration of charges with ROC

There are three charges totalling to ₹ 781.550 million (31 March 2024 : three charges totalling to ₹ 781.550 million) created in favour of banks which are pending for satisfaction. There are no outstanding dues to these banks and satisfaction of these charges are pending due to technical issues which are being sorted out by the Indian companies in the Group.

vii Utilisation of Borrowed funds and share premium

The Group has not advanced or loaned or invested funds (either borrowed funds or share premium or any other sources or kind of funds) to any other person or entity, including foreign entities (Intermediaries) with the understanding (whether recorded in writing or otherwise) that the Intermediary shall (i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Group or (ii) provide any guarantee, security or the like to or on behalf of the Group.

viii Loans or advances to specified persons

The Group has not granted loans or advances in the nature of loans to promoters, directors, KMPs and other the related parties either severally or jointly with any other person, that are :

(i) repayable on demand or

(ii) without specifying any terms or period of repayment."

ix Details of Crypto Currency or Virtual Currency

The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year.

x Valuation of PP&E, right-of-use assets, intangible asset and investment property

The Group has not revalued its property, plant and equipment (including right-of-use assets) or intangible assets or both during the current or previous year.

xi Utilisation of borrowings availed from banks and financial institutions

The Group does not have any borrowings availed from banks and financial institutions.

xii Compliance with number of layers of companies

The Group has complied with the requirement with respect to number of layers as prescribed under section 2(87) of the Companies Act, 2013 read with the Companies (Restriction on number of layers) Rules, 2017.

xiii Undisclosed income

There is no income surrendered or disclosed by the parent or subsidiary, as income during the year in tax assessments under the Income Tax Act, 1961 (such as search or survey), that has not been recorded in the books of account.

Notes to the Consolidated Financial Statements for the year ended 31 March 2025

(All amounts are in Indian rupees million unless otherwise stated)

40 Capital management

Risk management

The Group's objectives when managing capital are to

- safeguard it's ability to continue as a going concern, so that it can continue to provide returns to shareholders and benefits to other stakeholders, and
- maintain an optimal capital structure to reduce the cost of capital.

In order to maintain or adjust the capital structure, the Group may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares or sell assets to reduce debt. Consistent with others in the industry, the Group monitors capital on the basis of the following gearing ratio : Net debt (total borrowings net of cash and cash equivalents) divided by total equity and net debt (as shown in the balance sheet, including non-controlling interests).

The Group's strategy is to maintain a gearing ratio 0%. The gearing ratios were as follows :

	31 March 2025	31 March 2024
Loans and borrowings	-	-
Less : cash and cash equivalents	1259.191	1684.158
Net debt (A)	-	-
Equity (B)	13818.897	12745.698
Capital and net debt (C=A+B)	**13818.897**	**12745.698**
Gearing ratio (A/C)	**0%**	**0%**

(All amounts are in Indian rupees million unless otherwise stated)

41 **Additional information, as required under schedule III to the companies Act, 2013, of enterprises consolidated as Subsidiary / Associates / Joint Ventures**

For the year ended 31 March 2025	Net Assets (total assets minus total liabilities)		Share in profit or loss		Share in other comprehensive income		Share in total comprehensive income	
Name of the Enterprise	As % of consolidated net assets	Amount	As % of consolidated profit or loss	Amount	As % of consolidated other comprehensive income	Amount	As % of consolidated total comprehensive income	Amount
1	2	3	4	5	6	7	8	9
Parent								
Praj Industries Limited	102.30%	14139.046	120.78%	2644.278	100.14%	(21.673)	120.99%	2622.605
Subsidiaries								
Indian								
1. Praj HiPurity Systems Limited	7.50%	1035.908	9.80%	214.464	19.67%	(4.257)	9.70%	210.207
2. Praj Engineering and Infra Limited	2.68%	370.009	3.15%	69.049	0.73%	(0.159)	3.18%	68.890
3. Praj GenX Limited	-5.67%	(783.440)	-34.29%	(750.686)	2.38%	(0.514)	-34.65%	(751.200)
Foreign								
1. Praj Far East Philippines Limited - Philippines	0.19%	25.887	-0.01%	(0.294)	-4.59%	0.993	0.03%	0.699
2. Praj Americas Inc. - USA	0.16%	21.800	0.10%	2.190	-2.27%	0.492	0.12%	2.682
3. Praj Far East Co. Limited - Thailand	0.28%	39.249	-0.14%	(2.967)	-16.22%	3.511	0.03%	0.544
4. Praj Projects (Tanzania) Limited - Tanzania	-0.16%	(22.774)	-1.07%	(23.457)	0.16%	(0.035)	-1.08%	(23.492)
Minority Interests in all subsidiaries	0.01%	1.226	0.01%	0.229	-	-	0.01%	0.229
Inter Company Eliminations/Goodwill Amortisation	-7.29%	(1008.014)	1.67%	36.524	-	-	1.68%	36.524
Total	**100.00%**	**13818.897**	**100.00%**	**2189.330**	**100.0%**	**(21.642)**	**100.00%**	**2167.688**

Notes to the Consolidated Financial Statements for the year ended 31 March 2025

(All amounts are in Indian rupees million unless otherwise stated)

For the year ended 31 March 2025	Net Assets (total assets minus total liabilities)		Share in profit or loss		Share in other comprehensive income		Share in total comprehensive income	
Name of the Enterprise	As % of consolidated net assets	Amount	As % of consolidated profit or loss	Amount	As % of consolidated other comprehensive income	Amount	As % of consolidated total comprehensive income	Amount
1	2	3	4	5	6	7	8	9
Parent								
Praj Industries Limited	98.84%	12597.896	98.96%	2804.229	72.51%	(36.228)	99.43%	2768.001
Subsidiaries								
Indian								
1. Praj HiPurity Systems Limited	6.48%	825.702	8.16%	231.148	20.09%	(10.038)	7.94%	221.110
2. Praj Engineering and Infra Limited	2.37%	302.105	3.72%	105.387	0.59%	(0.295)	3.77%	105.092
3. Praj GenX Limited	-0.25%	(32.240)	-1.13%	(32.058)	1.36%	(0.681)	-1.18%	(32.739)
Foreign								
1. Praj Far East Philippines Limited - Philippines	0.20%	25.187	-0.07%	(1.901)	2.06%	(1.031)	-0.11%	(2.932)
2. Praj Americas Inc. - USA	0.15%	19.119	0.08%	2.274	-0.31%	0.157	0.09%	2.431
3. Praj Far East Co. Limited - Thailand	0.30%	38.704	0.10%	2.856	3.69%	(1.845)	0.04%	1.011
Minority Interests in all subsidiaries	0.01%	0.999	0.01%	0.349	-	-	0.01%	0.349
Inter Company Eliminations/Goodwill Amortisation	-8.10%	(1031.774)	-9.82%	(278.375)	-	-	-10.00%	(278.375)
Total	**100.00%**	**12745.698**	**100.01%**	**2833.909**	**100.0%**	**(49.961)**	**100.0%**	**2783.948**

Notes to the Consolidated Financial Statements for the year ended 31 March 2025

(All amounts are in Indian rupees million unless otherwise stated)

42 Partly-owned subsidiary

Financial information of subsidiary that have non-controlling interests is provided below :

Proportion of equity interest held by non-controlling interest :

Name	Country of operation	31 March 2025	31 March 2024
Praj Engineering and Infra Limited	India	0.33%	0.33%

Information regarding non-controlling interest

The summarised financial information of the subsidiary is provided below. This information is based on amounts before inter-company eliminations.

Summarised statement of profit and loss

Particulars	31 March 2025	31 March 2024
Total Income	1449.066	1714.855
Employee benefits expense	63.017	41.008
Finance costs	0.050	0.023
Depreciation	0.000	0.000
Other expenses	1289.105	1531.995
Profit before tax	**96.894**	**141.829**
Total tax expense	27.614	36.093
Profit for the year :	**69.280**	**105.736**
Total comprehensive income	**69.121**	**105.441**
Attributable to non-controlling interests	**0.229**	**0.349**

Summarised balance sheet

Particulars	31 March 2025	31 March 2024
Non current assets	134.186	29.045
Current assets	933.775	1153.519
Total Assets	**1067.961**	**1182.564**
Non current liabilities	2.302	1.336
Current liabilities	694.433	879.123
Total Liabilities	**696.735**	**880.459**
Total Equity	**371.226**	**302.105**
Attributable to :		
Equity holders of parent	370.000	301.106
Non-controlling interest	1.226	0.999

Summarised cash flow

Particulars	31 March 2025	31 March 2024
Net cash flows from operating activities	(41.911)	30.698
Net cash flows from investing activities	53.860	(9.709)
Net cash flows from financing activities	-	-
Net increase/(decrease) in cash and cash equivalents	**11.949**	**20.989**

Notes to the Consolidated Financial Statements for the year ended 31 March 2025

(All amounts are in Indian rupees million unless otherwise stated)

43 Interest in Subsidiaries :

The summarised information of interest in subsidiaries is as below :

Name of entity	Place of Business	Ownership interest held by the Group		Ownership interest held by non-controlling interests		Principal activities
		31 March 2025	31 March 2024	31 March 2025	31 March 2024	
1. Praj HiPurity Systems Limited	India	100%	100%	-	-	Manufacturing, installation and commissioning of water purification systems
2. Praj Engineering and Infra Limited	India	99.67%	99.67%	0.33%	0.33%	Installation, commissioning and sub-contracting works
3. Praj GenX Limited	India	100%	100%	-	-	Process and Project Engineering
4. Praj Far East Philippines Limited	Philippines	100%	100%	-	-	Installation, commissioning and sub-contracting works
5. Praj Americas Inc.	USA	100%	100%	-	-	Marketing and Supporting services
6. Praj Far East Co. Limited	Thailand	100%	100%	-	-	Commissioning and sub-contracting works with marketing and supporting services
7. Praj Projects (Tanzania) Limited	Tanzania	100%	NA	-	-	Installation, commissioning and sub-contracting works

44 The Ministry of Corporate Affairs vide notification number GSR 205 (E) dated 24th March 2021 and as amended from time to time, read with proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014, for the financial year commencing April 1, 2023 has prescribed, inter-alia, certain requirements related to maintenance of an audit trail emanating from accounting software. The Group had enabled the audit trail at an application level for all the tables and fields for its books of account and relevant transactions in the accounting software used by it, in conformity with the said regulations. However, the accounting software used by the Group has not been enabled with the feature of audit trail log at the database layer to log direct transactional changes, due to the present design of the accounting software.

45 Exceptional item represents profit on sale of land located at Nasarapur, which was classified as "Asset held for sale" as of 31 March 2024.

46 On 28th March 2025, a fire broke out at R&D facility of the Holding Company, Praj Matrix, causing a temporary disruption of R&D activities for a couple of weeks. The facility was fully insured, and a claim for the loss has already been lodged with the insurance company. The Management of the Company expects to recover the estimated losses, including damage to the property, and therefore, no provision for losses has been made in the financial statements.

As per our report of even date.
For P G BHAGWAT LLP
Chartered Accountants
Firm Regn. No : 101118W/W100682

Abhijeet Bhagwat
Partner
Membership No. : 136835

Place : Pune
Date : 29 April 2025

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

Dr. Pramod Chaudhari
Chairman
(DIN : 00196415)

Shishir Joshipura
CEO and Managing Director
(DIN : 00574970)

Sachin Raole
CFO and Director- Resources
(DIN : 00431438)

Anant Bavare
Company Secretary
(M.No. : ACS21405)

Praj Industries Limited

"Praj Tower", S. No. 274 & 275/2, Bhumkar Chowk- Hinjewadi Road, Hinjewadi, Pune – 411 057.
CIN : L27101PN1985PLC038031
E-mail : investorsfeedback@praj.net; **website** : www.praj.net

NOTICE

Notice is hereby given that the Thirty Ninth (39th) Annual General Meeting ("**AGM**") of Praj Industries Limited ("the **Company**") will be held on **Monday**, the **11th August, 2025** through Video Conferencing ("**VC**") / Other Audio Video Visual Means ("**OAVM**") at **10.00 a.m.** (IST). The venue of the AGM shall be deemed to be the Registered Office of the Company. The following businesses will be transacted at the AGM.

ORDINARY BUSINESS :

1. To receive, consider and adopt the audited Standalone Financial Statements of the Company for the financial year ended 31st March, 2025 together with the reports of Board of Directors and the Auditors thereon.

2. To receive, consider and adopt the audited Consolidated Financial Statements of the Company for the financial year ended 31st March, 2025 together with the report of the Auditors thereon.

3. To declare dividend of ₹6/- (300%) per equity share of ₹2/- each for the financial year ended 31st March, 2025.

4. **To appoint Mr. Parth Chaudhari (DIN : 07010109) in place of Ms. Parimal Chaudhari, who retires by rotation and who has not offered herself for re-appointment :**

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

   "**RESOLVED THAT** based on the recommendation of Nomination and Remuneration Committee and pursuant to the provisions of Sections 149, 152 and all other applicable provisions, if any, of the Companies Act, 2013, read with Companies (Appointment and Qualification of Directors) Rules, 2014, (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Mr. Parth Chaudhari (DIN : 07010109) be and is hereby appointed as a Non-Executive Non-Independent Director, liable to retire by rotation, with effect from date of 39th Annual General Meeting of the Company i.e. 11th August, 2025, in place of Ms. Parimal Chaudhari who retires by rotation and has not offered herself for re-appointment."

5. **To appoint M/s MSKA & Associates, Chartered Accountants (Firm Registration No. 105047W) as Statutory Auditors and to fix their remuneration :**

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

   "**RESOLVED THAT** pursuant to the provisions of Sections 139 and 142 and all other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and based on the recommendation of Audit Committee and Board of Directors, M/s MSKA & Associates, Chartered Accountants, (Firm Registration No. 105047W), be and are hereby appointed as Statutory Auditors of the Company to hold office for a term of five (5) consecutive years from the conclusion of the 39th Annual General Meeting till the conclusion of the 44th Annual General Meeting (to be held in the year 2030) at a total remuneration of ₹37.50 lakhs (Rupees Thirty Seven Lakhs Fifty Thousand only) plus applicable taxes and reimbursement of out of pocket expenses on actuals, if any for the financial year ending on 31st March, 2026 and for subsequent years of the term at such fees as may be recommended by the Audit Committee and approved by the Board and to avail any other services, certificates, reports etc. as may be permissible under applicable laws.

   RESOLVED FURTHER THAT the Audit Committee / Board of Directors of the Company, be and are hereby authorized to revise / alter / modify / amend the terms and conditions and / or remuneration of the Statutory Auditors, from time to time, during the tenure of their appointment.

   RESOLVED FURTHER THAT any Director or Company Secretary be and is hereby authorised to do all such acts, deeds, matters and things as may be deemed necessary or expedient, including filing the requisite forms / returns to give effect to the forgoing resolution."

SPECIAL BUSINESS :

6. **To approve the appointment of Dr Pramod Chaudhari (DIN : 00196415) as Founder Chairman and Mentor-Praj Group (Whole Time Director in the category of Executive Director), beyond the age of 75 years, including terms of his remuneration, for a period of five (5) years with effect from 1st July, 2025 till 30th June, 2030 :**

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

   "**RESOLVED THAT** based on the recommendation of Nomination and Remuneration Committee and pursuant to the provisions of Sections 149, 152, 196, 203 and all other applicable provisions, if any, of the Companies Act, 2013 ("the **Act**"), read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Schedule V to the Act (including any Statutory modification(s) or re-enactment(s) thereof, for the time being in force) and Regulations 17(1A) and 17(6)(e) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("the **Listing Regulations**"), as amended from time to time, the consent of the Members be and is hereby accorded for the appointment of Dr Pramod Chaudhari (DIN : 00196415) as Founder Chairman and Mentor-Praj Group (Whole Time Director in the category of Executive Director), beyond the age of 75 years, not liable to retire by rotation, for a period of five (5) years with effect from 1st July, 2025 till 30th June, 2030, on the terms and conditions of appointment and remuneration as contained in the draft agreement, material terms of which are set out in the Explanatory Statement to this Notice of the 39th Annual General Meeting.

   RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to alter and vary terms and conditions of appointment and remuneration of Dr Pramod Chaudhari subject to limits specified in Section 197 and Schedule V to the Act.

   RESOLVED FURTHER THAT consent of the Company be and is hereby accorded for payment of remuneration to Dr Pramod Chaudhari in excess of limits specified in Regulation 17(6)(e) of the Listing Regulations during his tenure.

   RESOLVED FURTHER THAT where in any financial year during the tenure of Dr Pramod Chaudhari as Founder Chairman and Mentor-Praj Group (Whole Time Director in the category of Executive Director), the Company incurs a loss or its profits are inadequate, the Company shall continue to pay to Dr Pramod Chaudhari, the remuneration, by way of salary, perquisites and other allowances, as a minimum remuneration as Board of Directors may decide from time to time during his tenure, subject to the limits and conditions specified under Schedule V to the Act.

   RESOLVED FURTHER THAT any Director or Company Secretary of the Company be and is hereby authorised to do all such acts, deeds, matters and things as it may deem necessary for the purpose of giving effect to the above-mentioned Resolutions."

7. **To approve appointment of Mr. Berjis Desai (DIN : 00153675) as a Non-Executive Non-Independent Director, liable to retire by rotation :**

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

   "**RESOLVED THAT** based on the recommendation of the Nomination and Remuneration Committee and in accordance with Sections 149, 150, 152, 161 and all other applicable provisions, if any, of the Companies Act, 2013 ("the **Act**"), read with the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the **Listing Regulations**"), as amended from time to time, and the Articles of Association of the Company, Mr. Berjis Desai (DIN : 00153675), who was appointed as an Additional Director of the Company pursuant to Section 161 of the Act and who holds office till the date of 39th Annual General Meeting, and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a Member proposing his candidature for the office of Director, be and is hereby appointed as a Non-Executive Non-Independent Director, liable to retire by rotation with effect from 1st July, 2025."

8. **To appoint M/s MSN Associates, Company Secretaries as Secretarial Auditors and to fix their remuneration :**

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

   "**RESOLVED THAT** pursuant to the provisions of Sections 179 and 204 and all other applicable provisions, if any, of the Companies Act, 2013, read with relevant Rules framed thereunder (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, and based on the recommendation of Audit Committee and Board of Directors, the approval of the Members be and is hereby accorded for the appointment of M/s MSN Associates, Company Secretaries (Firm Registration No.

29533) as Secretarial Auditors of the Company for a term of five (5) consecutive years commencing from the financial year 2025-26 till financial year 2029-30 at a remuneration of ₹2.50 lakhs (Rupees Two Lakhs Fifty Thousand only) per annum plus applicable taxes and reimbursement of out-of-pocket expenses on actuals, if any, for the Financial Year ending on 31st March, 2026 and for subsequent years of the term at such fees as may be recommended by the Audit Committee and approved by the Board and to avail any other services, certificates, reports etc. as may be permissible under applicable laws.

RESOLVED FURTHER THAT any Director or Company Secretary be and is hereby authorised to do all such acts, deeds, matters and things as may be deemed necessary or expedient, including filing the requisite forms / returns to give effect to the forgoing resolution."

9. **To ratify the remuneration of Dhananjay V. Joshi & Associates, Cost Accountants as Cost Auditors for the financial year ending 31st March, 2026 :**

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

   "RESOLVED THAT pursuant to the provisions of Section 148 and all other applicable provisions of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the Company hereby ratifies the remuneration of ₹3.25 lakhs (Rupees Three Lakhs Twenty Five Thousand only) as Audit fees plus out of pocket expenses at actual on submission of supporting bills, plus applicable taxes, payable to Dhananjay V. Joshi & Associates, Cost Accountants (Firm Registration No. 00030), who have been appointed by the Board of Directors as Cost Auditors of the Company, to conduct the audit of the cost records of the Company for the financial year ending 31st March, 2026."

By Order of the Board of Directors
For Praj Industries Limited

Anant Bavare
Company Secretary &
Compliance Officer
(M. No. : 21405)

Place : Pune
Date : 26th June, 2025

Registered Office :
"Praj Tower", S. No. 274 & 275/2,
Bhumkar Chowk-Hinjewadi Road,
Hinjewadi, Pune 411 057.

Notes :

1. Ministry of Corporate Affairs ("**MCA**"), vide its General Circular No. 09/2024 dated 19th September, 2024 ("**MCA Circular**") and the Securities and Exchange Board of India ("**SEBI**") vide its Circular dated 3rd October, 2024 ("**SEBI Circular**"), has permitted convening the general meetings through VC/OAVM, without physical presence of the members at a common venue. Accordingly, the 39th AGM of the Company is being held through VC/OAVM. The deemed venue for the AGM shall be "Praj Tower", S. No. 274 & 275/2, Bhumkar Chowk - Hinjewadi Road, Hinjewadi, Pune-411 057.

2. As the AGM is being held through VC/OAVM, the facility to appoint proxy shall not be available for the AGM and hence the Proxy Form, the Attendance Slip and the Route Map are not annexed to this Notice. However, Corporate members intending to attend the AGM through VC/OAVM are requested to send to the Company a certified copy of the Board Resolution authorising their representative to attend and vote on their behalf at the Meeting.

3. Information regarding appointment of Director and Explanatory Statement in respect of Special Business to be transacted pursuant to Section 102 of the Companies Act, 2013 ("the **Act**") and/or Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the **Listing Regulations**") is annexed hereto.

4. In case of joint holders attending the Meeting, only such joint holder who is first in the order of names will be entitled to vote.

5. Relevant documents referred to in the accompanying Notice and the Statement are open for inspection by the members at the Registered Office of the Company on all working days (Saturdays and Sundays are weekly offs), during business hours up to the date of the AGM.

6. The Company has notified **Monday,** the **4th August, 2025** as Record Date for the purpose of declaration of dividend.

   The Dividend, if any declared, shall be payable to those shareholders whose names stand registered :

   a. As beneficial owner as at the end of business hours on **Monday,** the **4th August, 2025** as per the lists to be furnished by National Securities Depository Limited and Central Depository Services (India) Limited in respect of the shares held in the electronic form.

   b. As member in the register of members (Beneficiaries Position) of the Company/Registrar & Share Transfer Agent on **Monday,** the **4th August, 2025**.

c. The dividend on Equity Shares, if declared at the Meeting, will be credited / dispatched by **10th September, 2025** before statutory time limit.

7. Members holding shares in electronic form are requested to intimate any change in their address or bank mandates to their Depository Participant with whom they are maintaining their demat accounts. Members holding shares in physical form are requested to advise any change in their address or bank mandates to the Company / MUFG Intime India Private Limited, Registrar & Share Transfer Agent of the Company (MUFG).

8. Pursuant to the provisions of Section 124 of the Act read with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 ('**IEPF Rules**') (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), dividend for the financial year ended 31st March, 2018 and onwards, which remains unclaimed for a period of seven (7) years from the date of its transfer to the unpaid dividend account of the Company would be transferred to Investor Education and Protection Fund (IEPF).

9. The members who have so far not yet claimed their dividend for the previous years are advised to submit their claim to the Company or to the Company's Registrar & Share Transfer Agent at their address given herein below, quoting their Folio No. / DP Id and Client Id :

   MUFG Intime India Pvt. Ltd.
   (formerly known as Link Intime India Pvt. Ltd.)
   Block No. 202, 2nd Floor, Akshay Complex,
   Near Ganesh Temple, Off Dhole Patil Road,
   Pune 411 001.

   During the financial year 2024-25, the Company has transferred the unpaid or unclaimed dividend of ₹13,74,153/- (Rupees Thirteen Lakhs Seventy Four Thousand One Hundred Fifty Three only) to IEPF in accordance with the provisions of Section 125 of the Act read with the IEPF Rules, as amended.

10. Pursuant to the provisions of Section 124(6) of the Act read with IEPF Rules, 2016, as amended, all the shares in respect of which dividend has not claimed for 7 consecutive years or more shall be transferred by the Company in the name of IEPF.

    The shareholders who have not claimed / encashed the dividend in the last 7 consecutive years from financial year 2017-18 are requested to claim the same to avoid transfer of shares to IEPF.

    In accordance with the aforesaid provisions, the Company has transferred 33,189 equity shares pertaining to the financial year 2016-17, in respect of which the dividend has not been claimed by the concerned shareholder/s consecutively for 7 years, to IEPF on 8th November, 2024. Shareholders may note that the unclaimed dividend amount transferred to IEPF and the shares transferred to the Demat Account of IEPF can be claimed back from IEPF by making an online application in web Form IEPF 5 (available on www.iepf.gov.in) to IEPF authority with a copy to the Company.

11. Members who hold shares in physical form in multiple folios in identical names or joint holding in the same order of names are requested to send the share certificates to MUFG, for consolidation into a single folio.

12. SEBI has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore requested to submit their PAN to their Depository Participant with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN to the Company / MUFG.

13. Members holding shares in single name and physical form are advised to make nomination in respect of their shareholding in the Company.

14. Non-Resident Indian Members are requested to inform MUFG, immediately of :

    a. Change in their residential status on return to India for permanent settlement.

    b. Particulars of their bank account maintained in India with complete name, branch, account type, account number and address of the bank with PIN code number, if not furnished earlier.

15. To further Company's environment friendly agenda and to participate in MCA's Green Initiatives, members are requested to register / update their e-mail address with their Depository Participant. Members who are holding shares in physical form are requested to send their e-mail address at pune@in.mpms.mufg.com for updation.

16. The notice of 39th AGM and instructions for remote e-voting, is being sent by electronic mode to all members whose email addresses are registered with the Company/ Depository Participant(s) unless a member has requested for a hard copy of the same.

17. Members are requested to notify their queries, if any, on financial statements etc. latest by **6th August, 2025** to facilitate the answering thereto. The queries be sent at investorsfeedback@praj.net.

18. Members who would like to express their views or ask questions during AGM may register themselves as a speaker by sending their request from their registered email address mentioning their name, DP Id and Client ID/Folio No., mobile number at investersfeedback@praj.net **on or before 6th August, 2025 by 5.00 P.M.** IST. Those Members who have registered themselves as a speaker will only be allowed to express their views/ask questions during the AGM. Speakers are requested to submit their questions at the time of registration, to enable the Company to respond appropriately.

(a) Shareholders will receive "speaking serial number" once they mark attendance for the meeting. Please remember speaking serial number and start your conversation with panellist by switching on video mode and audio of your device. When a pre-registered speaker is invited to speak at the meeting but does not respond, the next speaker will be invited to speak.

(b) The Company reserves the right to restrict the number of questions and number of speakers, as appropriate, to ensure the smooth conduct of the AGM.

By Order of the Board of Directors
For Praj Industries Limited

Anant Bavare
Company Secretary & Compliance Officer
(M. No. : 21405)

Place : Pune
Date : 26th June, 2025

Registered Office :
"Praj Tower", S. No. 274 & 275/2,
Bhumkar Chowk-Hinjewadi Road,
Hinjewadi, Pune 411 057.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE ACT :

The following Statement sets out all material facts relating to the Item No. 4 & 5 of Ordinary Business and Item No. 6 to 9 of Special Business mentioned in the accompanying Notice :

Item No. 4

To appoint Mr. Parth Chaudhari (DIN : 07010109) in place of Ms. Parimal Chaudhari, who retires by rotation and who has not offered herself for re-appointment :

Ms. Parimal Chaudhari, Non-Executive Director is retiring at 39th AGM and she has not offered herself for re-appointment.

Consequently, the Board, on the basis of recommendation made by Nomination and Remuneration Committee, at Board meeting held on 29th April, 2025, has approved the appointment of Mr. Parth Chaudhari (DIN : 07010109) as a Non-Executive Non-Independent Director, in place of Ms. Parimal Chaudhari, with effect from date of 39th AGM i.e. 11th August, 2025

The profile and other relevant information as required under the Act, the Listing Regulations and Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India (ICSI) is given in **Annexure 1.**

Rationale for appointment:

Mr. Parth's extensive experience in financial services, investment strategy, and corporate governance will add significant value to the Company's strategic direction. His leadership experience in asset management further strengthens his suitability for the role.

None of the Director(s), Key Managerial Personnel of the Company or their relatives, except Dr Pramod Chaudhari, Chairman and Ms. Parimal Chaudhari, Non-Executive Director, is in any way concerned or interested, financially or otherwise, in the resolution set out at Item No. 4 of the Notice.

The Board recommends the **Ordinary Resolution** set out at Item No. 4 of the Notice for approval by the members.

Item No. 5

To appoint M/s MSKA & Associates, Chartered Accountants (Firm Registration No. 105047W) as Statutory Auditors and to fix their remuneration :

P G Bhagwat LLP, Chartered Accountants (Firm Registration No. 101118W/W100682), were re-appointed as the Statutory Auditors of the Company at the 34th AGM held on 18th September, 2020, for a period of five (5) years i.e. from 34th AGM till the conclusion of 39th AGM of the Company. Accordingly, P G Bhagwat LLP would be completing their second term as the Statutory Auditors of the Company on the date of 39th AGM.

Based on the recommendation of Audit Committee, the Board of Directors at their meeting held on 26th June, 2025 have appointed M/s MSKA & Associates, Chartered Accountants, (Firm Registration No.105047W) as Statutory Auditors of the Company. M/s MSKA & Associates have confirmed their eligibility for appointment under Section 139 read with Section 141 of the Act. M/s MSKA & Associates will hold office for a period of 5 (five) consecutive years from the conclusion of the 39th AGM of the Company till the conclusion of the 44th AGM to be held in the calendar year 2030, subject to the approval by the Shareholders at the ensuing AGM.

Pursuant to Regulation 36(5) of the Listing Regulations as amended, the credentials and terms of appointment of M/s MSKA & Associates are as under :

Profile :

M/s MSKA & Associates, Chartered Accountants (Firm Registration No. 105047W), established in 1978, is an Indian partnership firm registered with the Institute of Chartered Accountants of India (ICAI) and the US Public Company Accountancy Oversight Board (PCAOB) having offices across 12 cities in India at Mumbai, Gurugram, Chandigarh, Kolkata, Ahmedabad, Chennai, Goa, Pune, Bengaluru, Kochi, Hyderabad and Coimbatore. The audit firm has a valid peer review certificate.

The Firm primarily provides audit and assurance services, tax and advisory services, to its clients. The Firm's Audit and Assurance practice has significant experience across various industries, markets and geographies.

Terms of appointment :

M/s MSKA & Associates are proposed to be appointed as the Statutory Auditors for a term of five (5) consecutive years from the conclusion of the 39th AGM of the Company till the conclusion of the 44th AGM to be held in the calendar year 2030. The proposed fees payable to M/s MSKA & Associates for the financial year 2025-26 are ₹37.50 lakhs (Rupees Thirty Seven Lakhs Fifty Thousand only). The said fees are excluding GST, certification fees, applicable taxes, reimbursements and other outlays. The Audit Committee / Board is authorised to revise the fees, from time to time.

None of the Director(s), Key Managerial Personnel of the Company or their relatives, is in any way concerned or interested, financially or otherwise, in the resolution set out at Item No. 5 of the Notice.

The Board recommends the **Ordinary Resolution** set out at Item No. 5 of the Notice for approval by the members.

Item No. 6

To approve the appointment of Dr Pramod Chaudhari (DIN : 00196415) as Founder Chairman and Mentor-Praj Group (Whole Time Director in the category of Executive Director), beyond the age of 75 years, including terms of his remuneration, for a period of five (5) years with effect from 1st July, 2025 till 30th June, 2030 :

During the year, Dr Pramod Chaudhari (PMC) completed his tenure as Executive Chairman on 31st December, 2024.

The shareholders on 20th December, 2024, through Postal Ballot by way of Special Resolution approved his appointment as Non-Executive Chairman (in the category of Non-Executive Non-Independent Director) of the Company for a period of five (5) years w.e.f. 1st January, 2025 to 31st December, 2029.

Further, based on the recommendation of Nomination and Remuneration Committee (NRC), the Board at its Meeting held on 29th April, 2025 has approved the appointment of PMC as Founder Chairman and Mentor-Praj Group (Whole Time Director in the category of Executive Director) for a period of five (5) years with effect from 1st July, 2025 till 30th June, 2030, subject to approval of shareholders by way of Special Resolution at 39th AGM.

The Board recommends appointing Dr Pramod Chaudhari as Founder Chairman and Mentor-Praj Group (Whole Time Director in the category of Executive Director), citing his leadership and significant contributions to the Company's growth. His expertise in innovation and industry knowledge are key to sustain Praj's global success and advancing its mission for a greener planet.

Summary of other major points considered for proposed appointment of PMC are as follows:

Distinguished Leadership and Enduring Legacy:

IIT-Bombay alumnus PMC, Praj Industries' visionary 'Ethanol Man,' shifts from Executive Chairman (Dec 2024) to Founder Chairman and Mentor - Praj Group, re-entering an executive role to spearhead bio-energy and energy-transition growth where there are unprecedented opportunities. PMC has over 52 years of experience in this filed.

Pioneering Vision in Bioeconomy and Green Technology:

Global bioeconomy champion PMC advances sustainable energy, agri-env tech, bolstering India's circular bioeconomy, ecology, energy security, and rural growth.

Consistent Business Growth and Financial Stewardship:

PMC helped Praj grow fast and strong, boosting its numbers and taking its biotech business to more than 100 countries around the world.

Strategic Role in the Company's vision 2030 and roadmap for future:

PMC's leadership is key to the Company's vision 2030 to serve as both, compass and catalyst- driving purposeful action and aligning Company's efforts with national and global priorities. He aims to keep Praj driving eco-friendly industry, cutting carbon, expanding the bioeconomy and leading in renewables worldwide.

Technological Prowess and R&D Excellence:

PMC's valuable contribution in setting up Praj's top-grade R&D center, has resulted in earning 400+ patents and turning many breakthroughs into real-world products, cementing Praj's tech lead.

Alignment with National and Global Sustainability Agendas:

PMC's guidance made Praj a self-reliant green-tech leader, supporting India's Net-Zero goals and shaping key clean-energy policies.

Innumerable Industry Accolades and International Influence:

Asia's standout industrial-biotech pioneer, PMC won the 2020 George Washington Carver and 2022 William C Holmberg lifetime awards; his global ties boost Praj's reputation and forge key worldwide partnerships.

Keeping in view the Company vision 2030 embarked by the Company and the business transformation and geopolitical scenario, PMC's guidance in "Executive Role" is highly desired.

Proposed Remuneration :

The key components of remuneration terms proposed for Dr Pramod Chaudhari, as recommended by NRC and approved by the Board, are as follows :

i. **Salary and Allowances :**

- Basic Salary : Starting Basic Salary not exceeding ₹36,00,000/- per month.
- Allowances : Not exceeding 135% of the basic salary
  a) Fully furnished residential accommodation. Where no accommodation is provided by the Company, House Rent Allowance 50% of basic salary in lieu thereof shall be paid.
  b) Medical Allowance not exceeding 15% of basic salary per month.
  c) Leave Travel Assistance for self and family not exceeding 15% of basic salary per month.
  d) Other allowances do not exceed 55 % of basic salary per month.

However, the Board, subject to the recommendation of NRC, shall have power to revise the basic salary and allowances mentioned above, upwards within overall limits as prescribed under section 197(1) of the Act.

ii. **Performance Bonus/Variable Pay :**

In addition to salary and perquisites, Performance Bonus/ Variable Pay as recommended by the NRC and as approved by the Board, shall be paid to PMC after considering the performance of the Company & Praj Group Companies and his individual performance.

iii. **Commission :**

In addition to salary, perquisites and Performance Bonus/ Variable Pay, Commission on profits shall be paid to PMC depending upon the profitability of the Company and Praj Group Companies. The commission will be recommended by NRC and will be approved by the Board after considering the performance of Company and Praj Group Companies within the overall limits approved by the members.

The total payments under the head Performance Bonus and Commission taken together shall not exceed 3% of consolidated profit before tax (subject to the overall limits prescribed under Section 197(1) of the Act) read with rules framed thereunder.

iv. **Ex-gratia :**

Annual Ex-gratia representing an amount of 15% of PMC's basic salary.

v. **Perquisites :**

- **Club Fees :**

  Annual Fees of clubs in India.

- **Insurance premium :**

  Insurance premium not exceeding ₹4,00,000 per annum for insuring accidental / medical risks shall be paid by the Company / reimbursed to PMC.

- **Car with driver :**

  The Company should provide chauffeur driven car to PMC for official and local personal purposes. The Company shall provide and pay for all running, maintenance, repairs and upkeep expenses in respect of the car.

vi. **Leave and Leave Encashment :**

PMC will be entitled for 30 days' leave for each year of service. The leave can be accumulated and encashed as per Company Policy.

vii. **Severance Pay:**

PMC shall, subject to the provisions of Section 202 of the Act, be entitled to Severance Pay by way of compensation for loss of office for an amount equal to the remuneration which he would have earned if he had been in office for remainder of his Term or three years whichever is less, calculated on the basis of the average remuneration actually earned by him during a period of three years immediately preceding the date on which he ceased to hold office, or where he held the office for a lesser period than three years, during such period.

viii. **Other allowances and perquisites :**

Subject to any statutory ceilings prescribed under the Act, PMC shall be entitled to such other allowances, perquisites, benefits and facilities as may be recommended by NRC and approved by the Board of Directors from time to time.

ix. **Total Remuneration:**

During the financial year 2025-26, the total remuneration payable to PMC for a period of nine (9) months, effective from 1st July 2025 to 31st March 2026 shall not exceed ₹12.74 Crores.

x. **Power of the Board to vary the remuneration during Term :**

During his tenure, the Board shall have the power to vary the remuneration upward within the overall ceiling as prescribed under Section 197 of the Act read with Schedule V to the Act which may exceed the limit specified under Regulation 17(6)(e) of the Listing Regulations.

None of the Director(s), Key Managerial Personnel of the Company or their relatives except Dr Pramod Chaudhari, Ms. Parimal Chaudhari, Spouse of PMC and Mr. Parth Chaudhari, Son of PMC, is in any way concerned or interested, financially or otherwise, in the resolution set out at Item No. 6 of the Notice.

The Board recommends the **Special Resolution** set out at Item No. 6 of the Notice for approval by the members.

Item No. 7

To approve appointment of Mr. Berjis Desai (DIN : 00153675) as a Non-Executive Non-Independent Director, liable to retire by rotation :

Based on the recommendation of NRC, the Board at its meeting held on 26th June, 2025 has appointed Mr. Berjis Desai (DIN : 00153675) as an Additional Director (Non-Executive Non-Independent Director), under Section 161 of the Act read with Companies (Appointment and Qualification of Directors) Rules, 2014, as amended from time to time, with effect from 1st July, 2025, who will hold office till date of 39th AGM. Mr. Berjis Desai will be liable to retire by rotation.

The profile and other relevant information as required under the Act, the Listing Regulations and Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India (ICSI) is given in **Annexure 1**.

Rationale for appointment:

Mr. Desai's extensive experience in corporate governance, compliance, and dispute resolution, along with his directorships in several listed companies, makes him a valuable addition to the Board of Praj Industries Ltd. His presence will strengthen the legal and regulatory oversight of the Company, benefiting its stakeholders.

None of the Director(s), Key Managerial Personnel of the Company or their relatives, is in any way concerned or interested, financially or otherwise, in the resolution set out at Item No. 7 of the Notice.

The Board recommends the **Ordinary Resolution** set out at Item No. 7 of the Notice for approval by the members.

Item No. 8

To appoint M/s MSN Associates, Company Secretaries as Secretarial Auditors and to fix their remuneration :

Pursuant to the Third Amendment to the Listing Regulations, effective from 1st April, 2025, the Listed Company is required to appoint Peer Reviewed Secretarial Auditor (if individual then for not more than one term of five consecutive years and if a firm then for not more than two terms of five consecutive years), with the approval of the shareholders in the AGM.

Based on the recommendation of Audit Committee, the Board at its meeting held on 26th June, 2025, has approved the appointment of M/s MSN Associates, Company Secretaries (Firm Registration No. 29533) as the Secretarial Auditors of the Company for a period of five (5) consecutive financial years from 2025-26 to 2029-30.

Pursuant to Regulation 36(5) of the Listing Regulations as amended, the credentials and terms of appointment of M/s MSN Associates are as under :

Profile :

MSN Associates, Pune based firm of Practising Company Secretaries (hereinafter referred to as MSN) with over 30 years of versatile experience in Corporate laws, FEMA Regulations and SEBI Regulations.

Firm was formed in the year 1994 and renamed as MSN Associates in the year 2006. MSN is registered with The Institute of Company Secretaries of India, New Delhi, and with the Registrar of Firms, Pune.

The firm renders services to more than 400 corporate clients. Their expertise includes Secretarial Audits of unlisted and listed Companies, Corporate Government Certification, Amalgamations & Mergers, consultancy under Foreign Exchange Management Act, approvals for External Commercial Borrowings, Foreign Direct Investments–Documentation & Certification, Intellectual Property Rights, conducting Due Diligence for Banks.

Terms of appointment :

MSN is proposed to be appointed for a term of five (5) consecutive years, to conduct the Secretarial Audit for financial years from 2025-26 to 2029-30. The proposed fees payable to MSN is ₹2.50 lakhs (Rupees Two Lakhs Fifty Thousand only) per annum for Secretarial Audit, plus applicable taxes and out of pocket expenses, if any, for the Financial Year ending on 31st March, 2026.

Board of Directors may vary the terms and conditions of appointment as well as remuneration as may be mutually agreed with MSN.

MSN has given their consent to act as Secretarial Auditors of the Company and confirmed that their aforesaid appointment (if approved) would be within the limits specified by the Institute of Company Secretaries of India. Further, MSN has confirmed that they hold valid Peer Review Certificate as per statutory requirement.

None of the Director(s), Key Managerial Personnel of the Company or their relatives, is in any way concerned or interested, financially or otherwise, in the resolution set out at Item No. 8 of the Notice.

The Board recommends the **Ordinary Resolution** set out at Item No. 8 of the Notice for approval by the members.

Item No. 9

To ratify the remuneration of Dhananjay V. Joshi & Associates, Cost Accountants as Cost Auditors for the financial year ending 31st March, 2026 :

The Board, on the recommendation of the Audit Committee, has approved the appointment of Dhananjay V. Joshi & Associates, Cost Accountants as Cost Auditors to conduct the audit of the cost records of the Company for the financial year ending 31st March, 2026 for a total remuneration of ₹3.25 lakhs (Rupees Three Lakhs Twenty Five Thousand only) as Audit fees plus out of pocket expenses at actual on submission of supporting bills and taxes as may be applicable.

In accordance with the provisions of Section 148 of the Act read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditors has to be ratified by the shareholders of the Company.

None of the Director(s) or Key Managerial Personnel of the Company or their relatives, is in any way concerned or interested, financially or otherwise, in the resolution set out at Item No. 9 of the Notice.

The Board recommends the **Ordinary Resolution** set out at Item No. 9 of the Notice for approval by the members.

By Order of the Board of Directors
For Praj Industries Limited

Anant Bavare
Company Secretary & Compliance Officer
(M. No. : 21405)

Place : Pune
Date : 26th June, 2025

Registered Office :
"Praj Tower", S. No. 274 & 275/2,
Bhumkar Chowk-Hinjewadi Road,
Hinjewadi, Pune 411 057.

Annexure 1

Details of Directors seeking appointment pursuant to Regulation 36(3) of the Listing Regulations and Secretarial Standard 2 on General Meetings.

Name of the Director	Dr Pramod Chaudhari	Mr. Parth Chaudhari	Mr. Berjis Desai
Designation / Category of Director	Founder Chairman and Mentor-Praj Group (Whole Time Director)	Non-Executive Non-Independent Director	Non-Executive Non Independent Director
DIN	00196415	07010109	00153675
Age	75 years	38 years	68 years
Date of Birth	26th November, 1949	24th December, 1986	2nd August, 1956
Qualifications	Mechanical Engineer from IIT, Bombay	B.S. in Finance, Entrepreneurship & Emerging Enterprises from Syracuse University (USA)	LLB, Masters degree in law from Cambridge University
Brief resume and expertise in specific functional areas	Dr Pramod Chaudhari is Promoter and founder Director of Praj Industries Limited. He has over 53 years' experience in the industry, as a professional and as an entrepreneur. Dr Pramod Chaudhari is a 'Distinguished Alumnus of IIT Bombay (1971)' and an alumnus of Harvard Business School (AMP 1995), known as 'Ethanol Man'. Dr Pramod Chaudhari is a winner of prestigious George Washington Carver Award 2020 by BIO Impact, Washington DC, USA. He is the first Indian to receive this global honor. He is also the winner of William C Holmberg Award.	Mr. Parth Chaudhari has over 14 years of experience in financial services, asset management, and strategic investments.	Mr. Berjis Desai is a highly accomplished legal professional with 45 years of experience in transactional and dispute resolution laws. Since 2003, Mr. Desai was the Managing Partner, and from 2016, the Senior Partner, of J. Sagar Associates (JSA), a national law firm having more than 400 lawyers. He retired from JSA on 1st April, 2017, upon turning 60. Mr. Berjis is now an independent legal counsel engaged in Private Client Practice, that is, succession and estate planning for HNIs and promoter families through wills, trusts and family arrangements; resolving family, testamentary and business disputes through mediation and confidential fast track arbitration; insolvency and asset reconstruction advisory and family business structuring.
Date of first appointment on the Board	8th November, 1985	11th August, 2025	1st July, 2025
No. of shares held including shareholding as beneficial owner as on the date of AGM	3,87,00,000	72,00,000 (Beneficial Owner-Moriyaset Trust)	Nil
Terms and conditions of appointment	Founder Chairman and Mentor-Praj Group (Whole Time Director) for a period of five (5) years with effect from 1st July, 2025 till 30th June, 2030	Non-Executive Non-Independent Director, liable to retire by rotation	Non-Executive Non-Independent Director, liable to retire by rotation
Details of remuneration last drawn (FY 2024-25)	₹91.044 Mn.	NA	NA

Name of the Director	Dr Pramod Chaudhari	Mr. Parth Chaudhari	Mr. Berjis Desai
Details of proposed remuneration	Please refer Explanatory Statement	Profit based commission, if any, on annual basis, as per the recommendation of NRC	Profit based commission on annual basis, as per the recommendation of Nomination and Remuneration Committee (NRC)
Relationship with other Directors and Key Managerial Personnel	Dr Pramod Chaudhari is a spouse of Ms. Parimal Chaudhari, Non-Executive Director and father of Mr. Parth Chaudhari (who will be appointed as Director with effect from date of 39th AGM)	Mr. Parth Chaudhari is a son of Dr Pramod Chaudhari, Chairman and Ms. Parimal Chaudhari, Non-Executive Director	None
Number of meetings of the Board attended during the financial year 2024-25	5	NA	NA
Chairperson/ Membership of the Committee(s) of Board of Directors of the Company	• Nomination & Remuneration Committee • Compensation & Share Allotment Committee	Nil	Nil
Other Companies in which he is a Director	• Praj HiPurity Systems Limited • Praj GenX Limited • Praj HiPurity Systems Limited • Praj GenX Limited • P-Cube Enterprises Private Limited • Parimal and Pramod Chaudhari Foundation	• P-Cube Enterprises Private Limited • Pratham Holdings Private Limited	• Apollo Tyres Limited • Hikal Limited • Inventurus Knowledge Solutions Limited • Man Infraconstruction Limited • The Great Eastern Shipping Company Limited • Emcure Pharmaceuticals Limited • Vista Intelligence Private Limited • Ambit Private Limited • Ambit Wealth Private Limited

Name of the Director	Dr Pramod Chaudhari			Mr. Parth Chaudhari	Mr. Berjis Desai		
Chairperson/ Membership of the Committee(s) of Board of Directors of other companies	**Name of the Company**	**Name of the Committee**	**Position**	Nil	**Name of the Company**	**Name of the Committee**	**Position**
	Praj HiPurity Systems Limited	Nomination & Remuneration Committee	Member		Man Infra-construction Limited	Corporate Social Responsibility Committee	Chairperson
		Corporate Social Responsibility Committee	Member			Nomination & Remuneration Committee	Member
						Management Committee	Chairperson
						Risk Management Committee	Member
					The Great Eastern Shipping Company Limited	Audit Committee	Member
						Nomination & Remuneration Committee	Member
						Investor Services Committee	Member
					Emcure Pharma-ceuticals Limited	Audit Committee	Member
						Stakeholders Relationship Committee	Chairperson
						IPO Committee	Chairperson
						Nomination & Remuneration Committee	Member
						Risk Management Committee	Member
					Hikal Limited	Audit Committee	Member
						Nomination & Remuneration Committee	Member
					Inventurus Knowledge Solutions Limited	Audit Committee	Member
						Nomination & Remuneration Committee	Member
					Ambit Private Limited	Audit Committee	Member
						Nomination & Remuneration Committee	Chairperson
Listed companies from which he has resigned in the past three years	Nil			Nil	Nil		

E-voting related instructions

1. MCA and SEBI has permitted convening the general meetings through VC/OAVM, without physical presence of the members at a common venue. Hence, Members can attend and participate in the ensuing AGM through VC/OAVM.
2. Pursuant to the MCA Circular, the facility to appoint proxy to attend and cast vote for the members is not available for 39th AGM. However, the Body Corporates are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate there at and cast their votes through e-voting.
3. The Members can join the AGM in the VC/OAVM mode 30 minutes before and 15 minutes after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice.
4. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Act.
5. Pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of the Listing Regulations (as amended), and the MCA Circular and SEBI Circular, the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with MUFG Intime India Private Limited (MUFG) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as venue voting on the date of the AGM will be provided by MUFG.
6. In line with the MCA Circular, the Notice calling the AGM has been uploaded on the website of the Company at www.praj.net. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively and the AGM Notice is also available on the website of MUFG (agency for providing the Remote e-Voting facility) i.e. https ://instavote.linkintime.co.in.
7. The remote e-voting period begins on **Thursday,** the **7th August, 2025** at 09 :00 A.M. and ends on **Sunday,** the **10th August, 2025** at 05 :00 P.M. The remote e-voting module shall be disabled by MUFG for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. **Monday,** the **4th August, 2025**, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date.

In terms of SEBI circular no. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants.

Shareholders are advised to update their mobile number and email Id correctly in their demat accounts to access e-Voting facility.

THE INSTRUCTIONS FOR SHAREHOLDERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING ARE AS UNDER :

Login method for Individual shareholders holding securities in demat mode is given below :

Individual Shareholders holding securities in demat mode with NSDL

METHOD 1 - Individual Shareholders registered with NSDL IDeAS facility

Shareholders who have registered for NSDL IDeAS facility :

a) Visit URL : https ://eservices.nsdl.com and click on "**Beneficial Owner**" icon under "**Login**".

b) Enter User ID and Password. Click on "**Login**"

c) After successful authentication, you will be able to see e-Voting services under Value added services. Click on "**Access to e-Voting**" under e-Voting services.

d) Click on "**MUFG InTime**" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

OR

Shareholders who have not registered for NSDL IDeAS facility :

a) To register, visit URL : https ://eservices.nsdl.com and select "**Register Online for IDeAS Portal**" or click on https ://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp

b) Proceed with updating the required fields.

c) Post successful registration, user will be provided with Login ID and password.

d) After successful login, you will be able to see e-Voting services under Value added services. Click on "**Access to e-Voting**" under e-Voting services.

e) Click on "**MUFG InTime**" or "**evoting link displayed alongside Company's Name**" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

METHOD 2 - Individual Shareholders directly visiting the e-voting website of NSDL

a) Visit URL : https ://www.evoting.nsdl.com

b) Click on the "**Login**" tab available under 'Shareholder/ Member' section.

c) Enter User ID (i.e., your sixteen-digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen.

d) Post successful authentication, you will be re-directed to NSDL depository website wherein you will be able to see e-Voting services under Value added services. Click on "**Access to e-Voting**" under e-Voting services.

e) Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Individual Shareholders holding securities in demat mode with CDSL

METHOD 1 – Individual Shareholders registered with CDSL Easi/ Easiest facility

Shareholders who have registered/ opted for CDSL Easi/ Easiest facility :

a) Visit URL : https ://web.cdslindia.com/myeasitoken/Home/Login or www.cdslindia.com.

b) Click on New System Myeasi Tab

c) Login with existing my easi username and password

d) After successful login, user will be able to see e-voting option. The evoting option will have links of e-voting service providers i.e., MUFG InTime, for voting during the remote e-voting period.

e) Click on "Link InTime/ MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

OR

Shareholders who have not registered for CDSL Easi/ Easiest facility :

a) To register, visit URL : https ://web.cdslindia.com/myeasitoken/Registration/EasiRegistration / https ://web.cdslindia.com/myeasitoken/Registration/EasiestRegistration

b) Proceed with updating the required fields.

c) Post registration, user will be provided username and password.

d) After successful login, user able to see e-voting menu.

e) Click on "Link InTime / MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

METHOD 2 - Individual Shareholders directly visiting the e-voting website of CDSL

a) Visit URL : https ://www.cdslindia.com

b) Go to e-voting tab.

c) Enter Demat Account Number (BO ID) and PAN No. and click on "Submit".

d) System will authenticate the user by sending OTP on registered Mobile and Email as recorded in Demat Account

e) After successful authentication, click on "Link InTime / MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Individual Shareholders holding securities in demat mode with Depository Participant

Individual shareholders can also login using the login credentials of your demat account through your depository participant registered with NSDL / CDSL for e-voting facility.

a) Login to DP website

b) After Successful login, user shall navigate through "e-voting" option.

c) Click on e-voting option, user will be redirected to NSDL / CDSL Depository website after successful authentication, wherein user can see e-voting feature.

d) After successful authentication, click on "Link InTime / MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Login method for shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode

Shareholders holding shares in physical mode / Non-Individual Shareholders holding securities in demat mode as on the cut-off date for e-voting may register for InstaVote as under :

a) Visit URL : https ://instavote.linkintime.co.in

Shareholders who have not registered for INSTAVOTE facility :

b) Click on "Sign Up" under 'SHARE HOLDER' tab and register with your following details :

A. User ID :

NSDL demat account – User ID is 8 Character DP ID followed by 8 Digit Client ID.

CDSL demat account – User ID is 16 Digit Beneficiary ID.

Shareholders holding shares in physical form – User ID is Event No + Folio Number registered with the Company.

B. PAN :

Enter your 10-digit Permanent Account Number (PAN)

(Shareholders who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.

C. DOB/DOI :

Enter the Date of Birth (DOB) / Date of Incorporation (DOI) (As recorded with your DP / Company - in DD/MM/YYYY format)

D. Bank Account Number :

Enter your Bank Account Number (last four digits), as recorded with your DP/Company.

*Shareholders holding shares in NSDL form, shall provide 'D' above

**Shareholders holding shares in physical form but have not recorded 'C' and 'D', shall provide their Folio number in 'D' above

- Set the password of your choice

  (The password should contain minimum 8 characters, at least one special Character (!#$&*), at least one numeral, at least one alphabet and at least one capital letter).

- Enter Image Verification (CAPTCHA) Code

- Click "Submit" (You have now registered on InstaVote).

Shareholders who have registered for INSTAVOTE facility :

c) Click on "Login" under 'SHARE HOLDER' tab.

A. User ID : Enter your User ID

B. Password : Enter your Password

C. Enter Image Verification (CAPTCHA) Code

D. Click "Submit"

d) Cast your vote electronically :

A. After successful login, you will be able to see the "Notification for e-voting".

B. Select 'View' icon.

C. E-voting page will appear.

D. Refer the Resolution description and cast your vote by selecting your desired option 'Favour / Against' (If you wish to view the entire Resolution details, click on the 'View Resolution' file link).

E. After selecting the desired option i.e. Favour / Against, click on 'Submit'.

A confirmation box will be displayed. If you wish to confirm your vote, click on 'Yes', else to change your vote, click on 'No' and accordingly modify your vote.

Guidelines for Institutional shareholders ("Custodian / Corporate Body/ Mutual Fund")

STEP 1 – Custodian / Corporate Body/ Mutual Fund Registration

a) Visit URL : https ://instavote.linkintime.co.in

b) Click on "Sign Up" under "Custodian / Corporate Body/ Mutual Fund"

c) Fill up your entity details and submit the form.

d) A declaration form and organization ID is generated and sent to the Primary contact person email ID (which is filled at the time of sign up). The said form is to be signed by the Authorised Signatory, Director, Company Secretary of the entity & stamped and sent to insta.vote@linkintime.co.in.

e) Thereafter, Login credentials (User ID; Organisation ID; Password) is sent to Primary contact person's email ID. (You have now registered on InstaVote)

STEP 2 – Investor Mapping

a) Visit URL : https ://instavote.linkintime.co.in and login with InstaVote Login credentials.

b) Click on "Investor Mapping" tab under the Menu Section

c) Map the Investor with the following details :

A. 'Investor ID' –

i. NSDL demat account – User ID is 8 Character DP ID followed by 8 Digit Client ID i.e., IN00000012345678

ii. CDSL demat account – User ID is 16 Digit Beneficiary ID.

B. 'Investor's Name - Enter Investor's Name as updated with DP.

C. 'Investor PAN' - Enter your 10-digit PAN.

D. 'Power of Attorney' - Attach Board resolution or Power of Attorney.

*File Name for the Board resolution/ Power of Attorney shall be – DP ID and Client ID or 16 Digit Beneficiary ID. Further, Custodians and Mutual Funds shall also upload specimen signatures.

E. Click on Submit button. (The investor is now mapped with the Custodian / Corporate Body/ Mutual Fund Entity). The same can be viewed under the "Report Section".

STEP 3 – Voting through remote e-voting

The corporate shareholder can vote by two methods, during the remote e-voting period.

METHOD 1 - VOTES ENTRY

a) Visit URL : https ://instavote.linkintime.co.in and login with InstaVote Login credentials.

b) Click on "Votes Entry" tab under the Menu section.

c) Enter the "Event No." for which you want to cast vote.

Event No. can be viewed on the home page of InstaVote under "On-going Events".

d) Enter "16-digit Demat Account No." for which you want to cast vote.

e) Refer the Resolution description and cast your vote by selecting your desired option 'Favour / Against' (If you wish to view the entire Resolution details, click on the 'View Resolution' file link).

f) After selecting the desired option i.e. Favour / Against, click on 'Submit'.

A confirmation box will be displayed. If you wish to confirm your vote, click on 'Yes', else to change your vote, click on 'No' and accordingly modify your vote.

OR

METHOD 2 - VOTES UPLOAD

a) Visit URL : https ://instavote.linkintime.co.in and login with InstaVote Login credentials.

b) After successful login, you will be able to see the "Notification for e-voting".

c) Select "View" icon for "Company's Name / Event number".

d) E-voting page will appear.

e) Download sample vote file from "Download Sample Vote File" tab.

f) Cast your vote by selecting your desired option 'Favour / Against' in the sample vote file and upload the same under "Upload Vote File" option.

g) Click on 'Submit'. 'Data uploaded successfully' message will be displayed.

(Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).

Helpdesk :

Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode :

Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode facing any technical issue in login may contact INSTAVOTE helpdesk by sending a request at enotices@in.mpms.mufg.com or contact on : - Tel : 022 – 4918 6000.

Individual Shareholders holding securities in demat mode :

Individual Shareholders holding securities in demat mode may contact the respective helpdesk for any technical issues related to login through Depository i.e., NSDL and CDSL.

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at : 022 - 4886 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33

Forgot Password :

Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode :

Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode have forgotten the USER ID [Login ID] or Password or both then the shareholder can use the "Forgot Password" option available on : https ://instavote.linkintime.co.in

- Click on "Login" under 'SHARE HOLDER' tab.
- Click "forgot password?"
- Enter User ID, select Mode and Enter Image Verification code (CAPTCHA).
- Click on "SUBMIT".

In case shareholders have a valid email address, Password will be sent to his / her registered e-mail address. Shareholders can set the password of his/her choice by providing information about the particulars of the Security Question and Answer, PAN, DOB/DOI, Bank Account Number (last four digits) etc. The password should contain a minimum of 8 characters, at least one special character (!#$&*), at least one numeral, at least one alphabet and at least one capital letter.

User ID :

NSDL demat account – User ID is 8 Character DP ID followed by 8 Digit Client ID.

CDSL demat account – User ID is 16 Digit Beneficiary ID.

Shareholders holding shares in physical form – User ID is Event No + Folio Number registered with the Company.

In case Custodian / Corporate Body/ Mutual Fund has forgotten the USER ID [Login ID] or Password or both then the shareholder can use the "Forgot Password" option available on : https ://instavote.linkintime.co.in

- Click on 'Login' under "Custodian / Corporate Body/ Mutual Fund" tab
- Click "forgot password?"
- Enter User ID, Organization ID and Enter Image Verification code (CAPTCHA).
- Click on "SUBMIT".

In case shareholders have a valid email address, Password will be sent to his / her registered e-mail address. Shareholders can set the password of his/her choice by providing information about the particulars of the Security Question and Answer, PAN, DOB/DOI etc. The password should contain a minimum of 8 characters, at least one special character (!#$&*), at least one numeral, at least one alphabet and at least one capital letter.

Individual Shareholders holding securities in demat mode with NSDL/ CDSL has forgotten the password :

Individual Shareholders holding securities in demat mode have forgotten the USER ID [Login ID] or Password or both, then the Shareholders are advised to use Forget User ID and Forget Password option available at above mentioned depository/ depository participants website.

- It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- For shareholders/ members holding shares in physical form, the details can be used only for voting on the resolutions contained in this Notice.
- During the voting period, shareholders/ members can login any number of time till they have voted on the resolution(s) for a particular "Event".

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER :

In terms of Ministry of Corporate Affairs (MCA) General Circular No. 09/2024 dated 19.09.2024, the Companies can conduct their AGMs/ EGMs on or before 30 September 2025 by means of Video Conference (VC) or other audio-visual means (OAVM).

Shareholders are advised to update their mobile number and email Id correctly in their demat accounts to access InstaMeet facility.

Login method for shareholders to attend the General Meeting through InstaMeet :

a) **Visit URL :** https ://instameet.in.mpms.mufg.com & click on "Login".

b) **Select the "Company" and 'Event Date' and register with your following details :**

   A. **Demat Account No. or Folio No :**

   Shareholders holding shares in NSDL demat account shall provide 8 Character DP ID followed by 8 Digit Client ID.

   Shareholders holding shares in CDSL demat account shall provide 16 Digit Beneficiary ID.

   Shareholders holding shares in physical form – shall provide Folio Number.

   B. **PAN :**

   Enter your 10-digit Permanent Account Number (PAN)

   (Shareholders who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.

   C. **Mobile No :** Enter your Mobile No.

   D. **Email ID :** Enter your email Id as recorded with your DP/ Company.

c) **Click "Go to Meeting"**

   You are now registered for InstaMeet, and your attendance is marked for the meeting.

Instructions for shareholders to Speak during the General Meeting through InstaMeet :

a) Shareholders who would like to speak during the meeting must register their request with the company.

b) Shareholders will get confirmation on first cum first basis depending upon the provision made by the company.

c) Shareholders will receive "speaking serial number" once they mark attendance for the meeting. Please remember speaking serial number and start your conversation with panellist by switching on video mode and audio of your device.

d) Other shareholder who has not registered as "Speaker Shareholder" may still ask questions to the panellist via active chat-board during the meeting.

*Shareholders are requested to speak only when moderator of the meeting/ management will announce the name and serial number for speaking.

Instructions for Shareholders to Vote during the General Meeting through InstaMeet :

Once the electronic voting is activated during the meeting, shareholders who have not exercised their vote through the remote e-voting can cast the vote as under :

a) On the Shareholders VC page, click on the link for e-Voting "Cast your vote"

b) Enter your 16-digit Demat Account No. / Folio No. and OTP (received on the registered mobile number/ registered email Id) received during registration for InstaMEET

c) Click on 'Submit'.

d) After successful login, you will see "Resolution Description" and against the same the option "Favour/ Against" for voting.

e) Cast your vote by selecting appropriate option i.e. "Favour/ Against" as desired. Enter the number of shares (which represents no. of votes) as on the cut-off date under 'Favour/Against'.

f) After selecting the appropriate option i.e. Favour/Against as desired and you have decided to vote, click on "Save". A confirmation box will be displayed. If you wish to confirm your vote, click on "Confirm", else to change your vote, click on "Back" and accordingly modify your vote. Once you confirm your vote on the resolution, you will not be allowed to modify or change your vote subsequently.

Note :

Shareholders/ Members, who will be present in the General Meeting through InstaMeet facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting facility during the meeting.

Shareholders/ Members who have voted through Remote e-Voting prior to the General Meeting will be eligible to attend/ participate in the General Meeting through InstaMeet. However, they will not be eligible to vote again during the meeting.

Shareholders/ Members are encouraged to join the Meeting through Tablets/ Laptops connected through broadband for better experience.

Shareholders/ Members are required to use Internet with a good speed (preferably 2 MBPS download stream) to avoid any disturbance during the meeting.

Please note that Shareholders/ Members connecting from Mobile Devices or Tablets or through Laptops connecting via Mobile Hotspot may experience Audio/Visual loss due to fluctuation in their network. It is therefore recommended to use stable Wi-FI or LAN connection to mitigate any kind of aforesaid glitches.

Helpdesk :

Shareholders facing any technical issue in login may contact INSTAMEET helpdesk by sending a request at instameet@in.mpms.mufg.com or contact on : - Tel : 022 – 4918 6000 / 4918 6175.

DIVIDEND AND TDS RELATED INFORMATION :

1. The Record Date for determining the names of members eligible for dividend on Equity Shares, if declared at the AGM is **Monday,** the **4th August, 2025**.

2. Dividend as recommended by the Board of Directors, if approved at this AGM, will be paid by **10th September, 2025** by way of electronic mode or in physical form as follows :

   a) To all those shareholders holding shares in electronic form, as per the beneficial ownership data made available to the Company by National Securities Depository Ltd. (NSDL) and Central Depository Services (India) Ltd. (CDSL) as at the close of business hours on the record date i.e., 4th August, 2025 and

   b) To all those shareholders holding shares in physical form, as per the details provided to the Company by the share transfer agent of the Company i.e., MUFG Intime India Private Limited ("**MUFG**") as at the close of business hours on the record date i.e. Monday, the 4th August, 2025.

3. Accordingly, you are requested to ensure that the below details, as applicable to you, are submitted and/ or updated with MUFG / your Depository participant(s) :

   - Valid Permanent Account Number (PAN);
   - Residential status as per the Income-tax Act, 1961 ('the **IT Act**'), i.e. Resident or Non-Resident for FY 2025-26;
   - Category of the Shareholder, viz. Mutual Fund, Insurance Company, Alternate Investment Fund (AIF) – Category I, II or III, Government (Central/ State Government), Foreign Portfolio Investor (FPI)/ Foreign Institutional Investor (FII), Foreign Company, Individual, Hindu Undivided Family (HUF), Firm, Limited Liability Partnership (LLP), Association of Persons (AOP), Body of Individuals (BOI) or Artificial Juridical Person, Trust, Domestic Company, etc.;
   - Email Address;
   - Mobile number;

- Bank account details; and
- Address with PIN code (including country).

4. Following additional documents are to be submitted by the shareholders holding shares in physical form :

   - scanned copy of cancelled cheque leaf of the above-mentioned bank account (In case the cancelled cheque leaf does not bear your name, please attach a copy of the bank pass-book statement, duly self-attested); and
   - self-attested copy of your PAN card.

   This will facilitate receipt of dividend directly in your bank account.

5. Members holding shares in physical form are requested to send a communication duly signed by all the holder(s) intimating about the change of address, if any, immediately to the R&T agent / Company along with the self-attested copy of their PAN Card(s), unsigned copy of the Cheque leaf where an active Bank account is maintained and the copy of the supporting documents evidencing change in address. Communication details of R&T agent are as under :

   MUFG Intime India Pvt. Ltd. Block No. 202, Akshay Complex, Off. Dhole Patil Road, Pune 411 001; Tel No : 020 26160084 E-mail : pune@in.mpms.mufg.com

6. In case, the Company is unable to pay the dividend to any shareholder by the electronic mode, due to non-availability of the details of the bank account, the Company shall dispatch the dividend warrant to such shareholder by post.

7. The Company is required to deduct Tax at Source ('**TDS**') in respect of approved payment of dividend to its shareholders (resident as well as non-resident). To give effect to the TDS provisions, the shareholders are required to upload the documents/ certificates/ declarations as stated in the ensuing paragraph and corresponding Annexures at https://web.in.mpms.mufg.com/formsreg/submission-of-form-15g-15h.html **latest by 11th August, 2025 by 5 :00 p.m. (IST)**.

   No communication on the tax determination / deduction shall be entertained after the above-mentioned date.

8. TDS Rates :

8.1 Resident Shareholders :

TDS at the rate of 10% under section 194 of the IT Act is subject to provisions of section 206AA of the IT Act which introduces special provisions for TDS in respect of PAN being not available / invalid PAN / inoperative PAN.

Further, no tax shall be deducted at source on the dividend payable to a resident individual if the total dividend to be received by the said resident individual from the Company during the financial year does not exceed ₹10,000.

Tax will not be deducted at source in cases where a shareholder provides Form 15G (where applicable) / Form 15H (applicable to an individual above the age of 60 years), provided that the eligibility conditions are met.

Blank Form 15G and 15H can be downloaded from the link given at the end of this communication. Please note that all fields mentioned in the Form are mandatory and the Company may reject the forms submitted, if it does not meet the requirement of the law.

NIL / lower tax shall be deducted on the dividend payable to following resident shareholders on submission of self-declaration (as per formats attached) enclosed as Annexure - A (Part 1) herewith :

i. Insurance companies;

ii. Mutual Funds;

iii. Category I/ Category II Alternative Investment Fund (AIF) established in India;

iv. New Pension System Trust;

v. Other exempt shareholders; and

vi. Government

The above referred documents submitted by you will be verified by us and we will consider the same while deducting the appropriate taxes, if any, provided that these documents are in accordance with the provisions of the IT Act.

8.2 Non-resident Shareholders :

Tax is required to be deducted at source in the case of non-resident shareholders in accordance with the provisions of section 195 of the IT Act at the rates in force. As per the relevant provisions of the IT Act, the TDS on dividend shall be @ 20% or applicable rate under the DTAA plus applicable surcharge and health & education cess on the amount of dividend payable to the non-resident shareholders. For FII/ FPI shareholders, section 196D provides for TDS @ 20% or applicable rate under the DTAA plus applicable surcharge and health & education cess.

However, as per section 90 of the IT Act, non-resident shareholders have the option to be governed by the provisions of the Double Tax Avoidance Agreement (DTAA) read with applicable Multilateral Instrument (MLI) provisions, if they are more beneficial to them.

In order to claim the benefit of the DTAA, non-resident shareholders will have to provide required documents/ declarations. A list of such documents/ declarations required to be provided by the shareholders is enclosed as Annexure - A (Part 2) herewith.

Application of beneficial DTAA rate shall depend upon the completeness and satisfactory review by the Company, of the documents submitted by non-resident shareholders and meeting the requirement of the IT Act read with applicable DTAA. In absence of the same, the Company will not be obligated to apply the beneficial DTAA rate at the time of tax deduction on dividend.

The above referred documents submitted by you will be verified by us and we will consider the same while deducting the appropriate taxes, if any, provided that these documents are in accordance with the provisions of the IT Act.

(i) In addition to the above, please note the following :

- In case you hold shares under multiple accounts under different status/ category but under a single PAN, the highest rate of tax as applicable to the status in which shares held under the said PAN will be considered on the entire holding in different accounts.
- In case of joint shareholding, the withholding tax rates shall be considered basis the status of the primary beneficial shareholder.
- For deduction of tax at source, the Company would be relying on the above data shared by MUFG as updated up to the record date.

(ii) It may be further noted that in case tax on dividend is deducted at a higher rate in the absence of receipt of any of the details/ valid documents mentioned in preceding paragraphs from the shareholders within the timeline mentioned above, the shareholders may consider claiming appropriate refund, as may be eligible in their return of income. No claim shall lie against the Company for such taxes deducted. The Company shall arrange to email the soft copy of the TDS certificate to shareholders at the registered email ID within the prescribed time, post payment of the said dividend, if approved in the AGM. The tax credit can also be viewed in Form 26AS by logging in with your credentials (with valid PAN) at TRACES https ://www.tdscpc.gov.in/app/login.xhtml or the e-filing website of the Income Tax department of India https ://www.incometax.gov.in/home.

(iii) Please note dividend shall be paid to the shareholders as per the details provided to the Company by MUFG as at the close of business hours on the record date and TDS will be deducted accordingly, subject to declarations received by the Company in this regard.

(iv) NIL / lower tax shall be deducted on the dividend payable to resident as well as non-resident shareholders who have provided a valid certificate issued under section 197 of the IT Act for nil/ lower rate of deduction or an exemption certificate issued by the income tax authorities along with Declaration. Also, please provide valid declaration under Rule 37BA of the Income Tax Rules in case of Joint shareholders, Minor shareholders, etc. in case the dividend income is assessable for tax in the hands of person, other than the person whose name appears in the shareholder register as on the record date.

(v) In the event of any income tax demand (including interest, penalty, etc.) arising from any misrepresentation, inaccuracy or omission of information provided by the Shareholder/s, such Shareholder/s will be responsible to indemnify the Company and also, provide the Company with all information / documents and co-operate in any assessment/ appellate proceedings before the Tax/ Government authorities.

Kindly note that the aforementioned documents are required to be uploaded **before 11th August, 2025** with MUFG Intime India Pvt. Ltd., the R&T Agent at https ://web.in.mpms.mufg.com/formsreg/submission-of-form-15g-15h.html.

You can visit https ://web.in.mpms.mufg.com/client-downloads.html to download the documents as applicable.

9. UPDATION OF BANK ACCOUNT DETAILS :

While on the subject, we request you to submit / update your bank account details with your Depository Participant, in case you are holding shares in the electronic form. In case your shareholding is in the physical form, you will have to submit a scanned copy of a covering letter, duly signed by you, along with a cancelled cheque leaf with your name and bank account details and a copy of your PAN card duly self-attested. This will facilitate receipt of dividend directly into your bank account. In case the cancelled cheque leaf does not bear your name, please attach a copy of the bank pass-book statement, duly self-attested.

10. The Company shall arrange to email the soft copy of TDS certificate at the registered email ID of members post payment of the dividend.

11. No claim shall lie against the Company for such taxes deducted.

ANNEXURE - A

List of documents to be submitted for determination of appropriate rate of deduction of tax at source

Part 1 - Resident Shareholders

Individual Resident Shareholders

- Lower or nil withholding tax certificate under section 197 of the Income-tax Act, 1961 ('the IT Act'), if any.
- Form 15G/ 15H [as prescribed under sections 197A(1) and 197A(1C) of the IT Act, respectively].
- Declaration under Rule 37BA of the Income-tax Rules, 1962 ('the Rules') in case of Joint shareholders, Minor shareholders, Clearing Members, etc.

Note : No tax shall be deducted on the dividend payable to a resident individual if the total dividend to be received during a financial year does not exceed ₹10,000.

Non-individual Resident Shareholders

- Lower or nil withholding tax certificate under section 197 of the IT Act, if any
- Form 15G [as prescribed under sections 197A(1) of the IT Act] applicable in case of HUF.

Additional documents for following categories of shareholders :

Categories of resident shareholders	Documents required
Insurance Companies	Registration certificate along with declaration that you are an Insurance company as defined under the second proviso to section 194 of the IT Act
Mutual Funds	Certificate of registration under section 10(23D) of the IT Act issued by the appropriate authority
Category I/ Category II Alternative Investment Fund	Certificate of registration/ declaration evidencing that you are a Category I/ Category II Alternative Investment Fund, as defined under Section 10(23FBA) and clause (a) of Explanation 1 to Section 115UB of the IT Act [covered by Notification No. 51/2015 dated June 25, 2015]
National Pension Scheme Trust	Registration certificate/ declaration that you qualify as NPS Trust for the purpose of section 197A(1E) of the IT Act, and that your income is eligible for exemption under section 10(44) of the IT Act
Entities unconditionally exempt under section 10 and not required to file a return of income	Documentary evidence and self-declaration substantiating that you are an entity covered by Circular No. 18 of 2017 issued by the Central Board of Direct Taxes and that your income is unconditionally exempt under section 10 of the IT Act and that you are not statutorily required to file a return of income under section 139 of the IT Act
Government	Documentary evidence and self-declaration that you are a Corporation set up under a specific legislation whose income is exempt from income-tax and can be considered as 'Government' and qualify for exemption under section 196 of the IT Act

Part 2 - Non-Resident Individuals/ Foreign Nationals/ Foreign Corporate Bodies, Foreign Banks, OCBs, FPI/ FIIs

- Copy of lower or nil withholding tax certificate under section 197 of the IT Act, if any.

OR

- Copy of the PAN Card (duly attested) allotted by the Indian Income-tax authorities.
- Copy of Tax Residence Certificate (TRC) (of FY 2025-26 or calendar years 2025 and 2026, valid as on record date) obtained from the tax authorities of the country of which the shareholder is resident. In case, the TRC is furnished in a language other than English, the said TRC would have to be translated from such other language to English language and thereafter, duly notarized and an apostilled copy of the TRC would have to be provided.
- Self-declaration by the non-resident shareholder in the prescribed format.
- Self-declaration in Form 10F.
- Self-declaration to be provided under Rule 37BC(2) of the Rules (in case PAN is not available).
- Declaration under Rule 37BA of the Rules – in case of Joint shareholders, Minor shareholders etc.

Preventive Healthcare for Women

6

Number of locations

Maval, Bhor, Bhimashankar- Pune District
Akole- Ahilyanagar (Ahmednagar) District
Molgi- Nandurbar District
Lakhpat- Kutch District, Gujarat

100+

Number of villages covered

~50,000

Number of beneficiaries

Empowering Stree Shakti: Dr Pramod Chaudhari with the pioneering Rani Chenamma batch— an all-women team trained to operate advanced industrial machinery at Praj GenX. Named after the fearless queen Kittur Rani Chennamma, this batch symbolizes courage, skill, and the spirit of breaking barriers. These young women are stepping into non-traditional roles, redefining possibilities, and shaping a more inclusive and empowered future within India's industrial landscape.

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Praj Tower, S. No. 274 & 275/2,

Bhumkar Chowk-Hinjewadi Road, Hinjewadi, Pune 411057,

India +91-20-71802000 / 22941000, 020-22941299 | info@praj.net