



Date: 08th October, 2025

To,
BSE Ltd.
P.J. Towers
Dalal Street,
Mumbai -400001

Scrip Name: PANCM
Scrip Code: 500322

Dear Sir/Madam,

Subject: Notice of 69th Annual General Meeting and Annual Report for the financial year Ended 31st March, 2025.

Pursuant to the Regulation 34 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith the following documents relating to the 69th Annual General Meeting of the Company scheduled to be held on Friday, 31st October, 2025 at 11:30 A.M. through Video Conferencing / Other Audio – Visual Means (e-AGM):

1. Notice of the 69th Annual General Meeting; and
2. Annual Report for the financial year ended 31st March, 2025.

The above-mentioned documents are also available on the website of the Company i.e.,

<https://www.panyamcements.in/>

For PANYAM CEMENTS & MINERAL INDUSTRIES LIMITED

JAGATHRAKSHAKAN SRINISHA
MANAGING DIRECTOR
DIN-01728749

Encl: As mentioned above.

Panyam Cements and Mineral Industries Limited

Registered Office & Works: 10/156, Betamcherla Road, Cement Nagar, Nandyal Dist., Andhra Pradesh – 518206.
Corporate Office: H. No. 1-65, 1st Floor, Road No.11, Kakateeya Hills, Madhapur, Hyderabad-500081. Phone: 040-49544944
CIN: L26940AP1955PLC000546; GST: 37AABCP2298M2ZV Web: www.panyamcements.in
Phone (Admin) 08516 – 293622 (Commercial) 08516 – 293625 Email: pcmilcao@panyamcements.in



PANYAM CEMENTS AND MINERAL INDUSTRIES LIMITED



2024-25

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CORPORATE INFORMATION

Panyam Cements and Mineral Industries Limited (PCMIL) is a Public Limited Company incorporated under the Indian Companies Act, VII of 1913 with its Registered Office located at 10/156, Betamcherla Road, Betamcherla, Cement Nagar, Nandyal Dist-518206, Andhra Pradesh. This address also serves as the site for our cement production plant, which is strategically surrounded by limestone mines.

At this location, we operate a state-of-the-art cement production facility where limestone is mined, processed, and clinkered to produce the final cement product. Our production plant boasts a capacity of 0.66 million Tonnes Per Annum (TPA) of Clinker and 0.85 million TPA of Cement.

Our product portfolio includes 43 grade and 53 grade Ordinary Portland Cement (OPC), as well as Portland Pozzulona Cement (PPC). These high-quality cement products cater to various construction needs and are renowned for their durability and strength.

As a responsible member of the cement industry, PCMIL is committed to delivering top-notch products while adhering to the highest standards of safety, sustainability, and environmental stewardship.

The company which went through Corporate Insolvency Resolution Process vide National Company Law Tribunal ("NCLT") order dated 14th May, 2020 and revived through Resolution Plan approved by NCLT vide order dated 25th June, 2021 read with corrigendum order dated 10th July, 2021. As per this Resolution Plan, the old creditors dues as on 14th May, 2020 were repaid and the company was re-started with new management on a fresh slate.

BOARD OF DIRECTORS

Mrs. Srinisha Jagathrakshakan (Appointed as MD w.e.f. 20.12.2022)	Managing Director
Mr. Narayanasamy Elamaran (Appointed w.e.f. 20.12.2022)	Non-Executive Director
Mr. Balachandran Ramachandran (Appointed w.e.f. 20.12.2022)	Independent Director
Mr. Vasudevan Raghavan (Appointed w.e.f. 20.12.2022)	Independent Director
Mr. Asuri Ramesh Rangan Sholinghur (Resigned w.e.f 31.07.2024)	Independent Director

KEY MANAGERIAL PERSONNEL

Mr. Sai Prashanth Gujja (Resigned w.e.f 23.08.2024)	Company Secretary
Mr.P Ganesh Pathrudu (Resigned w.e.f.15.04.2025)	Company Secretary
Mr. Amarnath Sachu (Resigned w.e.f. 15.02.2025)	Chief Financial Officer

STATUTORY AUDITORS

K. S. Rao & Co.
Chartered Accountant
Flat 601A, Golden Green Apartments,
Irrum Manzil Colony, Hyderabad – 500 082
Telephone No. 040-23370004
Email: pgreddy@ksrao.in

SECRETARIAL AUDITORS

B S S & Associates
Practicing Company Secretaries
Flat No 5A, Parameswara Apartments,
Beside SBI, Anand Nagar, Khairatabad,
Hyderabad – 500 044, India
Telephone No. 040-40171671
Email: cs@bssandassociates.com

COST AUDITORS

Ganti + Associates, Cost Accountants,
Hyderabad

ISIN

INE167E01037

CIN

L26940AP1955PLC000546

BANKERS

Canara Bank
Mid Corporate Branch, Chennai

**REGISTRAR &
SHARE TRANSFER AGENTS**

XI Softech Systems Limited
3, Sagar Society, Road No.2,
Banjara Hills, Hyderabad - 500 034.
Phone Nos.: 040-23545913/14/15
Email: xlfield@gmail.com

REGISTERED OFFICE

10/156, Betamcherla Road, Betamcherla,
Cement Nagar, Nandyal – 518206,
Andhra Pradesh.
Telephone No.: 08514-222274
Email: pcmil2021@panyamcements.in

CORPORATE OFFICE

H.No. 1-65, 1st Floor, Plot No.539,
Guttala Begumpet Village, Madhapur,
Hyderabad– 500081, Telangana.
Telephone No.: 040-23555317
E-mail: pcmilcao@panyamcements.in
Website: www.panyamcements.in

CEMENT WORKS:

Cement Nagar - 518 206
Nandyal District, A.P.
Telephone No.: 08516-274638
Email: pcmil2021@panyamcements.in

PANYAM CEMENTS AND MINERAL INDUSTRIES LIMITED

CIN: L26940AP1955PLC000546

Registered Office: 10/156, Betamcherla Road, Betamcherla,
Cement Nagar, Nandyal-518 206, Andhra Pradesh

NOTICE

Notice is hereby given that the 69th Annual General Meeting of members of Panyam Cements and Mineral Industries Limited (the Company) will be held on Friday, 31st October, 2025 at 11:30 a.m. IST, through Video Conferencing/ Other Audio Visual Means (VC/OAVM) [The venue of the meeting shall be deemed to be the registered office of the Company at 10/156, Cement Nagar, Betamcherla, Nandyal-518206, Andhra Pradesh] to transact the following business:

ORDINARY BUSINESS:

- 1. To receive, consider and adopt the Audited Balance Sheet as at March 31, 2025, together with the Reports of the Board of Directors and Auditors thereon and in this regard, to consider and if thought fit, to pass the following resolution as an Ordinary Resolution**

“RESOLVED THAT the Audited Financial Statements of the Company for the Financial Year ended March 31, 2025, the Reports of the Auditors and Directors thereon, be and is hereby received, considered and adopted”.

- 2. To re-appoint a director Mr. Narayanasamy Elamaran (DIN: 01744259), who retires by rotation as a director and being eligible, offers himself for re-appointment and in this regard, to consider and if thought fit, to pass the following resolution as an Ordinary Resolution.**

“RESOLVED THAT Mr. Narayanasamy Elamaran (DIN: 01744259), who retires by rotation as a Director in accordance with Section 152 of the Companies Act, 2013 be and is hereby re-appointed as a Director of the Company, liable to retire by rotation.”

SPECIAL BUSINESS:

- 3. Ratification of remuneration payable to the cost auditors.**

To consider, and if thought fit, to pass the following Resolution as an **Ordinary Resolution:**

“RESOLVED THAT pursuant to Section 148(3) and other applicable provisions of the Companies Act, 2013 read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), the approval accorded by the Board of Directors of the Company for payment of remuneration of Rs.3,00,000/- plus applicable taxes and reimbursement of travelling and other out of pocket expenses, if any, to M/s. Ganti + Associates, Cost Accountants, Hyderabad, the Cost Auditors (Firm Registration No. 003781), to conduct the audit of the cost records of the Company for the financial year ending March 31, 2026 be and is hereby ratified.

RESOLVED FURTHER THAT the Board of Directors of the Company (including any Committee thereof) be and is hereby authorized to do all acts and take all such steps as may be necessary, proper, or expedient to give effect to this resolution.”

4. To approve the appointment of Secretarial Auditors for the financial years 2025-2026 to 2029-2030

To consider and, if thought fit, to pass the following resolution as an Ordinary Resolution

“RESOLVED THAT pursuant to the provisions of Section 204 and other applicable provisions, if any, of the Companies Act, 2013, read with Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 as amended from time to time, M/s. B S S & Associates, Company Secretaries (Firm Registration No. 3744) be and are hereby appointed as the Secretarial Auditors of the company to hold office for a period of five consecutive years, from the conclusion of this Annual General Meeting, till the conclusion of the 74th Annual General Meeting of the Company to be held in the calendar year 2030, at such remuneration as may be mutually agreed between the Board of Directors of the Company and the said Firm.”

“RESOLVED FURTHER THAT the Board of Directors or Company Secretary of the company, be and is hereby authorized to do all acts and take all such steps as may be deemed necessary, proper and expedient to implement this Resolution.”

By Order of the Board of Directors

For PANYAM CEMENTS & MINERAL INDUSTRIES LIMITED

Sd/-

JAGATHRAKSHAKAN SRINISHA

Managing Director

DIN-01728749

Place: Chennai

Date: 06-10-2025

Notes:-

1. Pursuant to General Circular number 14/2020 dt. 8.4.2020, 17/2020 dt. 13.4.2020, 20/2020 dt.5.5.2020, 28/2020 dt. 17.8.2020, 02/2021 dt. 13.1.2021, 19/2021 dt. 8.12.2021, 21/2021 dt. 14.12.2021, 02/2022 dt. 5.5.2022, 10/2022 dated 28.12.2022, 09/2023 dated 25.09.2023 and 09/2024 dated 19.09.2024 issued by the Ministry of Corporate Affairs (MCA) and SEBI Circular no(s). SEBI/HO/CFD/CMD2/CIR/P/2022/ 62 dt. 13.05.2022, SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dt. 5.1.2023, SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dt. 07.10.2023 and SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dt. 03.10.2024 the companies are allowed to hold the Annual General Meeting through Video Conferencing or Other Audio Visual Means (“VC/ OAVM”), without the physical presence of the Members at a common venue.
2. In compliance with applicable provisions of the Companies Act, 2013 (“Act”) read with aforesaid MCA Circulars and SEBI Circulars, the 69th Annual General Meeting of the Company is being conducted through Video Conferencing or Other Audio Visual Means (“VC/OAVM”) (hereinafter referred to as “AGM”). In accordance with the Secretarial Standard - 2 on General Meetings issued by the Institute of Company Secretaries of India (ICSI) read with Guidance/Clarification dated April 15, 2020 issued by ICSI, the proceedings of the AGM shall be deemed to be conducted at the Registered Office of the Company which shall be the deemed venue of the AGM.

3. **e-AGM:** The company has appointed M/s KFin Technologies Limited (“KFIN”), as the authorized agency to provide the VC/OAVM facility for conducting AGM electronically and for voting through remote e-voting or through e-voting at the e-AGM.
4. Pursuant to the provisions of the Act, normally, a member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf who may or may not be a Member of the Company. Since this AGM is being held pursuant to the MCA Circulars through VC/OAVM, physical attendance of Members has been dispensed with. Further as per the MCA Circulars and SEBI Circular, the facility for appointment of proxies by the Members will not be available for the e-AGM.
5. Institutional/Corporate Shareholders (i.e. other than individuals/HUF, NRI, etc.) are required to send a scanned copy (PDF/JPG Format) of its Board or governing body Resolution/Authorization etc., authorizing its representative to attend the e-AGM on its behalf and to vote either through remote e-voting or during the e-AGM. The said Resolution/ Authorization should be sent electronically through their registered email address to the Scrutinizer at cs@bssandassociates.com with a copy marked to evoting@kfintech.com and Company’s email id at pcmilcao@panyamcements.in.
6. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 in respect of Special Businesses are annexed hereto and forms part of the notice.
7. The relevant details required to be given under Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, in respect of directors seeking appointment / re-appointment at this AGM are given in the Annexure-2.
8. The Company’s Registrar and Transfer Agents for its Share Registry Work (Physical and Electronic) is XL Softech Systems Limited having office at 3, Sagar Society, Road No. 2, Banjara Hills, Hyderabad- 500 034.
9. **Attendance at the e-AGM:** Member will be provided with a facility to attend the e-AGM through video conferencing platform provided by KFin Technologies Limited. Members may access the same at <https://evoting.kfintech.com> by clicking “e-AGM-Video Conference & streaming” and access the shareholders’/members’ login by using the remote e-voting credentials which shall be provided as per Note No.20 below. Kindly refer to Note No.19 below for detailed instructions for participating in the e-AGM through video Conferencing.
10. The Members can join the e-AGM 15 minutes before the meeting or within 15 minutes after the scheduled time of the commencement of the AGM by following the procedure mentioned in the Notice.
11. As per the MCA Circular, facility of joining the e-AGM through VC/OAVM shall be available for 1000 members on a first-come-first-served basis. However, this restriction shall not apply to large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc.

12. A member's log-in to the Video Conferencing platform using the remote e-voting credentials shall be considered for record of attendance of such member for the e-AGM and such member attending the meeting will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013 (the Act).
13. **Remote e-Voting:** Pursuant to the provisions of Section 108 of the Act, Rule 20 of the Companies (Management and Administration) Rules, 2014, Regulation 44 of Listing Regulations, and the MCA Circulars, the Company is providing facility of remote e-voting to its Members through KFin Technologies Limited. Kindly refer Note No.20 below for detailed instruction for remote-voting.
14. **Voting during the AGM:** Members who are present at the e-AGM through VC and have not cast their vote on resolutions through remote e-voting, may cast their vote during the e-AGM through the e-voting system provided by KFin Technologies Limited in the Video Conferencing platform during the e-AGM. Kindly refer Note No.21 below for instruction for e-voting during the AGM.
15. The Company has fixed 23rd October, 2025 as the cut-off date for identifying the Members who shall be eligible to vote through remote e-voting facility or for participation and voting in the e-AGM. A person whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the depositories as on the cut-off date shall be entitled to vote on the resolutions through the facility of Remote e-Voting or participate and vote in the e-AGM.
16. The Register of Members and Transfer Book of the Company will be closed from 24th October, 2025 to 31st October, 2025 (both days inclusive).
17. In compliance with the aforesaid MCA Circulars and SEBI Circulars, Notice of the e-AGM along with the Annual Report for the financial year ended on 31st March, 2025 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/ Depositories. The Notice calling the AGM and the Annual Report has been uploaded on the website of the Company at <https://www.panyamcements.in>. The Notice can also be accessed from the website of the Stock Exchange i.e. BSE Limited at www.bseindia.com. The same is also available on the website of KFin Technologies Limited at their website address <https://evoting.kfintech.com>.
18. **Procedure for registering the email addresses and obtaining the Annual Report, e-AGM notice and e-voting instructions by the shareholders whose email addresses are not registered with the Depositories (in case of shareholders holding shares in Demat form) or with RTA (in case the shareholders holding shares in physical form).**
 - i. Those members who have not yet registered their email addresses are requested to get their email addresses registered by following the procedure given below:
 - a. Members holding shares in demat form can get their e-mail ID registered by contacting their respective Depository Participant.
 - b. Members holding shares in physical form may register their email address and mobile number with Company's Registrar and Share Transfer Agent, XL Softech Systems Limited by sending an e-mail request at the email Id xlfield@gmail.com along with scanned copy of the duly signed request

letter by first holder providing the email address, mobile number, self-attested PAN copy and copy of share certificate for registering their email address and receiving the Annual report, AGM Notice and the e-voting instructions.

- ii. Those members who have registered their e-mail address, mobile no., postal address and bank account details are requested to validate/update their registered details by contacting the Depository Participant in case of shares held in electronic form or by contacting XL Softech Systems Limited, the Registrar and Share Transfer Agent of the Company, in case of shares held in physical form.

19 Instructions to the Members for attending the e-AGM through Video Conference.

- i. **For attending the e-AGM:** Member will be provided with a facility to attend the e-AGM through video conferencing platform provided by KFin Technologies Limited. Members may login into its website link <https://emeetings.kfintech.com> by using the remote e-voting credentials. After logging in, click on “Video Conference” option and the Name of the Company can be selected.
- ii. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the instructions provided in remote e-voting in Note No.20 below.
- iii. Members are encouraged to join the Meeting through Desktops, Laptops, Smart phones, Tablets and iPads with Google Chrome (preferred browser), Safari, Internet Explorer, Microsoft Edge, Mozilla Firefox 22 for better experience.
- iv. Further, Members will be required to allow access to the Camera, if any, and are requested to use Internet with good speed to avoid any disturbance during the meeting.
- v. Please note that participants using Mobile Devices or Tablets or Laptops or accessing the internet via “Mobile Hotspot” may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
- vi. Facility of joining the AGM through VC / OAVM shall open 30 minutes before the time scheduled for the AGM and will be available for Members on first-come-first-served basis. Facility of joining AGM will be closed on expiry of 15 minutes from the schedule time of the AGM.
- vii. **Submission of Questions / queries prior to e-AGM:**
Members desiring any additional information with regard to Accounts/ Annual Reports or has any question or query are requested to write to the Company’s investor email-id i.e., pcmilcao@panyamcements.in mentioning their name, DP ID- Client ID/ Folio number at least 2 days before the date of the e-AGM so as to enable the Management to keep the information ready. Please note that, members’ questions will be answered only if they continue to hold the shares as of cut-off date.
- viii. **Speaker Registration before e-AGM:** In addition to above, speaker registration may also be allowed during the remote e-voting period. Shareholders who wish to register as speakers are requested to visit <https://emeetings.kfintech.com>

and click on 'Speaker Registration' during this period. Shareholders shall be provided with a 'queue number' before the e-AGM. Shareholders are requested to remember the same and wait for their turn to be called by the Chairman of the meeting during the Question Answer Session. Due to limitations of transmission and coordination during the e-AGM, the Company may have to dispense with or curtail the Speaker Session, hence shareholders are encouraged to send their questions etc. in advance as provided in note no. 19(vii) above.

- ix. Members who wish to inspect, the Register of Directors and Key Managerial Personnel and their shareholding maintained under section 170 of the Companies Act, 2013 and Register of Contracts or arrangements in which directors are interested maintained under section 189 of the Companies Act, 2013, can send an email to pcmilcao@panyamcements.in.

1. **Instructions for members for remote e-Voting:**

In compliance with the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended and the provisions of Regulation 44 of the Listing Regulations, the Members are provided with the facility to cast their vote remotely on all resolutions set-forth in this notice through remote e-voting platform provided by KFin Technologies Limited ('remote e-voting'). Members attending the e-AGM who have not already cast their vote by remote e-voting shall be able to cast their vote electronically during the meeting (e-voting) when window for e-voting is activated upon instructions of the Chairman.

However, in pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 9th December, 2020 on "e-voting facility provided by Listed Companies", e-voting process has been enabled to all the individual demat account holders, by way of single login credential, through their demat accounts / websites of Depositories / DPs in order to increase the efficiency of the voting process.

Individual demat account holders would be able to cast their vote without having to register again with the e-voting service provider (ESP) thereby not only facilitating seamless authentication but also ease and convenience of participating in e-voting process. Shareholders are advised to update their mobile number and e-mail ID with their DPs to access e-voting facility.

- i. The remote e-voting facility will be available during the following period:
 - a. Day, date and time of commencement of remote e-voting Tuesday, 28th October, 2025 (09.00 A.M. IST) and ends on Thursday, 30th October, 2025 (05.00 P.M. IST).
 - b. Day, date and time of end of remote e-voting beyond which remote e-voting will not be allowed Thursday, 30th October, 2025 at 05:00 P.M
- ii. Details of Website: <https://evoting.kfintech.com>.
- iii. The voting rights of the Members holding shares in physical form or in dematerialized form, in respect of e-voting shall be reckoned in proportion to their share in the paid-up equity share capital as on the cut-off date being 23rd

October, 2025. A person who is not a Member as on the cut-off date should treat Notice of this Meeting for information purposes only.

- iv. The Company is sending through email, the AGM Notice and the Annual Report to the shareholders whose name is recorded as on 26th September, 2025 in the Register of Members or in the Register of Beneficial Owners maintained by the depositories. Any person who acquires Shares of the Company and becomes Member of the Company after 26th September, 2025 being the date reckoned for sending through email, the AGM Notice & Annual Report and who holds shares as on the cut-off date i.e. 23rd October, 2025 may obtain the User Id and password in the manner as mentioned below:
 - a. If the mobile number of the Member is registered against Folio No./ DP ID Client ID, the Member may send SMS: MYEPWD 'e-voting Event Number + Folio number or DP ID Client ID to +91-9212993399.

Example for NSDL: MYEPWD<SPACE>IN12345612345678
Example for CDSL: MYEPWD<SPACE>1402345612345678
Example for Physical: MYEPWD<SPACE>XXXX1234567890
 - b. If e-mail address or mobile number of the Member is registered against Folio No./ DP ID Client ID, then on the home page of <https://evoting.kfintech.com>, the Member may click "Forgot Password" and enter Folio No. or DP ID Client ID and PAN to generate a password.
 - c. Member may call KFin's Toll free number 1-800-3094-001. Member may also send an e-mail request to evoting@kfintech.com.
- v. The remote e-voting will not be allowed beyond the aforesaid date and time and the e-voting module shall be disabled by KFin Technologies Limited upon expiry of aforesaid period.
- vi. **Details of persons to be contacted for issues relating to e-voting:**

Mr. S V Raju, Deputy Vice President - Corporate Registry, KFin Technologies Limited, Unit: Panyam Cements and Mineral Industries Limited, Selenium Building, Tower B, Plot No. 31-32, Gachibowli, Financial District, Nanakramguda, Serilingampally Mandal, Hyderabad - 500 032. Contact Toll Free No.: 1800-3094-001.
- vii. **Details of Scrutinizer:** Shri. S. Srikanth, Partner. Representing M/s .B S S & Associates, Practicing Company Secretaries (Unique Code of Partnership Firm: P2012AP02600) has been appointed as the Scrutinizers to scrutinize the e-voting process in a fair and transparent manner.
- viii. A Member can opt only for single mode of voting i.e., through remote e-voting or voting at the e-AGM. If a member casts votes by both modes, then voting done through remote e-voting shall prevail and vote at the e-AGM shall be treated as invalid.
- ix. The procedure and instructions for the remote e-voting facility for Individual shareholders holding securities in demat mode are provided as follows.

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL	<p>1. User already registered for IDeAS facility: Visit URL: https://eservices.nsdl.com Click on the “Beneficial Owner” icon under “Login” under ‘IDeAS’ section. On the new page, enter User ID and Password. Post successful authentication, click on “Access to e-voting” Click on company name or e-voting service provider and you will be re-directed to e-voting service provider website for casting the vote during the remote e-voting period.</p> <p>2. User not registered for IDeAS e-Services To register click on link: https://eservices.nsdl.com/ Select “Register Online for IDeAS” or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp Proceed with completing the required fields. Follow steps given in point 1.</p> <p>3. Alternatively, by directly accessing the e-Voting website of NSDL Open URL: https://www.evoting.nsdl.com/ Click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number held with NSDL), Password / OTP and a Verification Code as shown on the screen. Post successful authentication, you will be requested to select the name of the company and the e-voting Service Provider name, i.e. KFintech. On successful selection, you will be redirected to KFintech e-voting page for casting your vote during the remote e-voting period.</p>
Individual Shareholders holding securities in demat mode with CDSL	<p>1. Existing user who have opted for Easi / Easiest Visit URL: https://web.cdslindia.com/myeasi/home/login or URL: https://www.cdslindia.com/home/login Click on New System Myeasi Login with your registered user id and password. The user will see the e-voting Menu. The Menu will have links of ESP i.e. KFintech e-voting portal.</p>

	<p>Click on e-voting service provider name to cast your vote.</p> <p>2. User not registered for Easi/Easiest</p> <p>Option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration</p> <p>Proceed with completing the required fields.</p> <p>Follow the steps given in point 1</p> <p>3. Alternatively, by directly accessing the eVoting website of CDSL</p> <p>Visit URL: https://www.cdslindia.com/</p> <p>Provide your demat Account Number and PAN No.</p> <p>System will authenticate user by sending OTP on registered Mobile & email as recorded in the demat Account.</p> <p>After successful authentication, user will be provided links for the respective ESP, i.e KFinTech where the e-voting is in progress</p>
Individual Shareholder login through their demat accounts Website of Depository Participant	<p>You can also login using the login credentials of your demat account through your DP registered with NSDL / CDSL for e-voting facility.</p> <p>Once logged-in, you will be able to see e-voting option.</p> <p>Once you click on e-voting option, you will be redirected to NSDL / CDSL Depository site after successful authentication, wherein you can see e-voting feature.</p> <p>Click on options available against company name or e-voting service provider - KFinTech and you will be redirected to e-voting website of KFinTech for casting your vote during the remote e-voting period without any further authentication.</p>

Important note: Members who are unable to retrieve User ID / Password are advised to use Forgot user ID and Forgot Password option available at respective websites.

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

Login type	Helpdesk details
Securities held with NSDL	Please contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30
Securities held with CDSL	Please contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022-23058738 or 022-23058542-43

- x. The procedure and instructions for remote e-voting facility for shareholders other than individual shareholders holding securities in demat mode and shareholders holding shares in physical mode are provided as follows:
- Open your web browser during the remote e-voting period and navigate to 'https://evoting.kfintech.com'.
 - Enter the login credentials (i.e. User ID and password mentioned in the email). Your Folio No. or DP ID/Client ID will be your User ID. However, if you are already registered with KFin for e-voting, you can use your existing User ID and password for casting your vote.
 - After entering these details appropriately, click on "LOGIN".
You will now reach password change menu wherein you are required to mandatorily change your login password in the new password field. The new password has to be minimum eight characters consisting of at least one upper case (A-Z), one lower case (a-z), one numeric value (0-9) and a special character (like *, #, @, etc.). The system will prompt you to change your password and update your contact details like mobile number, email ID, etc., on first login. You may also enter a secret question and answer of your choice to retrieve your password in case you forget it. It is strongly recommended that you do not share your password with any other person and that you take utmost care to keep your password confidential.
 - You need to login again with the new credentials.
 - On successful login, the system will prompt you to select the e-voting Event Number for Panyam Cements and Mineral Industries Limited.
 - If you are holding shares in Demat form and had logged on to <https://evoting.kfintech.com> and casted your vote earlier for any other Company, then your existing login id and password are to be used.
 - On the voting page, enter the number of shares (which represents the number of votes) as on the cut-off date i.e. 23rd October, 2025 under "FOR/ AGAINST" or alternatively, you may partially enter any number in "FOR" and partially in "AGAINST" but the total number in "FOR/ AGAINST" taken together should not exceed your total shareholding as on the cut-off date.
 - You may also choose the option "ABSTAIN" and the shares held will not be counted under either head.

- i. Members holding multiple folios/ demat accounts shall choose the voting process separately for each of the folios/demat accounts.
- j. Voting has to be done for each item of the Notice separately. In case you do not desire to cast your vote on any specific item it will be treated as abstained.
- k. You may then cast your vote by selecting an appropriate option and click on "Submit". A confirmation box will be displayed. Click "OK" to confirm else "CANCEL" to modify. Once you confirm, you will not be allowed to modify your vote.
- l. During the voting period, Members can login any number of times till they cast their vote on the Resolution(s).
- m. Corporate/Institutional Members (i.e. other than Individuals, HUF, NRIs, etc.) are also required to send scanned certified true copy (PDF Format) of the Board Resolution/ Authority Letter, etc., together with attested specimen signature(s) of the duly authorised representative(s), to the Scrutinizer at e-mail ID: cs@bssandassociates.com with a copy to evoting@kfintech.com and pcmilcao@panyamcements.in. They shall also upload the same in the e-voting module in their login. The scanned image of the above-mentioned documents should be in the naming format "Corporate Name_ EVENT NO."

In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Members and e-voting User Manual for Members available at the download section of <https://evoting.kfintech.com> or contact Mr. S V Raju, Deputy Vice President of KFin Technologies Limited at 1800- 3094-001 (toll free).

- n. The Scrutinizer's decision on the validity of the vote shall be final.
- o. Once the vote on a resolution stated in this notice is cast by Member through remote e-voting, the Member shall not be allowed to change it subsequently and such e-vote shall be treated as final. The Members who have cast their vote by remote e-voting may also attend the e-AGM, however such Member shall not be allowed to vote again during the e-AGM.
- p. The Scrutinizer after scrutinizing the votes cast by remote e-voting and e- voting during the e-AGM will make a consolidated Scrutinizer's Report and submit the same forthwith not later than two working days of conclusion of the e-AGM to the Chairman of the Company or a person authorised by him in writing, who shall countersign the same.
- q. The Results declared along with the consolidated Scrutinizer's Report shall be hosted on the website of the Company i.e. <https://www.panyamcements.in> and on the website of KFin Technologies Limited i.e., <https://evoting.kfintech.com>. The results shall simultaneously be communicated to BSE Limited, where the shares of the Company are listed. The result shall also be displayed on the Notice Board at the Registered Office of the Company.

- r. The Resolutions shall be deemed to be passed at the registered office of the Company on the date of the e-AGM, subject to receipt of the requisite number of votes in favour of the Resolutions.

21. Instructions for members for Voting during the e-AGM session

- i. The e-voting window shall be activated upon instructions of the Chairman of the meeting during the e-AGM.
- ii. e-voting during the AGM is integrated with the VC platform and no separate login is required for the same. The shareholders shall be guided on the process during the e-AGM.
- iii. Members / shareholders, attending the e-AGM through Video Conference, who have not cast their vote on resolutions through Remote e-voting alone shall be eligible to cast their vote through e-voting system available during the e-AGM.
- iv. Members who have voted through Remote e-voting will be eligible to attend the e-AGM. However, they shall not be allowed to cast their vote again during the e-AGM.

GENERAL INSTRUCTIONS AND INFORMATION FOR SHAREHOLDERS

1. Members may kindly note that in accordance with SEBI Circular reference SEBI/HO/OIAE/OIAE_IAD-1/P/CIR/2023/131 dated July 31, 2023, the Company has registered on the newly launched SMART ODR Portal (Securities Market Approach for Resolution through Online Disputes Resolution Portal). This platform aims to enhance investor grievance resolution by providing access to Online Dispute Resolution Institutions for addressing complaints. Members can access the SMART ODR Portal via the following link: <https://smartodr.in/login>. Members may feel free to utilize this online conciliation and/or arbitration facility, as outlined in the circular, to resolve any outstanding disputes between Members and the Company (including RTA).
2. As per the Central Board of Direct Taxes (CBDT), it is mandatory to link PAN with Aadhaar number by June 30, 2023. Post June 30, 2023 or any other date as may be specified by the CBDT, RTAs shall accept only valid PANs and the ones which are linked to the Aadhaar number. The folios in which PAN is / are not valid as on the notified cut-off date of June 30, 2023 or any other date as may be specified by the CBDT, shall also be frozen.
3. Updation of Members' details: Pursuant to the SEBI Circular No(s). SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2021/655 dated November 03, 2021, SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/23 dated February 24, 2022 and SEBI/HO/MIRSD/RTAMB/CIR/P/2021/601 dated July 23, 2021, Company/Registrars and Share Transfer Agents to record additional details of Members, including their PAN details, KYC details, Nomination details, bank mandate details for payment of dividend etc. Members holding shares in physical form are requested to furnish the above details to the Company or XL Softech Systems Limited, its Registrars and Share Transfer Agents. Members holding shares in electronic form are requested to furnish the details to their respective DP.

The Securities and Exchange Board of India ("SEBI") has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members

holding shares in electronic form are, therefore, requested to submit their PAN to their depository participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to XL Softech Systems Limited.

Members are requested to note that, in order to avoid any loss/ interception in postal transit and also to get prompt credit of dividend through National Electronic Clearing Service (NECS) / Electronic Clearing Service (ECS), they should update their NECS / ECS details with the Company's Registrar and Share Transfer Agents i.e., XL Softech Systems Limited (for the shares held in physical form) and their respective Depository Participants (for the shares held in electronic form).

Members who are holding the shares in physical form are requested to execute the ISR Form-1 & ISR Form-2 to update the changes, if any, in their registered address, signature, contact details, Bank Mandate etc., and to update their PAN number, Phone number, Email address, demat account details etc., and send to the Company's Registrar and Share Transfer Agents indicating their Folio number therein at the address mentioned in Note No. 8.

Members can execute the Form No. SH-13, Form ISR-3 & Form No. SH-14 in respect of shares held by them in physical form pursuant to the provisions of Section 72 of the Companies Act, 2013 read with Rule 19(1) of the Companies (Share Capital and Debentures) Rules, 2014 and SEBI Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/ CIR/2021/655 dated November 03, 2021 for registration of nomination, declaration Form for opting-out of Nomination and cancellation or variation of nomination respectively and send to the Company's Registrar and Share Transfer Agent indicating their Folio number therein at the address mentioned in Note No. 8.

Members holding shares in electronic form are therefore, requested to furnish their details to their respective Depository Participant ("DP") with whom they are maintaining their demat accounts for updating their PAN, KYC details, Nomination and Bank mandate details etc.

4. The members / investors may send their complaints/queries, if any to the Company's Registrar and Share Transfer Agents' e-mail id: xlfield@gmail.com or to the Company's official e-mail id: pcmilcao@panyamcements.in.
5. Members seeking any information/documents referred to in the Notice and the Explanatory statement and with regard to the accounts or any other matter to be placed at the AGM are available for inspection up to the date of AGM and members are also requested to write to the Company on or before 20th October, 2025 through email to pcmilcao@panyamcements.in in for seeking information, if any, the same will be replied by the Company suitably.
6. As per Regulation 40 of Listing Regulations, as amended, securities of listed companies can be transferred only in dematerialized form with effect from, 1st April, 2019, except in case of request received for transmission or transposition and re-lodged transfers of securities.
7. To enhance ease of dealing in securities markets by investors, SEBI has decided that listed companies shall henceforth issue the securities in dematerialized form only

(vide Gazette Notification no. SEBI/LADNRO/GN/2022/66 dated January 24, 2022) while processing the service request mentioned in the above notification (viz., Issue of duplicate securities certificate, Claim from Unclaimed Suspense Account, Transmission and Transposition etc). In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, members holding shares in physical form are requested to consider converting their holdings to dematerialized form. The Members who are desirous to convert their physical holdings into dematerialized form, may contact the Depository Participant of their choice for dematerializing the same. Members may also contact the Company or its Registrars and Transfer Agents, XL Softech Systems Limited for assistance in this regard.

8. Members attending the AGM through VC/OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
9. Members holding shares in physical form, in identical order of names, in more than one folio are requested to send to the Company or RTA, the details of such folios together with the share certificates for consolidating their holdings in one folio. A consolidated share certificate will be issued to such Members after making requisite changes.
10. Members may note that the Annual Report for the year 2024-2025 is also available on the Company's website www.panyamcements.in for their download.
11. Pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended), Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India ("ICSI") and Regulation 44 of Listing Regulations read with MCA Circulars and SEBI Circular, the Company is providing remote e-voting facility to its Members in respect of the business to be transacted at the 69th AGM and facility for those Members participating in the AGM to cast vote through e-voting system during the AGM.
12. A person, whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the depositories as on the cut-off date shall be entitled to avail the facility of remote e-voting or casting vote through e-voting system during the meeting.
13. In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote at the e- AGM.
14. During the 69th AGM, the Chairman shall, after response to the questions raised by the Members in advance or as a speaker at the e-AGM, formally propose to the Members participating through VC/OAVM Facility to vote on the resolutions as set out in the Notice of the AGM and announce the start of the casting of vote through the e-voting system. After the Members participating through VC/OAVM Facility, eligible and interested to cast votes, have cast the votes, the e-voting will be closed with the formal announcement of closure of the AGM.
15. The transcript of this meeting, shall be made available on the website of the company.
16. The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company at www.panyamcements.in and on the website of XL Softech

Systems Limited immediately after the declaration of Results by the Chairman or a person authorized by him. The results shall also be immediately forwarded to the BSE Limited, Mumbai, where the shares of the Company are listed.

17. Since the AGM will be held through VC / OAVM, the Route Map, proxy form and attendance slip are not annexed to this Notice.

By Order of the Board of Directors

For or **PANYAM CEMENTS & MINERAL INDUSTRIES LIMITED**

Sd/-

JAGATHRAKSHAKAN SRINISHA

Managing Director

DIN-01728749

Place: Chennai

Date: 06-10-2025

EXPLANATORY STATEMENT

(Pursuant to Section 102 (1) of the Companies Act, 2013)

As required by Section 102 of the companies Act, 2013("Act"), the following Explanatory sets out all material facts relating to the business mentioned under Item 3 & 4 of the accompanying Notice dated 27th September, 2025.

No.3:

As per the provisions of Section 148 of the Companies Act, 2013 ("Act") read with the Companies (Cost Records and Audit) Rules, 2014 ("the Rules"), as amended from time to time, the Company is required to have an audit of its cost records conducted by a Cost Accountant in Practice for products covered under the Companies (Cost Records and Audit) Rules, 2014. The Board, based on the recommendation of the Audit Committee, has approved the appointment of M/s. Ganti + Associates, Cost Accountants, Hyderabad (Firm Registration Number 003781), as the Cost Auditors to conduct the audit of the cost records of the Company, for the financial year ending March 31, 2026, at a remuneration of Rs.3.00 lakh plus applicable taxes and reimbursement of reasonable out- of pocket expenses.

In accordance with Section 148(3) of the Act, read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditors, as recommended by the Audit Committee and approved by the Board of Directors, is required to be ratified by the Members of the Company. Accordingly, the consent of the Members is sought for passing an Ordinary Resolution as set out in Item No. 3 of the Notice for ratification of the remuneration payable to the Cost Auditors, for the financial year ending 31st March, 2026.

The Board recommends ratification of remuneration of Cost Auditors, as set out in Item No. 3 of the Notice for approval by the Members as an Ordinary Resolution.

None of the Director, Key Managerial Personnel, or their respective relatives are, in any way, concerned or interested, financially or otherwise, in the said resolution.

No.4.

Pursuant to the amended provisions of Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), vide SEBI Notification dated December 12, 2024 and provisions of Section 204 of the Companies Act, 2013 ('Act'), Based on the recommendations of the Audit Committee, the board has considered the appointment of M/s. B S S & Associates, Company Secretaries, a Peer Reviewed firm (Firm Registration No. 3744), as the secretarial auditors of the Company, for a term of five consecutive years, commencing from the conclusion of the 69th Annual General Meeting of the Company till the conclusion of the 74th Annual General Meeting to be held in the year 2030.

Disclosure under Regulation 36(5) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

S.No	Particulars	Remarks
01	Proposed Fee Payable	Rs.1.00 Lakh plus applicable taxes and out of pocket expenses.
02	Terms of appointment	M/s. B S S & Associates, Company Secretaries, will hold office from the conclusion of the 69 th Annual General Meeting till the conclusion of the 74 th Annual General Meeting to conduct the secretarial audit of the Company for the financial years 2025-26 to 2029-30
03	Any material Change in the fee payable to auditor from that paid to the outgoing auditor along with the rationale for such change	No such change.
04	Basis of recommendation for appointment including the details in relation to and credentials of the statutory auditor (s) proposed to be appointed.	M/s. B S S & Associates, Company Secretaries, was founded by a Practicing Company Secretary, CS S. Srikanth, who is also a Registered Valuer and Insolvency Professional, having vast experience in dealing with Corporates with respect to corporate law, SEBI, FEMA/ RBI, Insolvency & Bankruptcy and Valuation. He along with his team of professionals through their unrelenting quest for excellence have established their remarkable position in the related professional field. During the last 17 years of its existence, it has grown into a multifaceted big sized Company Secretary firm offering a broad spectrum of services to its diverse clientele. The firm has had a long and trustworthy history. Since the firm's formation in 2008, the firm has pride itself on values such as professionalism, dedication, responsibility, honesty Serving to the wider business community from the last 17 years, firm enjoyed unparalleled reputation and respect of clients, who trust and rely on us for our expertise and professionalism.

M/s. B S S & Associates, Company Secretaries have given their consent and confirmed that their appointment will be in accordance with Section 204 of Companies Act, 2015 read with SEBI (LODR) Regulations, 2015. The Board recommends the Ordinary Resolution set out at Item No. 04 of the Notice for approval by the Members.

None of the Directors or the Key Managerial Personnel (KMP) of the company or the relatives of Directors and KMPs is concerned or interested, financially or otherwise in the Resolution proposed in Item No. 04.

By Order of the Board of Directors
For **PANYAM CEMENTS & MINERAL INDUSTRIES LIMITED**
Sd/-

JAGATHRAKSHAKAN SRINISHA

Managing Director

DIN-01728749

Place: Chennai
Date: 06-10-2025

ADDITIONAL INFORMATION

(Annexure-2)

[Pursuant to Regulation 36(3) of SEBI (LODR) Regulations, 2015]

S.No.	Particulars	Details
1.	Name of the Director	Mr. Narayanasamy Elamaran
2.	DIN	01744259
3.	Date of birth	13/07/1970
4.	Qualification	Graduate
5.	Brief Resume	A mechanical engineering graduate with expertise in design and construction industry over 2 decades.
6.	Experience in specific functional areas	Automobile gear solutions and construction industry
7.	Skills and capabilities of Independent Directors	NA
8.	Nature and terms & conditions of appointment	Re-appointment to the office of Non-Executive Director, liable to retire by rotation
9.	Date of first appointment on board	20/12/2022
10.	Directorship in other listed companies	Nil
11.	Membership of Audit/ Shareholders or investors grievance committees of other public companies	Nil
12.	Shareholding in the Company	Nil
13.	Inter-se relationship with other Directors, Managers or other Key Managerial Personnel of the Company	Related to Mrs. Srinisha Jagathrakshakan
14.	Details of remuneration sought to be paid.	Nil
15.	The number of board meetings attended during the year 2024-25.	4

By Order of the Board of Directors

For **PANYAM CEMENTS & MINERAL INDUSTRIES LIMITED**

Sd/-

JAGATHRAKSHAKAN SRINISHA

Managing Director

DIN-01728749

Place: Chennai

Date: 06-10-2025

DIRECTORS' REPORT

Dear Members

Your Directors have pleasure in presenting their Sixty Nine Annual Report on the accounts of the Company for the Financial Year ended March 31, 2025.

FINANCIAL RESULTS

(Rs. in Lakhs)

Particulars	Year ended March 31, 2025	Year ended March 31, 2024
Revenue from Operations	8,352.21	12,011.70
Other Income	961.53	1,441.62
Profit/loss before Depreciation, Finance Costs, Exceptional items and Tax Expense	(3,396.20)	(1,740.31)
Less: Depreciation and Amortisation	1,805.62	1,621.25
Less: Finance Costs	3,717.08	2,140.07
Profit / (Loss) before Exceptional Items and Tax expense	(8,918.91)	(5,501.63)
Less: Exceptional Items	-	-
Profit / (Loss) before tax expense	(8,918.91)	(5,501.63)
Less: Provision for Income Tax (Earlier years)	-	-
Net Profit/Loss after tax	(8,918.91)	(5,501.63)
Other Comprehensive income	(2.88)	3.10
Total Comprehensive Income/(Loss) for the period (TCI)	(8,921.79)	(5,498.53)
Balance of profit /loss for earlier years		
Less: Transfer to Debenture Redemption Reserve	-	-
Less: Transfer to Reserves	-	-
Less: Dividend paid on Equity Shares	-	-
Less: Dividend paid on Preference Shares	NA	NA
Less: Dividend Distribution Tax	NA	NA
Balance carried forward	(8,921.79)	(5,498.53)

HIGHLIGHTS:

The Total Income for the year ended March 31, 2025 was Rs. 9,313.74 Lakhs as compared to Rs. 13,453.32 Lakhs during the previous year. Loss before tax was Rs. 8,918.91 Lakhs as compared to Loss before Tax of Rs. 5,501.63 Lakhs during the previous year. Loss after tax was Rs. Rs. 8,918.91 Lakhs as compared to Loss after Tax of Rs. 5,501.63 Lakhs.

TRANSFER TO RESERVES

No transfer to any reserve was proposed or made during the year under review.

DIVIDEND:

In light of the accumulated losses, the Board has decided not to recommend any dividend on Equity Shares for the year.

CHANGE IN THE NATURE OF BUSINESS

The Company was operating in single segment of cement production operations and there was no change in nature of business of the Company during the year under review.

MATERIAL CHANGES AND COMMITMENTS, IF ANY, AFFECTING THE FINANCIAL POSITION OF THE COMPANY, HAVING OCCURRED SINCE THE END OF THE YEAR AND TILL THE DATE OF THE REPORT

There was no such change or commitment affecting financial position of the Company after end of year 2024-25 and before the date of report.

OVERVIEW OF THE INDUSTRY

The information has been provided in the Management Discussion Analysis Report.

REVISION OF FINANCIAL STATEMENTS

There was no revision of the financial statements for the year under review.

CAPITAL STRUCTURE

Authorised Share Capital:

As on 31st March, 2025, the authorized share capital of the company was Rs.21,50,00,000/- (Rupees Twenty One Crores and Fifty Lakhs only) comprising of 2,15,00,000 (Two Crores and Fifteen Lakhs) Equity Shares of Rs. 10/- (Rupees Ten only) each.

Paid-up Share Capital:

There was no change in paid-up share capital during the year under review.

As on 31st March, 2025, the paid share capital of the Company was Rs.8,02,14,010/- (Rupees Eight Crores Two Lakhs Fourteen Thousand and Ten only) divided into 80,21,401 (Eighty Lakhs Twenty One Thousand Four Hundred and One) equity shares of Rs.10/- (Rupees Ten only).

Utilization of funds raised through issue of Equity Shares

The company did not raise any funds by issue of equity shares during the year under review.

CREDIT RATING

During the year under review, the Company has obtained Rating on 12th November, 2024 from Infomerics Valuation and Ratings Pvt Ltd. over long term and short term loan credit facility availed from Canara Bank.

The details are as follows:

Rating Agency	Instrument/Facility	Rating as on 31 st March, 2025
Infomerics Valuation and Ratings Pvt Ltd.	Long Term Bank Facilities	IVR BB/ Stable (IVR Double B with Stable Outlook)
	Short Term Bank Facility	IVR A4 (IVR A Four)

INVESTOR EDUCATION AND PROTECTION FUND (IEPF)

During the year under review, there were no requirement for transfers by the Company to the IEPF.

DIRECTORS AND KEY MANAGERIAL PERSONNEL

As on 31.03.2025, the Company has four directors: one Executive Director, one non executive director and two Independent Directors.

Mr. Jagathrakshakan Srinisha	- Chairman and Managing Director.
Mr. Narayanasamy Elamaran	- Non Executive Director
Mr. Vasudevan Raghavan	- Independent Director
Mr. Ramachandran Balachandran	- Independent Director
Mr. Asuri Ramesh Rangan Sholinghur	- Independent Director (upto 31.07.2024)
Mr. Sai Prashanth Gujja	- Company Secretary (upto 23.08.2024)
Mr. Amaranath Sachu	- Chief Financial Officer (upto 15.02.2025)
Mr. Ganesh Pathrudu	- Company Secretary and Compliance Officer (upto 15.04.2025)

However, Mr. Amaranath Sachu was resigned as a Chief Financial Officer on 15.02.2025 and Mr. G. Sai Prashanth was resigned as on Company Secretary and Compliance Officer on 23.08.2024.

Mr. Asuri Ramesh Rangan Sholinghur (DIN- 07586413) was resigned as an Independent Director on 31.07.2024

Based on the confirmations received from all the directors, none of the directors are disqualified from appointment under Section 164 of the Companies Act 2013.

The Company is well supported by the knowledge and experience of its Directors and Executives. In terms of Section 152 of the Companies Act, 2013 and Articles of Association of the Company, Mr. Narayanasamy Elamaran, Non-Executive Director of the Company is liable to retire by rotation and being eligible, has offered himself for re-appointment.

DECLARATION ON INDEPENDENCE OF DIRECTORS

The company has received necessary declarations from all the Independent Directors of the Company in accordance with Section 149 (7) of the Companies Act 2013, that they meet the criteria of independence as laid out in Section 149(6) of the said Act and Regulation 16 (1) (b) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations").

The Independent Directors have also confirmed that they have complied with Schedule IV of the Companies Act, 2013.

The Board of Directors is of the opinion that all the Independent Directors possess requisite qualifications, experience and expertise in industry knowledge and corporate governance and they hold highest standards of integrity.

BOARD MEETINGS AND COMMITTEE MEETINGS

During the year 2024-25, five meetings of the board were held and the details of these meetings of the Board as well as its Committees meetings have been given in the Corporate Governance Report, which forms part of the Annual Report.

COMPANY'S POLICY ON DIRECTORS' APPOINTMENT AND REMUNERATION

The company's policy on directors' appointment and remuneration and other matters provided in Section 178 (3) of the Companies Act, 2013 have been disclosed in the corporate governance report.

Under Section 178 (3) of the Companies Act, 2013, the Nomination and Remuneration Committee of the board has adopted a policy for nomination, remuneration and other related matters for directors and senior management personnel. And the policy was disclosed on company website <https://www.panyamcements.in/panyam%20files/Nomination%20and%20Remuneration%20Policy.pdf>.

BOARD EVALUATION

The Board of directors have carried out an evaluation of its own performance as well as its individual directors, on the basis of criteria such as composition of the board / committee structure, effectiveness, its process, information flow, functioning etc.

DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to Section 134(5) of Companies Act, 2013, your board of directors, to the best of their knowledge and ability, confirm that: -

- i. In the preparation of the annual Accounts, the applicable accounting standards had been followed along with proper explanation and that there were no materials departures.
- ii. The Directors had selected such accounting policies and applied them consistently and made judgment and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year, and of the loss of the Company for the year.
- iii. The Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of Companies Act, 2013 for safeguarding the assets of the company, and for preventing and detecting fraud and other irregularities.
- iv. The annual financial statement has been prepared on a going concern basis.
- v. Proper internal financial controls were in place and that the financial controls were adequate and operating effectively.
- vi. Proper systems were devised to ensure compliance with the provisions of all applicable laws were in place and were adequate and operating effectively.

INTERNAL FINANCIAL CONTROLS

The Company has adequate internal financial controls in place to ensure proper reflection of books of accounts in financial statement of the Company.

FRAUDS REPORTED BY THE AUDITOR

No frauds were reported by the Auditors under Sub- Section 12 of Section 143 of the Companies Act, 2013 read with the Rules made there under.

SUBSIDIARIES, JOINT VENTURES AND ASSOCIATE COMPANIES

The Company has no subsidiaries, Joint Ventures or Associate Companies during the year under review.

COMPANIES WHICH HAVE BECOME OR CEASED TO BE SUBSIDIARIES

None of the companies have become or ceased to become the subsidiaries, joint ventures or associates' company to the Company during the year 2024-25.

PUBLIC DEPOSITS

During the year, the Company has not accepted any deposits within the meaning of the provisions of Section 73 of the Companies Act, 2013 ("the Act") read with the Companies (Acceptance of Deposits) Rules, 2014.

LOANS, GUARANTEES OR INVESTMENTS

During the year under review, the Company has not advanced any loan, provided any guarantee or made any investment as per section 186 of Companies Act, 2013.

CONTRACTS OR ARRANGEMENTS MADE WITH RELATED PARTIES

All contracts/ arrangements/ transactions entered by the Company during the financial year with related parties were in the ordinary course of business at arm's length basis.

There are no materially significant related party transactions that may have potential conflict with interest of the Company at large. Please refer to Form No. AOC-2 in Annexure-II for the details of related party contracts or arrangements.

CORPORATE SOCIAL RESPONSIBILITY

As the Company's net worth is less than Rupees Five Hundred Crores, Turnover less than Rupees One Thousand Crores and Net-profit calculated as per section 198 of Companies Act, 2013 is less than Rupees Five Crores, the provisions of section 135 of Companies Act, 2013 were not applicable to the Company during the year under review.

PARTICULARS OF EMPLOYEES

In terms of provisions of Section 197(12) of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and the rules there under as amended from time to time is annexed as an Annexure-I to this Report.

There are no instances of employees who was in receipt of remuneration in excess of the limit prescribed in provisions of Section 197 (12) of the Companies Act, 2013 read with Rule 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and the rules made there under.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNING/OUTGO

Particulars of Energy Conservation, Technology Absorption and Foreign Exchange Earnings and Outgo required under section 134 (3) (m) of the Companies Act, 2013 read with the

Companies (Accounts) Rules, 2014 are set out in the Annexure- III and forms part of the report.

RISK MANAGEMENT

Pursuant to section 134 (3) (n) of the Companies Act, 2013, a risk management policy has been devised to ensure sustainable business growth with stability and to promote a proactive approach in reporting, evaluating and resolving risks associated with the Company's business.

All the Senior Executives under the guidance of the Board of Directors has the responsibility for over viewing management's processes and results in identifying, assessing and monitoring risk associated with Organization's business operations and the implementation and maintenance of policies and control procedures to give adequate protection against key risk.

The Company manages, monitors and reports on the principal risks and uncertainties that can impact its ability to achieve its strategic objectives. The Company's management systems, organizational structures, processes, standards, code of conduct and behaviors together form the Management and business of the Company.

The company has a suitable risk management policy to identify and mitigate risks. This Policy, inter-alia, includes identification of various elements of risk, including those which, in the opinion of the Board, may threaten the existence of the Company.

Details relating to future outlook, risk management system and internal control and its adequacy have been given in-detail in the Management and Discussion Analysis Report, which is part of the Directors Report.

VIGIL MECHANISM

The Vigil Mechanism of the Company, which also incorporates a whistle blower policy in terms of SEBI Regulations, includes Vigilance or Ethics Office, who may be a senior executive of the Company and the protected disclosures may be made by a whistle blower through an e-mail or a letter to the Vigilance or Ethics Officer or to the Chairman of the Audit Committee. The Policy on Vigil Mechanism and whistle blower policy may be accessed on the company's web site at the link <http://www.panyamcements.in/panyam%20files/Risk%20Management%20Policy.pdf>.

SIGNIFICANT MATERIAL ORDERS PASSED BY REGULATORS/ COURTS/ TRIBUNALS

The Company was acquired by the new management through NCLT Order dated 25.06.2021 read with corrigendum order dated 10.07.2021 [NCLT Order] under Insolvency and Bankruptcy Code (IBC), where all the old creditors were repaid as per NCLT Order.

Few employees & creditors felt aggrieved by the said order and went for an appeal at NCLAT and few at High Courts to obtain stay order over NCLT Order and repayment of their old dues in full.

We would like to highlight here that the main reason behind rolling-out of IBC is to revive sick companies and as per Section 31 of IBC, the NCLT approved resolution plan shall be legally binding on the Company and its employees, members, creditors, [including the Central Government, any State Government or any local authority to whom a debt in respect of the payment of dues arising under any law for the time being in force, such as

authorities to whom statutory dues are owed].

The same has been declared by the Supreme Court in its various judgements including the one in the case of Ghanashyam Mishra and Sons Pvt Ltd v/s Edelweiss Asset Reconstruction Co. Ltd (2021).

Further, pursuant to Section 238 of IBC, the IBC shall have overriding effect over other laws.

Therefore, it can be concluded that the company is well protected within the umbrella of IBC and Supreme Court judgements from most of the company litigation cases.

AUDITORS

M/s. K.S. Rao & Co., Chartered Accountants, Hyderabad (Firm Registration No: 003109S) were initially appointed by the members at their 61st Annual General Meeting (AGM) held on 26th September, 2017 to hold the office of Statutory Auditors of the Company till conclusion of 66th Annual General Meeting. Further, the members of the Company at their 66th AGM approved the re-appointment of Statutory Auditors of the Company to hold office till conclusion of 71st Annual General Meeting which is going to be held in 2026-27 on such remuneration as may be decided by the Board of Directors in consultation with the auditors. The Board places on record its sincere appreciation of the services rendered by the Statutory Auditors.

AUDITOR'S REPORT

M/s. K.S.Rao & Co., Chartered Accountants, Hyderabad, Statutory Auditors of the Company have provided an unmodified report on financials of the Company for the year ended 31st March, 2025.

SECRETARIAL AUDIT

Pursuant to the provisions of Section 204 of the Act read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Board of Directors appointed M/s. B S S & Associates, Hyderabad, Company Secretaries in Practice, Hyderabad to conduct Secretarial Audit of records of the Company for the financial year ended 31st March, 2025. The Secretarial Audit Report for the financial year ended 31st March 2025, is annexed to this Report as Annexure IV.

MAINTENANCE OF COST RECORDS

Pursuant to Section 148 of Companies Act, 2013 read with Rule 3 of the Companies (Cost Records and Audit) Rules, 2014, the company has maintained cost accounts and records made and maintained in the books of account during the year under review.

COST AUDIT

The company has appointed M/s. Ganti + Associates, Cost and Management Accountants, Hyderabad as Cost Auditors of the Company for the financial year 2025-26 and their remuneration is subject to ratification of members in their 69th Annual General Meeting of the Company.

The reports submitted by the Cost Auditor's are duly filed with the appropriate authorities under Section 148 of the Companies Act, 2013

ANNUAL RETURN

Pursuant to the amendments to Section 134(3)(a) and Section 92(3) of the Act read with Rule 12 of the Companies (Management and Administration) Rules, 2014, the Annual Return (Form MGT-7) for the financial year ended March 31, 2025 is available on the Company's website and can be accessed at <https://www.panyamcements.in/panyam%20files/Annual%20Return%2024-25.pdf>.

CORPORATE GOVERNANCE

Your Directors reaffirm their continued commitment to good corporate governance practices. A separate report on Corporate Governance is incorporated as Annexure V as a part of the Directors' Report. Further as a part of the report, "Management Discussion and Analysis" has also been furnished as Annexure VI.

COMPANY'S POLICY ON PROHIBITION, PREVENTION AND REDRESSAL OF SEXUAL HARASSMENT OF WOMEN AT WORKPLACE

The Company prohibits any form of sexual harassment and any such incidence is immediately investigated and appropriate action taken in the matter against the offending employee(s) based on the nature and the seriousness of the offence. The Company has a policy on Prohibition, Prevention and Redressal of Sexual Harassment of Women at Workplace (the Policy) and matters connected therewith or incidental thereto covering all the aspects as contained under the "The Sexual Harassment of Women at Workplace (Prohibition, Prevention and Redressal) Act, 2013" notified by the Government of India vide Gazette Notification dated 23rd April, 2013. Your Company has complied with the provisions relating to the constitution of Internal Complaints Committee (ICC), ICC is responsible for redressal of complaints related to sexual harassment and follows the guidelines provided in the policy. ICC has its presence at corporate office as well as at site locations.

Status of Complaints during the financial year 2024-25:

- a. Number of complaints of sexual harassment received during the year: Nil
- b. Number of complaints disposed of during the year: Not Applicable
- c. number of complaints pending as on end of the financial year and cases pending for more than ninety days: Not Applicable

STATEMENT ON COMPLIANCE WITH THE MATERNITY BENEFIT ACT, 1961

The Company is dedicated to safeguarding the rights and welfare of women employees in accordance with the provisions of the Maternity Benefit Act, 1961 and its subsequent amendments. During the financial year, the Company has maintained full compliance with all statutory provisions of the Maternity Benefit Act, 1961. The Company ensures that all eligible women employees are provided with statutory maternity benefits, including paid maternity leave, nursing breaks, and protection against dismissal during maternity leave, as mandated under the Act.

INSURANCE

All the properties of the Company have been adequately insured.

HUMAN RESOURCE DEVELOPMENT AND INDUSTRIAL RELATIONS

Your Company continues to enjoy cordial relationship with all its personnel at its production plant, corporate office and on the field. Your company organized training programmes wherever required for the employees concerned to improve their skill.

Your company continues to focus on attracting and retaining competent personnel and providing a holistic environment where they get opportunities to grow and realize their full potential. Your company is committed to providing all its employees with a healthy and safe work environment.

LISTING AGREEMENT

The Securities and Exchange Board of India (SEBI), on September 2, 2015, issued SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, with the aim to consolidate and streamline the provisions of the Listing Agreement for different segments of capital markets to ensure better enforce ability. The said regulations were effective December 01, 2015. Accordingly, all listed entities were required to enter into the Listing Agreement within 6 months from the effective date.

The Equity shares of the Company are listed on the BSE Limited only.

CAUTIONARY STATEMENT

Statements in the Management Discussion and Analysis Report describing the Company's objectives, expectations or predictions may be "forward looking statements" within the meaning of applicable securities laws and regulations. Actual results could differ materially from those expressed or implied. Important factors that could make a difference to your Company's operations include demand supply conditions, finished goods prices, cyclical demand and pricing in your Company's principal markets, change in Government regulations, tax regimes, economic developments within India or any other country in which your company conducts business and other factors such as litigation and labour negotiations. Your company is not obliged to publicly amend, modify or revise any forward-looking statements, on the basis of any subsequent development, information or events or otherwise.

ACKNOWLEDGMENTS

The Management of the Company would like to express their sincere appreciation for the cooperation and assistance received from shareholders, bankers, financial institutions, regulatory bodies and other business constituents during the year under review. The Management of the Company also wish to place on record their deep sense of appreciation for the commitment displayed by all executives, officers and staff of the Company during the financial year.

By Order of the Board of Directors
For **Panyam Cements & Mineral Industries Ltd**

	Sd/-	Sd/-
	Jagathrakshakan Srinisha	Narayanasamy Elamaram
Place: Chennai	Managing Director	Director
Date: 06-10-2025	DIN: 01728749	DIN: 01744259

Details as per Section 197(12) of the Companies Act, 2013 read with Rule 5(1) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are as follows:

1	The Ratio of the remuneration of each Director to the median remuneration of the Employees of the Company for the FY 2024-2025	Remuneration to Director – NIL
2	The percentage increase in remuneration of each Director, Chief Financial Officer, Company Secretary or Manager, if any, in the FY 2024-2025	Not Applicable
3	The percentage increase in the median remuneration of employees in the financial year	Not Applicable
4	The number of permanent employees on the rolls of the Company.	As on 31 st March'2025 - 148
5	Average percentile increases already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration	NA
6	Affirmation that the remuneration is as per the remuneration policy of the Company.	YES

By Order of the Board of Directors
For **Panyam Cements & Mineral Industries Ltd**

Sd/-
Jagathrakshakan Srinisha
Managing Director
DIN: 01728749

Sd/-
Narayanasamy Elamaram
Director
DIN: 01744259

Place: Chennai
Date: 06-10-2025

FORM No. AOC-2

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

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

1. Details of contracts or arrangements or transactions not at arm's length basis: NIL

By Order of the Board of Directors
For **Panyam Cements & Mineral Industries Ltd**

	Sd/-	Sd/-
	Jagathrakshakan Srinisha	Narayanasamy Elamaram
Place: Chennai	Managing Director	Director
Date: 06.10.2025	DIN: 01728749	DIN: 01744259

ANNEXURE TO DIRECTORS' REPORT FOR THE YEAR ENDED 31ST MARCH 2025:**A. Conservation of Energy:****(a) Energy conservation measures taken:**

Installed Variable Frequency Drives (VFDs) at identified various; 500 KV per Ratio Power Capacitor bank were installed at plant power substation; Motors were repaired and refurbished; Mill grinding media was replaced at worn-out areas.

(b) Additional investments and proposals, if any, being implemented for reduction of consumption of energy:

The cement plant modifications were held during the year and this will reduce energy consumption.

(c) Impact of the measures at (a) and (b) above for reduction of energy consumption and consequent impact on the cost of production:

Controlled distribution of power at identified production elements; Power load distribution on timely production demand basis; Mills capacity increased and thereby grinding time was reduced, resulting reduced power consumption.

(d) Total energy consumption per unit of production:

Particulars given in Form "A" annexed.

B. Technology Absorption:

Particulars given in Form "B" annexed.

C. Foreign Exchange Earnings and Out go:

(a) N export/import or dealing in foreign currency was made by the Company during the year under review.

(b) Total Foreign Exchange used: Nil

(c) Total Foreign Exchange earned Nil

FORM 'A'

**FORM FOR DISCLOSURE OF PARTICULARS WITH RESPECT TO
CONSERVATION OF ENERGY**

S. No.	Particulars	Unit	Cement Division	
			31-03-2025	31-03-2024
A	Power and fuel consumption:			
1	Electricity			
a)	Purchased Units Total amount Average rate	KWH	3,14,42,616 Rs.1,697.90 Lakhs Rs.5.4/KWH	3,67,89,100 Rs.1,986.61 Lakhs Rs.5.4/KWH
b)	Own generation Units Units per litre of diesel Cost per unit	Nil - -	- - -	- - -
2	Cost(mineral coal c-e/Imported grade)			
	Quantity Total cost Average rate	Tonnes Rs. per MT	28,815 Rs. 3,219.53 Lakhs 11,173.13	45,118 Rs. 5,462.46 Lakhs 12,107.04
3	Furnace oil			
	Quantity Total cost Average rate	Nil - -	- - -	- - -
B	Consumption per unit of production			
	Electricity	KWH/ tonnes of cement	138.52	130.05
	Coal	Kgs/tonnes of cement	15.96	15.95

FORM 'B'

A. RESEARCH AND DEVELOPMENT (R &D) - Nil

B. TECHNOLOGY ABSORPTION, ADAPTATION, AND INNOVATION: Nil

By Order of the Board of Directors
For **Panyam Cements & Mineral Industries Ltd**

	Sd/-	Sd/-
	Jagathrakshakan Srinisha	Narayanasamy Elamaram
Place: Chennai	Managing Director	Director
Date: 06-10-2025	DIN: 01728749	DIN: 01744259

Form No. MR-3

**Secretarial Audit Report
For the Financial Year ended on March 31, 2025**

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

To

The Members,
Panyam Cements and Mineral Industries Limited,
10/156, Betamcherla Road, Betamcherla,
Cement Nagar, Nandyal, Andhra Pradesh - 518206.

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to corporate practices by **Panyam Cements and Mineral Industries Limited** [CIN:L26940AP1955PLC000546] (hereinafter called 'the Company'). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts / statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company, during the audit period covering the financial year ended on March 31, 2025, complied with the statutory provisions listed hereunder and also 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 available documents and other records maintained by the Company for the financial year ended on March 31, 2025 according to the provisions of:

- 1) The Companies Act, 2013 (the Act) and the rules made thereunder;
- 2) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- 3) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- 4) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- 5) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act')-
 - a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - b. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

- c. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
 - d. The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; (Not applicable to the Company during the Financial Year under review)
 - e. The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; (Not applicable to the Company during the Financial Year under review)
 - f. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client; (Not applicable to the Company during the Financial Year under review)
 - g. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; (Not applicable to the Company during the Financial Year under review)
 - h. The Securities and Exchange Board of India (Buy-back of Securities) Regulations 2018; (Not applicable to the Company during the Financial Year under review) and
- 6) Management has identified and confirmed the following laws as being specifically applicable to the company:
- i. Cement Cess Rules, 1993;
 - ii. Cement (Quality Control) Order, 1995;
 - iii. Environmental (Protection) Act, 1986 Read with Environmental Protection Rules, 1986;
 - iv. The Hazardous Wastes (Managements Handling and Transboundry Movement) Rules, 2008;
 - v. The Water (Prevention & Control of Pollution) Act, 1974 read with Water (Prevention & Control of Pollution) Rules, 1975;
 - vi. Water (Prevention & Control of Pollution) Cess Act, 1977;
 - vii. The Air (Prevention & Control of Pollution) Act, 1981 read with Air (Prevention & Control of Pollution) Rules, 1982;
 - viii. The Noise Pollution (Regulation And Control) Rules, 2000;
 - ix. Mines Act, 1952 and Rules issued thereunder;
 - x. Mines and Mineral (Regulation and Development) Act, 1957;
 - xi. The Electricity Act, 2003;
 - xii. Explosives Act, 1884; and
 - xiii. Indian Boilers Act, 1923.

We have also examined compliance with the applicable Clauses/ Regulations of the following.

- (i) The Secretarial Standards issued by the Institute of Company Secretaries of India;
- (ii) The Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations, 2015.

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, etc. mentioned above except in respect of matters specified below.

i. We observed the following non-compliances during the period under review:

Sl. No.	Relevant Provision for Compliance Requirement	Regulation / Circular No.	Observation
1	The Public shareholding of the Company is 5.00% against require public shareholding of 25%	Rule 19 of the Securities Contracts (Regulation) Rules, 1957	The public shareholding of the company has fallen below 25% due to Corporate Insolvency Resolution Process (CIRP). As per SEBI Regulations, the company needs to increase its public shareholding by 5%, aggregating up to 10% within the next 12 months, which was not complied by the Company yet.

We further report that on examination of the relevant documents and records and based on the information provided by the Company, its officers and authorized representatives during the conduct of the audit, and also on the review of compliance reports by respective department heads / Company Secretary of the Company, in our opinion, there exist adequate systems and processes and control mechanism in the Company to monitor and ensure compliance with applicable general laws.

We further report that the compliances by the Company of applicable financial laws, like direct and indirect tax laws, have not been reviewed in this audit since the same is not within the scope of our audit.

We further report that the Board of Directors of the Company has been duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. There was no change in the composition of the Board of Directors of the company.

We further report that adequate notice was given to all Directors to schedule the Board Meetings and agenda with detailed notes there on were sent to them at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications as may be required by them on the agenda items before the meeting and for meaningful participation at the meeting.

As per the minutes of the meetings duly recorded and signed by the Chairman, all the decisions of the Board were without any dissent.

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

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

We further report there were no major events which had bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines etc.

For **B S S & Associates**
Company Secretaries

S.Srikanth

Partner

ACS:22119; CoP:7999

Place: Hyderabad

UDIN: A022119G001174369

Date: 05.09.2025

Peer Review No.6513/2025

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

Annexure- A

To,

The Members,
Panyam Cements and Mineral Industries Limited,
10/156, Betamcherla Road, Betamcherla,
Cement Nagar, Nandyal, Andhra Pradesh - 518206.

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

1. Maintenance of Secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in Secretarial records. We believe that the process and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Wherever required, we have obtained the Management representation about the Compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedure on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

For B S S & Associates
Company Secretaries

S.Srikanth
Partner

ACS:22119; CoP:7999
UDIN: A022119G001174369
Peer Review No.6513/2025

Place: Hyderabad
Date: 05.09.2025

Secretarial Compliance Report of
PANYAM CEMENTS AND MINERAL INDUSTRIES LIMITED
for the year ended March 31, 2025

To,

The Members

PANYAM CEMENTS AND MINERAL INDUSTRIES LIMITED

10/156, Betamcherla Road, Betamcherla,

Cement Nagar, Nandyal, Andhra Pradesh 518206

We, B S S & Associates, Company Secretaries, have examined:

- (a) all the documents and records made available to us and explanation provided by PANYAM CEMENTS AND MINERAL INDUSTRIES LIMITED [CIN:L26940AP1955PLC000546] ("the listed entity"),
- (b) the filings/ submissions made by the listed entity to the stock exchanges,
- (c) website of the listed entity,
- (d) any other document/ filing, as may be relevant, which has been relied upon to make this certification,

for the financial year ended March 31, 2025 ("Review Period") in respect of compliance with the provisions of:

- (a) the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and
- (b) the Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made thereunder and the Regulations, circulars, guidelines issued thereunder by the Securities and Exchange Board of India ("SEBI");

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

- (a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- (b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 - Not applicable during the Review Period;
- (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 - Not applicable during the Review Period;
- (e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 - Not applicable during the Review Period;
- (f) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 - Not applicable during the Review Period;
- (g) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (h) other regulations as applicable.

and circulars / guidelines issued thereunder;

And based on the above examination, we hereby report that, during the Review Period:

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

Sl. No.	Compliance Requirement (Regulations / circulars / guidelines including specific clause)	Regulation / Circular No.	Deviations	Action taken by	Type of Action Advisory/ Clarification/ Fine/ Show Cause Notice/ Warning, etc.	Details of Violation	Fine Amount	Observations / Remarks of the Practicing Company Secretary	Management Response	Remarks
1	Minimum Public Shareholding Requirement	Rule 19A of the Securities Contracts (Regulation) Rules, 1957	The public shareholding of the company fell below 25% as a result of implementation of the resolution plan approved under section 31 of the Insolvency and Bankruptcy Code, 2016. And the Company has not increased its public shareholding in the manner specified in Rule 19A(5) of the Securities Contracts (Regulation) Rules, 1957.	-	-	The Company did not increase its public shareholding to at least 10% within 12 months, as required under Rule 19A(5), after the fall resulting from implementation of a resolution plan under the Insolvency and Bankruptcy Code, 2016.	-	The public shareholding fell to 5% pursuant to the resolution plan approved under Section 31 of the Insolvency and Bankruptcy Code, 2016. The Company did not comply with the requirement to increase public shareholding to 10% within 12 months, as mandated under Rule 19A(5). The public shareholding is now required to be increased to 25% by 2nd February, 2026	The Company is actively pursuing options and engaging in discussions to increase public shareholding to meet the statutory requirement.	-

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

Sr. No.	Observations/ Remarks of the Practicing Company Secretary (PCS) in the previous reports)	Observations made in the Secretarial Compliance report for the year ended	Compliance Requirement (Regulations/ circulars/ guidelines including specific clause)	Details of violation / Deviations and actions taken / penalty imposed, if any, on the listed entity	Remedial actions, if any, taken by the listed entity	Comments of the PCS on the actions taken by the listed entity
1	The Company has submitted the annual audited financial results for the financial year March 31, 2023 on 27.05.2023. However, revised financial results submitted on 04.09.2023	The Company has submitted the annual audited financial results for the financial year March 31, 2023 on 27.05.2023. However, revised financial results submitted on 04.09.2023	The listed entity shall submit annual audited standalone financial results for the financial year, within sixty days from the end of the financial year along with the audit report.Regulation 33(3)(d) of SEBI (LODR) Regulations, 2015	Revised financial results were submitted on 04.09.2023. However, financial results, at first, were submitted on 27.05.2023.	Nil, as delay occurred during CIRP.	Company has taken note and assured timely compliance.
2	The company has submitted the financial results on 04.09.2023 with delay of 21 days.	The company has submitted the financial results on 04.09.2023 with delay of 21 days	The listed entity shall submit quarterly and year-to-date financial results to the stock exchange within forty-five days of end of each quarter, other than the last quarter.Regulation 33(3)(a) of SEBI (LODR) Regulations, 2015.	Delay of 21 days in submission of the financial results for the quarter ended June 30, 2023.	Nil, as delay occurred during CIRP.	Company has assured compliance going forward.
3	The public shareholding of the company has fallen below 25% due to Corporate Insolvency Resolution Process (CIRP). As per the NCLT Order, the company needs to increase its public shareholding by 5%, aggregating up to 10% within the next 12 months.	The public shareholding of the company has fallen below 25% due to Corporate Insolvency Resolution Process (CIRP). As per the NCLT Order, the company needs to increase its public shareholding by 5%, aggregating up to 10% within the next 12 months.	The Public shareholding of the Company is 5.00% against required public shareholding of 25%Rule 19A of the Securities Contracts (Regulation) Rules, 1957.	The Company did not increase its public shareholding to at least 10% within a maximum period of 12 months from the date of such fall.	Company is exploring options. Advised to expedite steps to meet MPS norms.	Company is exploring options. Advised to expedite steps to meet MPS norms.
4	The promoter of every target company shall declare on a yearly basis that he, along with persons acting in concert, has not made any encumbrance, directly or indirectly, other than those already disclosed during the financial year to (a) every stock exchange where the shares of the target company are listed; and (b) the audit committee of the target company.	Public shareholding fell below 25% due to CIRP. As per NCLT order, the company must increase public shareholding by 5%, aggregating to 10%, within 12 months.	Promoters failed to make the required declarations for the financial year ended March 31, 2023.	Non-submission of declarations by promoters for FY 2022-23.	Company has taken note and assured strict compliance in future.	Promoters were informed by the company about the compliance requirement.

We hereby report that, during the review period the compliance status of the listed entity is appended as below:

Sr. No.	Particulars	Compliance status (Yes/No/NA)	Observations / Remarks by PCS
1.	Secretarial Standards: The compliances of the listed entity are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries of India (ICSI), as notified by the Central Government under section 118(10) of the Companies Act, 2013, and mandatorily applicable.	Yes	Nil
2.	Adoption and timely updation of the Policies:- <ul style="list-style-type: none"> All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the listed entities. All the policies are in conformity with SEBI Regulations and have been reviewed & updated on time, as per the regulations/circulars/guidelines issued by SEBI. 	Yes	Nil
3.	Maintenance and disclosures on Website:- <ul style="list-style-type: none"> The Listed entity is maintaining a functional website. Timely dissemination of the documents/information under a separate section on the website. Web-links provided in annual corporate governance reports under Regulation 27(2) are accurate and specific which re-directs to the relevant document(s)/ section of the website. 	Yes	Nil
4.	Disqualification of Director: None of the Director(s) of the Company is / are disqualified under Section 164 of Companies Act, 2013 as confirmed by the listed entity.	Yes	Nil
5.	Details related to Subsidiaries of listed entities have been examined w.r.t: <ul style="list-style-type: none"> a) Identification of material subsidiary companies b) Disclosure requirement of material as well as other subsidiaries 	Yes	Nil
6.	Preservation of Documents: The listed entity is preserving and maintaining records as prescribed under SEBI Regulations and disposal of records as per Policy of Preservation of Documents and Archival policy prescribed under SEBI LODR Regulations, 2015	Yes	Nil

7.	Performance Evaluation: The listed entity has conducted performance evaluation of the Board, Independent Directors and the Committees at the start of every financial year/during the financial year as prescribed in SEBI Regulations.	Yes	Nil
8.	Related Party Transactions: a) The listed entity has obtained prior approval of Audit Committee for all Related party transactions; or b) The listed entity has provided detailed reasons along with confirmation whether the transactions were subsequently approved/ratified/rejected by the Audit Committee, in case no prior approval has been obtained.	Yes	Nil
9.	Disclosure of events or information: The listed entity has provided all the required disclosure(s) under Regulation 30 along with Schedule III of SEBI LODR Regulations, 2015 within the time limits prescribed thereunder.	Yes	Nil
10.	Prohibition of Insider Trading: The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015	Yes	Nil
11.	Actions taken by SEBI or Stock Exchange(s), if any: No action(s) has been taken against the listed entity/ its promoters/ directors/ subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under SEBI Regulations and circulars/ guidelines issued thereunder except as provided under separate paragraph herein.	Yes	Nil
12	Resignation of statutory auditors from the listed entity or its material subsidiaries: In case of resignation of statutory auditor from the listed entity or any of its material subsidiaries during the financial year, the listed entity and / or its material subsidiary(ies) has / have complied with paragraph 6.1 and 6.2 of section V-D of chapter V of the Master Circular on compliance with the provisions of the LODR Regulations by listed entities.	NA	Not Applicable during the period under review.
13.	Additional Non-compliances, if any: No additional non-compliance observed for any SEBI regulation/circular/guidance note etc.	Yes	No additional non-compliance observed for all SEBI regulation / circular / guidance note etc.

We further, report that the listed entity is in compliance/ not in compliance with the disclosure requirements of Employee Benefit Scheme Documents in terms of regulation 46(2) (za) of the LODR Regulations – NA.

Assumptions & Limitation of scope and Review:

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

For B S S & Associates
Company Secretaries

S.Srikanth
Partner

ACS:22119; CoP:7999
UDIN: A022119G000486627
Peer Review No.6513/2025

Place: Hyderabad
Date: 29.05.2025

CORPORATE GOVERNANCE REPORT

1. Company's Philosophy on Code of Governance:

The Company believes in adopting and adhering to the best corporate practice and continuously evaluate it against each of such practices. The Company understands and respects its fiduciary role and responsibility to all stakeholders and strives hard to meet their expectations. The Company believes that the Corporate Governance is an important tool for shareholders protection and maximizing their long-term values. Panyam Cements & Mineral Industries Limited functions keeping in tune with this philosophy.

The fundamental objective of company's Corporate Governance is to adopt a methodology, which enhances effectiveness, better utilization of resources, transparency and harmonious relations between various interest groups. The company has been regular in sending its quarterly compliance report on Corporate Governance to Stock Exchange.

2. Board of Directors:

(a) Composition and Memberships of other Boards / Board Committees:

As on 31st March, 2025, the Board of Directors had an optimum combination of Executive and Non-Executive Directors and its composition was in conformity with Regulation 17 of the Listing Regulations read with Section 149 of the Companies Act, 2013 ("the Act"). The Board of Directors of the Company comprises four (4) members, of which two (2) are Independent Directors, one (1) Promoter Non-Executive Director, and one (1) Promoter Managing Director. None of the Directors on the Board holds directorships in more than ten Public Limited Companies. Further, none of them is a member of more than ten committees or Chairman / Chairperson of more than five Committees across all Public Limited Companies in which he/she is a director. The necessary disclosures regarding Committee positions have been made by the Directors. The Chairman is Managing Director. The number of Non-Executive & Independent Directors are half of the Board's total strength. All Non-Executive & Independent Directors comply with the legal requirements of being 'Independent'.

(b) Attendance of each director at the meeting of the board of directors and the last annual general meeting

The names and categories of the of Directors, Attendance of Directors, and the number of Directorships and Committee Chairmanships / Memberships held by them in other public companies as on 31st March, 2025 are given hereunder. Other directorships do not include their directorships if any in private limited companies, foreign companies and companies registered under Section 8 of the Act. Chairmanships / Memberships of Audit Committee and Stakeholders' Relationship Committee are alone considered for the purpose:

Name of the Director	Category	Number of Board Meetings during the year 2024-25		Whether attended last AGM held on 27.09.2024	No. of Directorships in other unlisted public companies		*Number of committee positions held in other unlisted public companies	
		Held	Attended		Chairman	Member	Chairman	Member
Shri Dr. Srinisha Jagathrakshakan	Executive Managing Director (Promoter)	5	5	Yes	-	1	-	1
Shri. Narayanasamy Elamaran	Non-Executive Director (Promoter)	5	4	Yes	-	1	-	1
Shri. Ramesh Rangan Sholinghur	Independent and Non-Executive Director	1	1	Not applicable	-	1	-	1
Shri.Balachandran Ramachandran	Independent and Non-Executive Director	5	5	Yes	-	2	-	2
Shri. Vasudevan Raghavan	Independent and Non-Executive Director	5	5	Yes	-	2	1	-

* Shri. Ramesh Rangan Sholinghur resigned on 31.07.2024

*Other Committee Membership-Only in Audit Committee and Stakeholders' Relationship committee.

(c) Directorships and their category in other listed entities: Nil except Shri. Balachandran Ramachandran is an independent director in POCL Enterprises Limited and Member of Audit Committee.

(d) Number of meetings of the board of directors held and dates on which held

During the year under review, the board of directors had 5 meetings on 29.05.2024, 13.08.2024, 04.09.2024, 13.11.2024 and 14.02.2025, where they have discussed on various agenda items and passed resolutions in best interests of the Company.

(e) Disclosure of relationships between directors inter-se:

Shri. Srinisha Jagathrakshakan, Managing Director is the Spouse of Shri. Narayanasamy Elamaran, Non-Executive Director.

Shri Narayanasamy Elamaran, Non-Executive Director is the Spouse of Shri. Srinisha Jagathrakshakan, Managing Director.

(f) Number of shares and convertible instruments held by non- executive directors: Nil

(g) The details of the familiarization programme of the Independent Directors are available on the website of the Company at

<https://panyamcements.in/panyam%20files/Familiarisation%20Programme-%20Independent%20Directors.pdf>

In the opinion of the Board, the Independent Directors fulfill the conditions specified in the Listing Regulations and are independent of the management and they possess skill, competence and expertise identified by the Board for its effective functioning.

(h) Skill, competence and expertise of the Board of Directors identified by the Board for its effective functioning:

The company's present Board is a skill-based one, comprising of Directors who collectively have the skills directly relevant to performing the function as a member of the Board and the personal attributes or qualities that are identified and considered desirable to be an effective Director like, integrity (ethics), effective communicator, constructive questioner, contributor and team player, commitment and leadership skills.

Board Skill Matrix:

In terms of the requirement of the Listing Regulation, the Board has identified the following skills/expertise/ competencies fundamental for the effective functioning of the Company, which are currently available with the Board, along with the names of the Directors, who have such skill/expertise/competence.

Business & Industry	Domain Knowledge in Business and understanding of business environment, the development in the industry for improving Company's business.
Financial Expertise	Financial and risk management, Internal control, Experience of complex financial reporting processes, capital allocation, resource utilisation, Understanding of Financial policies and accounting statement and assessing economic conditions.
Governance & Compliance	Experience in developing governance practices, serving the best interests of all stakeholders, maintaining board and management accountability, building long term effective stakeholder engagements and driving corporate ethics and values.

S.No.	Name of the Director	Skills/ Expertise/ Competence
1.	Shri. Srinisha Jagathrakshakan	Governance & Compliance
2.	Shri Narayanasamy Elamaran	Business & Industry; Governance & Compliance
3.	Shri. Balachandran Ramachandran	Financial Expertise; Governance & Compliance
4.	Shri. Vasudevan Raghavan	Financial Expertise

- (i) The board hereby confirm and opine that the independent directors fulfill the conditions mentioned in the SEBI (LODR) Regulations, 2015 and are independent of the management.
- (j) Mr. **Asuri Ramesh Sholinghur**, Independent Director, resigned from the Board with effect from **July 31, 2024**, prior to the completion of his tenure, which was originally set to end on **March 12, 2029**.

He has cited **personal reasons** for his resignation and confirmed that there are **no other material reasons** other than those stated.

Board's Procedure

Agenda papers along with explanatory statements were circulated to the directors in for each of their board or committee meetings. All relevant information as per SEBI (LODR) Regulation, 2015 was placed before the Board from time to time.

Board Committees:

The company has 4 Committees - Audit Committee, Nomination and Remuneration Committee, Stakeholders Relationship Committee and Corporate Social Responsibility Committee.

3. Audit Committee

The Audit Committee of the Company is constituted in line with the provisions of Section 177 of the Companies Act, 2013 read with Regulation 18 of the SEBI (LODR) Regulation, 2015.

During the year under review, four (4) Audit Committee Meetings were held on 29.05.2024, 13.08.2024, 13.11.2024 and 14.02.2025 and necessary quorum was present at all such meetings.

The details of the composition of the Audit Committee and attendance of these members at the meeting are given below:

Name of the member	Designation	Category	Meetings held	Meetings attended
Mr. Balachandran Ramachandran	Chairman	Independent Director	4	4
Mrs. Srinisha Jagathrakshakan	Member	Managing Director	4	4
* Mr. Asuri Ramesh Rangan	Member	Independent Director	1	1
**Mr.Vasudevan Raghavan	Member	Independent Director	3	3

* Mr. Asuri Ramesh Rangan Resigned on 31.07.2024 Mr.Vasudevan Raghavan appointed 29.05.2024.

4. Nomination and Remuneration Committee:

The Nomination and Remuneration committee for appointment & remuneration of directors and other KMPs was constituted in accordance with the requirement of Section 178 of the Companies Act, 2013 read with Regulation 19 of the SEBI (LODR) Regulation, 2015.

During the year, one NRC Meeting was held on 13.08.2024 and necessary quorum was present at the meeting.

The details of the composition of the Nomination & Remuneration Committee and attendance of these members at the meeting are given below:

Name of the member	Designation	Category	Meetings held	Meetings attended
Mr. Vasudevan Raghavan	Chairman	Independent Director	1	1
Mr. Narayanasamy Elamaran	Member	Non-Executive Director	1	1
*Mr. Asuri Ramesh Rangan	Member	Independent Director	-	-
**Mr. Balachandran Ramachandran	Member	Independent Director	-	-

*Mr. Asuri Ramesh Rangan Resigned on 31.07.2024; ** Mr.Balachandran Ramachandran appointed on 13.08.2024. The committee reconstituted on 13.08.2024. The Company has not paid any remuneration to the Directors of the Company excluding the sitting fees for attending the meeting.

Performance Evaluation of Independent Directors:

The listed entity has conducted performance evaluation of the Board, Independent Directors and the Committees as prescribed in SEBI Regulations during the year under review.

5. Stakeholders' Relationship Committee (SRC)

The Stakeholders Relationship Committee of the Company is constituted in accordance with Regulation 20 of the Listing Regulations read with Section 178 of the Companies Act, 2013.

The Stakeholders Relationship Committee comprises of four Non-Executive Independent Directors. During the year under review, the Stakeholders Relationship Committee met 1 time on February 14, 2025. Present members of the Committee and the attendance is given in the table below:

Name of the member	Designation	Category	Meetings held	Meetings attended
Mr. Narayanasamy Elamaran	Chairperson	Non-Executive Director	1	1
Mr.Vasudevan Raghavan**	Member	Independent Director	1	1
Mrs. Srinisha Jagathrakshakan	Member	Managing Director	1	1
Mr. Asuri Ramesh Rangan*	Member	Independent Director	-	-

*Mr. Asuri Ramesh Rangan Resigned on 31.07.2024; ** Mr. Vasudevan Raghavan appointed on 13.08.2024.

The committee reconstituted on 13.08.2024

The role of Stakeholders Relationship Committee is –

- To redress shareholders and investor complaints relating to transfer of shares, dematerialization of shares, non-receipt of balance sheet, non-receipt of declared dividend etc.

- To approve transmission, and issue of duplicate/ fresh share certificate(s).
- Consolidate and sub-division of share certificate etc.
- To redress, approve and dispose off any, other complaints, transactions and requests etc. received from any shareholder of the company and investors in general.

Status of complaints of shareholders/investors is as under:

Complaints pending as on April 01, 2024	0
Number of complaints received during year	0
Number of complaints attended to/resolved during the year	0
Complaints pending as on March 31, 2025	0

Name, designation and address of Compliance Officer:

Company Secretary

Panyam Cements and Mineral Industries Limited

Regd. Office: H.No.1-65, 1st Floor, Road No.11, Kakateeya Hills, Madhapur, Hyderabad-500081, India. Telephone: 040-49544944

5A RISK MANAGEMENT COMMITTEE

The provisions of Regulation 20 of the Listing Regulations are not applicable to the Company during the year under review.

5B SENIOR MANAGEMENT

Particulars of Senior Management:

Name	Designation	Date of joining / redesignation / resignation (if any)	Department
Sachu Amarnath	Chief Financial Officer	15.02.2025	Finance
Sai Prashanth Gujja	Company Secretary	23.08.2024	Legal and Secretarial
Ganesh Pathrudu	Company Secretary	15.04.2025	Legal and Secretarial

Changes therein in the Senior Management since the close of the previous financial year: Mr. Ganesh Pathrudu P resigned from the office of CS w.e.f. April 15, 2025.

OTHER COMMITTEES

Corporate Social Responsibility (CSR) Committee

The CSR Committee has been constituted pursuant to section 135 of Companies Act, 2013 read with relevant rules in force.

During the year under review, the CSR provisions were not applicable to the company and no committee meeting were held.

The composition of CSR Committee is as follows:

Name of the member	Designation	Category
Mr. Vasudevan Raghavan	Chairman	Independent Director
Mr. Balachandran Ramachandran	Member	Independent Director
Mrs. Srinisha Jagathrakshakan	Member	Managing Director

The Company did not undertake any CSR activity during the year.

Sexual Harassment Committee/ Internal Complaints Committee

The committee has been constituted pursuant to Section 4 of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 [POSH] for receiving complaint of sexual harassment.

The committee composition is as follows:

Name of the member	Designation	Category
Mrs. Srinisha Jagathrakshakan	Chairperson	Managing Director
Mr. Balachandran Ramachandran	Member	Independent Director
Mr. Vasudevan Raghavan	Member	Independent Director

Pursuant to POSH, the Committee has no complaints received, disposed or pending during the year under review.

Independent Directors Meeting:

During the year under review, the Independent Directors meeting was held on 14th February, 2025 where all the three independent directors have attended and discussed on the meeting agenda items.

6. Remuneration of Directors

The Company has not paid any remuneration to the Board of Directors, except sitting fees for attending the respective meetings.

(a) Pecuniary relationship or transaction of the Non - executive Directors vis-à-vis the company: None of the Non- Executive Directors has any pecuniary relationship or transactions with the company except Mrs. Srinisha Jagathrakshakan, Executive Director and promoter shareholder of the Company, being spouse of Mr. Narayanasamy Elamaran, promoter non-executive director of the Company.

(b) Criteria of making payments to Non-Executive Directors:

The Non-Executive Directors shall be entitled to receive remuneration by way of sitting fees, reimbursement of expenses for participation in the Board / Committee meetings attended by them, of such sum as may be approved by the Board of Directors / Members of the Company within the overall limits prescribed under the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 as amended from time to time.

The Overall sitting fees are reasonable and commensurating with the responsibilities, time spent in Board and Committee meetings by the Non-Executive Directors.

(c) Disclosures with respect to remuneration to Executive Directors: Nil

The Company has not granted Stock Option to any of its Directors

No other benefits, bonuses, stock options, pensions or performance-linked incentives are paid to directors except as mentioned above.

7. General Meetings:

(a) Annual General Meetings

The last three Annual General Meetings (AGM) were held as under:

Financial Year	Location	Date	Time
2021-22	Video Conferencing/ Other Audio Visual Means (Deemed venue: 10/156, Betamcherla Road, Betamcherla, Cement Nagar, Nandyal-518502, Andhra Pradesh)	30.09.2022	03:30 PM
2022-23	Video Conferencing/ Other Audio Visual Means (Deemed venue: 10/156, Betamcherla Road, Betamcherla, Cement Nagar, Nandyal-518502, Andhra Pradesh)	29.09.2023	12:00 PM
2023-24	Video Conferencing/ Other Audio Visual Means (Deemed venue: 10/156, Betamcherla Road, Betamcherla, Cement Nagar, Nandyal-518502, Andhra Pradesh)	27.09.2024	12:00 PM

(b) The details of special resolutions passed in AGM in the last 3 years are as follows:

AGM	Subject
September 27, 2024	Nil
September 20, 2023	To alter and adopt Memorandum of Association as per Companies Act, 2013To alter and adopt Articles of Association as per Companies Act,2013.To Approve Related Party Transactions
September 30, 2022	NIL

Extra-ordinary General Meeting

No Extra-ordinary General Meeting (EGM) was held during the year under review.

Postal Ballot

No postal ballot was held during the year under review.

(c) Special resolutions were put through postal ballot last year.

No special resolutions were necessitated and passed by the shareholders of the company through postal ballot during the year 2024-2025.

8. Means of Communication:

The Board of Directors of the Company approves and takes on record the Unaudited Quarterly Results and Audited Annual Results and submitted the results to the BSE where the shares of the Company are listed in the prescribed format as per the applicable circulars, notifications issued by SEBI from time to time. The same are published within 48 hours in The Financial Express (English daily newspaper) and Andhra Prabha (Telugu daily newspaper) and are also uploaded on the Company's website can be accessed through the web-link <https://www.panyamcements.in>.

All data required to be filed electronically or otherwise pursuant to the SEBI Regulations with the Stock Exchange, such as Annual Report, Quarterly Financial Statements, Shareholding Pattern, Report on Corporate Governance etc are being regularly filed with the Stock Exchange, namely, BSE Limited (www.bseindia.com) through BSE Listing Center and available on their websites.

During the year under review, the Company has not made any presentation to institutional investors or to the analysts. All official releases and other related information are also displayed on the website.

9. General Information for Shareholders:

i) Company registration details	The Company is registered in the State of Andhra Pradesh, India. The Corporate Identity Number (CIN) allotted to the Company by the Ministry of Corporate Affairs (MCA) is L26940AP1955PLC000546.
ii) 69 th Annual General Meeting	
iii) Date and Time	Friday, 31 st October, 2025, at 11.30 a.m IST
iv) Venue (Deemed)	10/156, Betamcherla, Cement Nagar, Nandyal, Andhra Pradesh-5182016.
v) Mode	Video Conferencing
vi) Financial Year	01 st April to 31 st March
vii) Financial calendar	01 st April 2024 to 31 st March, 2025
viii) Financial Reporting Un-audited For the quarter ending June 30, 2025 For the quarter ending Sept 30, 2025 For the quarter ending December 31, 2025 For the quarter ending March 31, 2026 (audited)	14 th August, 2025 14 th November, 2025 14 th February, 2025 30 th May, 2026
ix) Date of Book Closure	Friday 24 th October , 2025 to 31 st October, 2025 (both days inclusive)
x) Dividend payment date	N.A.
xi) Listing on Stock Exchanges	The Company's shares are listed on: BSE Limited, Floor 25, Phiroze Jeejeebhoy Towers Dalal Street, Mumbai - 400 001. Listing fees for Financial Year 2024-25 has been paid.
xii) Suspension of securities from trading: During the year under review, no securities of the Company were suspended from Trading.	

xiii) Registrar and Share Transfer Agents :	M/s. XL Softech Systems Limited 3, Sagar Society, Road No. 2, Banjara Hills, Hyderabad - 500 034. Tel : 040-23545913/ 914/ 915 Fax : 040-23553214 Email : xlfield@gmail.com Website : www.xlsoftech.com
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xiv) Share Transfer System:

99.74% of the shares of the Company are held in electronic form. Transfer of these shares is affected through the depositories with no involvement of the Company. The shareholders may kindly note that in accordance with SEBI Notification dated June 08, 2018, with effect from April 01, 2019, except in case of transmission or transposition of securities, fresh requests for effecting the transfer of securities (shares) are not processed by the Company/Registrar (RTA), if the shares concerned are held in physical form. As regards transmission of shares held in physical form, the documents required for transmission, like original share certificate, death certificate, succession certificate/legal heir certificate can be lodged either with the Company at its Registered Office or with the Company's Registrars and Share Transfer Agents, whose address has been given above.

xv) Distribution of shareholding as on 31st March 2025:

Nominal Value of Shares	No. of Share Holders	Percentage of Share Holders	Shares Amount in Rs.	Percentage of Share Holders %
Up to - 5000	7,684	98.86	1714570	2.14
5001 - 10000	34	0.44	253120	0.32
10001 - 20000	33	0.42	451050	0.56
20001 - 30000	7	0.09	182420	0.21
30001 - 40000	2	0.03	71650	0.09
40001 - 50000	1	0.01	44280	0.06
50001 - 100000	4	0.05	245530	0.31
100001 & above	8	0.10	77251390	96.31
TOTAL	7,773	100.00	8,02,14,010	100.00

Pattern of shareholding as on 31st March 2025.

Category	No. of Shares	% of shareholding
A Promoter's holding		
1 Promoters : Indian Promoters	7620330	95.00
Foreign Promoters	-	-
2 Persons acting in concert	-	-
Sub Total	7620330	95.00

B Non-Promoters holding		
3 Institutional Investors		
A Mutual Funds and UTI	73	0.00
B Banks, Financial Institutions, Insurance companies (Central, State Government Institutions/ Non-Govt Institutions)	2908	0.03
Sub Total	2981	0.03
4 Others		
A Bodies Corporate	9057	0.11
B Indian Public	344082	4.29
C NRIs/OCBs	25145	0.31
D Any Other	19806	0.26
Sub Total	398090	4.97
Grand Total	8021401	100

xvi) Dematerialization of Shares and Liquidity:

The Company's shares are available for Demat with National Securities Depository Limited and Central Depository Services (India) Limited. As per directives issued by SEBI, it is compulsory to trade in the Company's Equity Shares in the dematerialized form with effect from September, 2001. The ISIN number allotted for trading in the Company's Equity Shares in Demat form is INE167E01037 at both the Depositories.

As on 31st March 2025, the total number of shares stood at 80,21,401, of which 80,01,120 equity shares (99.74% of the paid-up equity share capital of the Company) were held in dematerialised form. Out of these, 3,73,813 shares (4.66%) were held through NSDL and 76,27,307 shares (95.09%) through CDSL. The remaining 20,281 equity shares (0.25%) were held in physical form.

xvii) Outstanding GDRs/ ADRs/ Warrants or any convertible instruments, Conversion date and date and likely impact on the Equity: **Not applicable.**

xviii) Commodity price risk or foreign exchange risk and hedging activities: The foreign exchange risk, liquidity risk and market risk are disclosed in the notes to the Financial Statements, which forms part of this Report.

xix) Plant Locations:

Cement Work	10/156, Betamcherla Road, Betamcherla, Cement Nagar, Nandyal- 518206, Andhra Pradesh. Telephone No.: 08516 - 274638 Email ID: pcmil2021@panyamcements.in
Registered Office	10/156, Betamcherla Road, Betamcherla, Cement Nagar, Nandyal- 518206, Andhra Pradesh Telephone No.: 08516-293625 Website: www.panyamcements.in Email ID: pcmil2021@panyamcements.in

xx) Address for Correspondence:

H.No.1-65, 1st Floor, Plot No.539, Road No.11, Kakateeya Hills, Guttala Begumpet Village, Madhapur, Hyderabad-500081, Telangana.

Telephone No.: 040-49544944

Email ID: pcmilcao@panyamcements.in

- xxi)** The Company has obtained credit facility from Canara Bank and obtained credit ratings from Infomerics Valuation and Ratings Pvt. Ltd. during the financial year ended 31st March, 2025 and same were disclosed in the Directors Report.

10. OTHER DISCLOSURES

(a) Disclosure on materially significant related party transactions:

The company has not made any significant related party transactions with its related parties as per Companies Act, 2013 and SEBI Regulations that may have potential conflict with interests of the Company. The policy on dealing with related party transactions disclosed on website of the Company <https://www.panyamcements.in/panyam%20files/Related%20Party%20Transactions%20Policy.pdf>

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

(c) Details of establishment of vigil mechanism / whistle blower policy:

The Company promotes ethical behaviour in all its business activities and has put in place a mechanism for reporting illegal or unethical behaviour. The Company has a Vigil Mechanism and Whistle blower policy under which the employees are free to report violations of applicable laws and regulations and the Code of Conduct. The reportable matters may be disclosed to the Vigilance or Ethics Officer who operates under the supervision of the Audit Committee. Employees may also report to the Chairman of the Audit Committee. It is hereby affirmed that the mechanism provides direct access to the designated Ethics Officer /Chairman of the Audit Committee for exceptional cases. All employees can also directly meet the Audit Committee members of the company. The policy is available on Company website at <https://www.panyamcements.in/panyam%20files/Whistle%20Blower%20Policy-%20updated.pdf>

- (d) The Company has complied with the mandatory requirements of the Listing Regulations. The Company has adopted various non-mandatory requirements as well, as discussed under relevant headings**

- (e) Web link where policy for determining 'material' subsidiaries is disclosed - www.panyamcements.in

- (f) Web link where policy on dealing with related party transactions: **The policy on Related Party Transactions as approved by the Board is uploaded on the Company's website and can be accessed through the web-link - www.panyamcements.in**

- (g) Disclosure of commodity price risks and commodity hedging activities: **During the Financial Year ended March 31, 2025 the Company did not engage in commodity hedging activities**

- (h) Details of utilization of funds raised through preferential allotment: **During the Financial Year ended March 31, 2025, the Company did not raise any funds through preferential allotment or qualified institutions placement as specified under Regulation 32(7A).**
- (i) A certificate from a Company Secretary in practice confirming that none of the Directors on the Board of the company have been debarred or disqualified from being appointed or continuing as Directors of companies by the Board/Ministry of Corporate Affairs or any such statutory authority, is annexed as **Annexure-VII** to this report.
- (j) There have been no instances of non-acceptance of any recommendations of the any Committee by the Board during the Financial Year under review.
- (k) The company has no subsidiaries as on financial year ended 31st March, 2025 and the company has paid a sum of Rs.5,00,000/- to statutory auditors of the Company as total fee for all the services rendered by them during the year under review.
- (l) Disclosures in relation to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013: **During the year from April 01, 2024 to March 31, 2025 the Company has not received any complaint under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.**
 - a. number of complaints filed during the financial year: 0
 - b. number of complaints disposed of during the financial year: 0
 - c. number of complaints pending as on end of the financial year: 0.
- (m) Disclosure by listed entity and its subsidiaries of 'Loans and advances' in the nature of loans to firms/companies in which directors are interested by name and amount: **The disclosures pertaining to 'Loans and advances' in the nature of loans to companies in which directors are interested are given in Note No. 9 of the Financial Statements, which forms part of this Annual Report.**
- (n) **Material Subsidiary Company: In accordance with Regulation 16 of the Listing Regulations, as on March 31, 2025, Company does not have material subsidiary.**

11. NON-COMPLIANCE OF ANY REQUIREMENT OF CORPORATE GOVERNANCE REPORT OF SUB-PARAS MENTIONED ABOVE WITH REASONS THEREOF SHALL BE DISCLOSED

There was no non-compliance of any of the provisions applicable to the Company.

12. NON-MANDATORY REQUIREMENTS / DISCRETION REQUIREMENTS – PART E SCHEDULE II OF LISTING REGULATIONS

Adoption of non-mandatory requirements of the Listing Regulations is being reviewed by the Board from time to time and the Company has complied with the following:

- A. The Chairman of the Company is the Managing Director;
- B. The financial results (including the half-yearly results) were disclosed to BSE and were also placed on the Company's website also detailed under the heading 'Financial Results' in this Report. Hence, the same is not sent to the households of the shareholders of the Company;

- C. The audited financial statements of the Company are unqualified;
- D. The Internal Auditor directly report to the Audit Committee.

13. DISCLOSURES OF THE COMPLIANCE WITH CORPORATE GOVERNANCE REQUIREMENTS

The disclosures of the compliance with Corporate Governance requirements specified in regulations 17 to 27 and clause (b) to clause (i) of sub-regulation (2) of regulation 46 shall be made in the section of Corporate Governance of the Annual Report complied wherever applicable.

i. DISCLOSURE OF ACCOUNTING TREATMENT

The Indian Accounting Standard (Ind-AS) notified under Section 133 of the Companies Act, 2013, read together with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) Amendment Rules, 2016 issued by the Ministry of Corporate Affairs and the applicable Accounting Standards/ Guidance Notes / Announcements issued by the Institute of Chartered Accountants of India as notified from time to time, have been followed in preparation of the financial statements of the company.

ii. DECLARATION ON COMPLIANCE OF CODE OF CONDUCT

As required under Clause D of Schedule V of the SEBI (LODR) Regulation, 2015, the Managing Director of the Company has furnished the requisite Certificates to the Board of Directors affirming that the members of Board of Directors and Senior Management Personnel have affirmed compliance with the Company's code of conduct. The Certificate is annexed herewith as **Annexure-IX**.

iii. Compliance Certificate from Practicing Company Secretaries regarding compliance of Corporate Governance requirements enclosed as Annexure-X.

iv. Demat suspense account disclosures:

S. No.	Particulars	Details
(a)	Aggregate number of shareholders and the outstanding shares as on 01 st April, 2024	886 shareholders and 5,001 outstanding equity shares
(b)	No. of shareholders who approached the Company for transfer of their shares from suspense account	Nil
(c)	No. of shareholders to whom shares were transferred from suspense account	Nil
(d)	Aggregate number of shareholders and the outstanding shares as on 31 st March, 2025	886 shareholders and 5,001 outstanding equity shares

Voting rights on the shares in Demat suspense account shall remain frozen till the rightful owner claims such shares.

v. DISCLOSURE OF CERTAIN TYPES OF AGREEMENTS BINDING LISTED ENTITIES - Not Applicable

FURTHER INFORMATION

(i) Matters related to Capital Markets:

The Company has complied with the requirements of the Stock Exchanges, SEBI and other statutory authorities on all matters relating to capital markets during the last three years. No penalties or strictures have been imposed on the company by any Stock Exchanges or SEBI or any statutory authority, on any matter relating to capital markets, during the last three years.

(ii) Reconciliation of Share Capital Audit:

The Reconciliation of Share Capital Audit is conducted by a Company Secretary in practice to reconcile the total admitted capital with National Securities Depository Limited and Central Depository Services (India) Limited ("Depositories") and the total issued and listed capital. The audit confirms that the total issued/paid-up capital is in agreement with the aggregate of the total number of shares in physical form and the total number of shares in dematerialized form (held with Depositories) and that the requests for dematerialization of shares are processed by the RTA within stipulated period of 21 days and uploaded with the concerned depositories.

(iii) Information on Deviation from Accounting Standards, if any:

There has been no deviation from the Accounting Standards in preparation of annual accounts for the financial year 2024-25.

(iv) CEO/CFO Certification:

The requisite certification from the Managing Director and Chief Financial Officer required to be given under Regulation 17(8) of Listing Regulations was placed before the Board of Directors of the Company.

By Order of the Board of Directors
For **Panyam Cements & Mineral Industries Ltd**

Sd/-	Sd/-
Jagathrakshakan Srinisha	Narayanasamy Elamaram
Managing Director	Director
DIN: 01728749	DIN: 01744259

Place: Chennai
Date: 06-10-2025

**Declaration regarding compliance by
Board Members and Senior Management Personnel
with the Company's Code of Conduct**

This is to confirm that the Company has adopted a Code of Conduct for its employees including the Managing Director. In addition, the company has adopted a Code of Conduct for its Non-Executive Directors and Independent Directors. These Codes are available on the company's website. I confirm that the company has in respect of the year ended March 31, 2025, received from the Senior Management Team of the Company and the Members of the Board, a declaration of compliance with the Code of Conduct as applicable to them. For the purpose of this declaration, Senior Management Team means the Chief Financial Officer, employees and the Company Secretary as on March 31, 2025.

Place: Chennai
Date: 06-10-2025

Sd/-
Jagathrakshakan Srinisha
Managing Director
DIN: 01728749

Sd/-
Narayanasamy Elamaran
Director
DIN: 01744259

Certification by Managing Director and Director to the Board

We, Jagathrakshankan Srinisha, Managing Director and Narayanasamy Elmaran, Director of Panyam Cements & Mineral Industries Limited, certify that:

1. We have reviewed the financial statements and the cash flow statement for the year and that to the best of our knowledge and belief:
 - a) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 - b) these statements together present a true and fair view of the state of affairs of the company and are in compliance with existing accounting standards, applicable laws and regulations.
2. There are, to the best of our knowledge and belief, no transactions entered into by the company during the year which are fraudulent, illegal or violative of the company's code of conduct.
3. We accept overall responsibility for establishing and maintaining internal control for financial reporting. This is monitored by the internal audit function, which encompasses the examination and evaluation of the adequacy and effectiveness, of internal control. The internal auditor works with all levels of management and statutory auditors and reports significant issues to the audit committee of the Board. The auditors and audit committee are appraised of any corrective action taken with regard to significant deficiencies in the design or operation of internal controls.
4. We indicate to the auditors and to the audit committee:
 - a) Significant changes in internal control over financial reporting during the year;
 - b) Significant changes in accounting policies during the year; and that the same have been disclosed in the notes to the financial statements; and
 - c) Instances of significant fraud of which we have become aware of and which involve management or other employees having significant role in the company's internal control system and financial reporting. However, during the year there was no such instance.

Place: Chennai
Date: 06-10-2025

Sd/-
Jagathrakshakan Srinisha
Managing Director
DIN: 01728749

Sd/-
Narayanasamy Elmaran
Director
DIN: 01744259

MANAGEMENT DISCUSSION AND ANALYSIS:

Industry structure and development:

As per trusted website sources, India is the second-largest cement producer in the world and accounts for over 8% of the global installed capacity.

In the past five fiscal years, the industry has added capacity by 119 Million Tonnes (MT) per annum to reach 600 MT now. Cement demand in India is experiencing a steady increase. The past year witnessed strategic shifts within the cement industry, with environmental consciousness and implementation of sustainable practices. According to ICRA, cement demand is expected to stay strong, with volumes likely to grow by 4–5% to around 445–450 million tonnes in FY25, and the projections for FY2026 volumes expected to increase by 6–7% reaching around 475–480 million MTPA.

As per Crisil Ratings Report, to cash in on rising demand from infrastructure and housing sectors, the cement industry is on course to add capacity by 150–160 MT from FY 2026 to FY 2028.

Major growth drivers for the India cement market include the growing need from construction and infrastructure sectors and rising governmental initiatives and investments in expansive infrastructure ventures encompassing highways, railways, airports, and public edifices. Positive real estate trends drive construction demand, influenced by a growing population's need for housing, education, and healthcare infrastructure. Investments from international players, including Lafarge-Holcim, Heidelberg Cement, and Vicat, and abundant raw materials, such as limestone and coal, fortify India's position as a thriving hub for cement production. The surge in industrialization and commercial construction, along with the implementation of Gati Shakti (National Master Plan), will further boost the demand for cement in the future.

In 2024, the market size of India's cement industry reached 4.4 billion tonnes and is expected to touch 8.22 billion tonnes by 2032, exhibiting a CAGR of 3.3% during 2025–32. As India has a high quantity and quality of limestone deposits throughout the country, the cement industry promises huge potential for growth. India has a total of 210 large cement plants, of which 77 are in Andhra Pradesh, Rajasthan, and Tamil Nadu. Nearly 32% of India's cement production capacity is based in South India, 20% in North India, 13% in central, 15% in West India, and the remaining 20% is based in East India. India's cement production reached 426.29 million tonnes in FY24, a growth rate of 3.3% year-on-year (yoy).

Opportunity and threats:

The expanding operations of industries have led to a significant increase in the requirement for modern, well-equipped industrial facilities. Furthermore, the presence of multinational corporations and the growth of domestic businesses have reinforced the demand for commercial spaces. These spaces encompass various purposes, including corporate offices and retail outlets, and the necessity for well-planned and highly functional structures has grown substantially. This demand is not limited to metropolitan areas but has extended to smaller cities and towns, where there is a notable surge in commercial and industrial activities. Cement, serving as the fundamental construction material, plays a pivotal role in these undertakings. Industrial facilities rely on cement for their robust flooring, structural components, and machinery foundations, while commercial spaces value cement for its

durability and adaptability to a variety of architectural designs. Our cement plant being strategically located with high quality limestone mines proximate to the plant, can cater to the neighboring States – Karnataka, Telangana, Tamil Nadu, Goa and Kerala thereby expanding the market footprint.

Strict regulations pertaining to carbon emissions from cement manufacturing plants and compliance with these regulations often necessitates substantial investments in cleaner and more efficient technologies, resulting in increased production costs. The fluctuating commodity prices, particularly for key inputs like energy and raw materials; Changes in government regulations and policies, Competitive pricing constraints and Negative perceptions of the previous operation of the plant under erstwhile management may impact public relations are possible threats of the Company.

The management is dedicating its best efforts to elevate the company and the industry to their highest potential.

Performance:

During the year under review, the performance of cement plant was mentioned in the Director's Report under state of company affairs, where 248,000 Tonnes of Limestone has been mined from the quarries, heated and processed to make a total production of 1,80,511 Tonnes of Clinker and performed grinding to make a production of 2,26,992 Tonnes of Cement, wherein, the company has sold/dispatched 7,726 Tonnes of Clinker and 2,31,124 Tonnes of Cement and this includes 1,03,041 Tonnes of OPC Cement; 71,904 Tonnes of OPC Bulk; 56,179 Tonnes of PPC Cement.

Outlook:

In 2025 India's economic landscape appears stable and on an upward trajectory. Positive trends are anticipated in various sectors, notably in services and manufacturing, particularly in education, healthcare, IT, and industries under the Production-Linked Incentive (PLI) scheme. These favourable developments are expected to benefit the real estate sector. The strong momentum in manufacturing, coupled with urban spending surpassing rural demand and increased investments positions the country on a promising growth path.

Risks and concerns

The company is operating in a rapidly changing environment and the Company must identify such risks and measure impact of such changes on business operations. Concerns of the Indian Cement Industry are high cost of power and coal, freight costs, inadequate infrastructure, non-availability of wagons and poor quality of coal and heavy taxes/royalty levies. The Operations of Cement companies in Telangana and Andhra Pradesh suffer due to availability of Coal & Fuel at higher prices resulting lower realizations.

Concerns of the Cement division are high cost of Power and Coal, high freight cost, inadequate infrastructure, non-availability of Wagons, and poor quality of coal and heavy taxes/royalty levies and heavy finance cost as the cements industry is the capital intensive industry. The Operations of Cement companies in Telangana and Andhra Pradesh suffer due to availability of Coal, Fuel, lower realizations and lower demand in the state.

Increase in the costs of raw material, power and fuel due to inflation or global price trends may impact profitability. The Company is employing various means to reduce the impact of rising costs through better fuel sourcing, dynamic fuel mix capabilities to capitalize on changing trends in price and the use of alternative fuels. Focus on achieving better operating

efficiencies and reducing coal and power consumption continues as a way of life. The Company continues to evaluate and assess long term strategic solutions from waste heat recovery systems to solar energy, from alternate fuel to alternate sources, etc. to manage costs in the medium and long term.

In addition to conventional risks, the cement sector is under increasing scrutiny for ESG compliance, carbon intensity reduction, and green cement adoption. The Company is proactively exploring opportunities in blended cement, renewable energy sourcing, and digital process optimization to mitigate these risks and remain future ready. This initiative is subject to company's financial performance will be substantially improved with positive economic growth coupled with market growth.

Internal control systems and their adequacy:

The Company is following a proper and adequate system of internal controls in respect of all its activities including safeguarding and protecting its assets.

The internal control systems of the company comprise of internal audit, cost audit and statutory audit. The work of all the audits have been assigned to reputed, external, independent and qualified people.

The Audit Committee comprising of independent directors will review all quarterly, half yearly and annual financial statements.

Segment-Wise Performance Together with Discussion on Financial Performance With Respect To Operational Performance:

Segment-wise (only one segment) performance together with discussion on financial performance with respect to operational performance has been dealt with in the Directors' Report which should be treated as forming part of this Management Discussion and Analysis.

Human resources and industrial relations:

The industrial relations at all the plant and offices continue to be cordial during the year under review. The total number of employees of the Company (on-rolls and off-rolls) as at the end of the financial year 2024-25 is 435 at Cement Division and Central Administrative Office.

Details of significant changes:

S. No.	Particulars	2024-25	2023-24
(i)	Debtors Turnover	26.78	52.76
(ii)	Inventory Turnover	2.65	6.76
(iii)	Interest Coverage Ratio	(0.28)	(0.25)
(iv)	Current Ratio	0.53	0.47
(v)	Debt Equity Ratio	(1.73)	(2.06)
(vi)	Operating Profit Margin	(0.64)	(0.36)
(vii)	Net Profit Margin	(1.07)	(0.46)
(viii)	Return on Capital Employed	(47.94)	(23.04)

The Company was significantly more operational during the year under review compared to the previous year, as clinker production was done in-house rather than being purchased

from external sources. Unlike last year, when no loans were obtained and no interest was paid, the Company availed loans from Canara Bank during the year under review, resulting in an increase in the interest ratio.

Accordingly, the above ratios have differed.

Cautionary Statement:

Statements in the Management Discussion and Analysis Report describing the Company's objectives, expectations or predictions may be forward looking within the meaning of applicable securities laws and regulations. Actual results may differ materially from those expressed in the statement. Important factors that could influence the Company's operations include global and domestic supply and demand conditions affecting selling prices of finished goods, input availability and prices, changes in government policies and regulations, tax laws, economic developments within the country and other factors such as litigation and industrial relations. The company undertakes no obligation to publicly update or revise any forward-looking statements, whether as a result of new information, future events or otherwise. Readers are cautioned not to place undue reliance on these forward-looking statements that speaks only as of their dates.

By Order of the Board of Directors
For **Panyam Cements & Mineral Industries Ltd**

Place: Chennai
Date: 06-10-2025

Sd/-
Jagathrakshakan Srinisha
Managing Director
DIN: 01728749

Sd/-
Narayanasamy Elamaran
Director
DIN: 01744259

Certificate of Non-Disqualification of Directors

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

To,
The Members of
Panyam Cements and Mineral Industries Limited,
10/156, Betamcherla Road, Betamcherla,
Cement Nagar, Nandyal, Andhra Pradesh - 518206.

We have examined the available documents and disclosures received from the Directors of **Panyam Cements and Mineral Industries Limited** [CIN:L26940AP1955PLC000546] and having registered office at 10/156, Betamcherla Road, Betamcherla, Cement Nagar, Nandyal, Andhra Pradesh - 518206 (hereinafter referred to as 'the Company'), produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to us by the Company & its 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.

Sl. No.	Name of Director	DIN	Date of appointment in Company
01	Mrs.Jagathrakshakan Srinisha	01728749	25-04-2022
02	Narayanasamy Elamaran	01744259	20-12-2022
03	Ramachandran Balachandran	01648200	20-12-2022
04	Vasudevan Raghavan	02745060	20-12-2022

Asuri Ramesh Sholinghur [DIN: 07586413] was resigned on

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

For **B S S & Associates**
Company Secretaries

Sd/-
S.Srikanth
Partner

ACS:22119; CoP:7999
UDIN: A022119G001174380
Peer Review No.6513/2025

Place: Hyderabad
Date: 05.09.2025

**CERTIFICATE PURSUANT TO REGULATION 17(8) OF SEBI (LODR)
REGULATION, 2015**

Dear Shareholders,

We, Srinisha Jagathrakshakan, Managing Director and Narayanasamy Elamaran, Director of M/s. Panyam Cements & Mineral Industries Limited do hereby certify that:-

- a) We have reviewed the Financial Statement and the Cash Flow Statement for the financial year ended 31st March, 2025 and that to the best of our knowledge and belief:
 - i) These statements do not contain any material untrue statement or omit any material fact or contain statements that might be misleading;
 - ii) These statements together present a true and fair view of the company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- b) There are, to the best of our knowledge and belief, no transactions entered into by the company during the period, which are fraudulent, illegal and violative of the Company's code of conduct.
- c) We are responsible for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of the internal control systems of the company pertaining to financial reporting and we have disclosed to the auditors and the Audit Committee, deficiencies in the design and operation of internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.
- d) We have indicated to the Auditors and Audit Committee that:
 - i) There have been no significant changes in internal control over financial reporting during the year;
 - ii) There have been no significant changes in accounting policies during the year; and
 - iii) There have been no instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the company's internal control system over financial reporting.

Place: Chennai
Date: 06-10-2025

Sd/-
Jagathrakshakan Srinisha
Managing Director
DIN: 01728749

Sd/-
Narayanasamy Elamaran
Director
DIN: 01744259

**DECLARATION REGARDING COMPLIANCE BY BOARD MEMBERS AND
SENIOR MANAGEMENT PERSONNEL WITH COMPANY'S CODE OF CONDUCT**

To,

The Members,
Panyam Cements and Mineral Industries Limited,
10/156, Betamcherla, Cement Nagar,
Nandyal, Andhra Pradesh – 518 206.

I Srinisha Jagathrakshakan, Managing Director of the Company hereby certify that the Code of Conduct for Board of Directors and Senior Management of the Company ("the Code") as adopted by the management is available on website of the Company at www.panyamcements.in

Pursuant to Clause D of Schedule V of the SEBI (LODR) Regulations, 2015, I hereby declare that all the Board Members and Senior Management Personnel have affirmed compliance with the Code for the financial year ended 31st March, 2025.

For and on behalf of the Board of Directors
Panyam Cements and Mineral Industries Limited

Sd/-
Srinisha Jagathrakshakan
Managing Director
DIN: 01728749

Place: Chennai
Date: 06-10-2025

Certificate on Corporate Governance

To,

The Members,
Panyam Cements and Mineral Industries Limited,
10/156, Betamcherla Road, Betamcherla,
Cement Nagar, Nandyal, Andhra Pradesh - 518206.

1. We have examined the compliance of the conditions of Corporate Governance by **Panyam Cements and Mineral Industries Limited** [CIN:L26940AP1955PLC000546] (the 'Company') for the financial year ended on March 31, 2025, as stipulated under Regulations 17 to 27, clauses (b) to (i) and (t) of sub-regulation (2) of Regulation 46 and Paras C, D and E of Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the 'SEBI Listing Regulations').

Management's responsibility

2. The compliance of the conditions of Corporate Governance is the responsibility of the management of the Company. This responsibility includes the design, implementation and maintenance of internal control and procedures to ensure the compliance with the conditions of the Corporate Governance stipulated in the SEBI Listing Regulations.

Our responsibility

3. Pursuant to the requirements of the SEBI Listing Regulations, our responsibility is limited to examining the procedures and implementations thereof, adopted by the Company and express a reasonable assurance in the form of an opinion as to whether the Company has complied with the conditions of Corporate Governance as stated in paragraph 1 above.

Opinion

4. Based on our examination of the relevant records and according to the information and explanations provided to us and the representations provided by the management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in Regulations 17 to 27, clauses (b) to (i) and (t) of sub-regulation (2) of Regulation 46 and Paras C, D and E of Schedule V of the SEBI Listing Regulations, as applicable for the financial year ended on March 31, 2025.

Other matters and restriction on use

5. This report is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company
6. This report is addressed to and provided to the members of the Company solely for the purpose of enabling to comply with its obligations under the SEBI Listing Regulations with reference to compliance with the relevant regulations of Corporate Governance and should not be used by any other person or for any other purpose. Accordingly, we do not accept or assume any liability or any duty of care or for any other purpose or to any other party to whom it is shown or into whose hands it may come. We have no responsibility to update this report for events and circumstances occurring after the date of this report.

For **B S S & Associates**
Company Secretaries

Sd/-
S.Srikanth
Partner

ACS:22119; CoP:7999

UDIN: A022119G001174402

Peer Review Cert.No.6513/2025

Place: Hyderabad
Date: 05.09.2025

INDEPENDENT AUDITOR'S REPORT

To
The Members,
Panyam Cements and Mineral Industries Limited

Report on the Audit of Financial Statements

Opinion

We have audited the accompanying financial statements of **PANYAM CEMENTS AND MINERAL INDUSTRIES LIMITED** ("the company"), which comprise the Balance Sheet as at March 31, 2025, the Statement of Profit and Loss (including other comprehensive income), the Statement of Cash Flows and the Statement of Changes in Equity for the year then ended, and a summary of the material accounting policies and other explanatory information (herein after referred to as "the financial statements")

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

Basis for Opinion

We conducted our audit of the financial statements in accordance with the Standards on Auditing (SAs) specified under Section 143(10) of the Act. Our responsibilities under those standards are further described in the Auditors responsibility for the Audit of Financial Statements section of our report. We are independent of the company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the ethical requirements that are relevant to our audit of financial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the financial statements.

Emphasis of Matter -

We draw attention to Note 1.2.B.1 of the financial statements wherein it is explained the reasons for preparing the accounts on going concern basis despite negative networth, excess of current liabilities over current assets and incurring cash losses. Our opinion is not modified in this regard.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined that there are no key audit matters to communicate in our report.

Other Information

The Company's Management and Board of Directors are responsible for the other information. The other information comprises the information included in the Company's annual report, but does not include the financial statements and our auditor's report thereon.

Our opinion on the 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 financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements, or our knowledge obtained in the audit or otherwise appears to be materially misstated.

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 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 financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India, including the accounting Standards specified under section 133 of the Act.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the Board of Director 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 the Board of Directors 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 Financial Statement

Our objectives are to obtain reasonable assurance about whether the 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 Ind AS 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 financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by 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 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 financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the 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.
2. As required by section 143(3) of the Act, based on our audit we report that:
 - a) we have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;
 - b) in our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books except for the matters stated in para h) (vi) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014
 - 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 Flow dealt with by this report are in agreement with the books of account;
 - d) in our opinion, the aforesaid financial statements comply with the Indian Accounting Standards prescribed under section 133 of the Act;
 - e) on the basis of the written representations received from the directors of the Company as on 31st March, 2025 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2025 from being appointed as a director in terms of Section 164(2) of the Act;
 - f) with respect to the adequacy of the internal financial controls with reference to financial statements of the Company and the operating effectiveness of such controls, refer to our separate report in "Annexure B". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls with reference to financial statements;
 - g) with respect to the other matters to be included in the Auditor's report in accordance with the requirements of section 197(16) of the Act, as amended: no remuneration was paid by the Company to its directors during the year;
 - h) with respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us:
 - i. the Company has disclosed pending litigations by way of a note in the Contingent Liabilities in its financial statements - Refer Note 33 on Contingent liabilities to the Ind AS financial statements;
 - ii. the Company did not have any long-term contracts including derivative

- contracts; as such there were no material foreseeable losses thereon;
- iii. there are no amounts which are required to be transferred to the Investor Education and Protection Fund; therefore, delay in transferring such sums does not arise;
- iv. a) the management has represented 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(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
- b) the management has represented that, to the best of its knowledge and belief, no funds 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; and
- c) based on such audit procedures that were considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (a) and (b) contain any material misstatement;
- v) no dividend has been declared or paid during the year by the Company.
- vi) based on our examination and as explained to us which included test checks, the Company has used accounting software for maintaining its books of account for the financial year ended March 31, 2025 which has no feature of recording audit trail (edit log) facility.

for **K.S. RAO & Co.,**
Chartered Accountants
Firm's Regn.No.003109S

(C.VENKATESWARA RAO)
Partner
Membership no: 219844
UDIN:25219844BMOHLP1432

Place : Hyderabad
Date : 06-10-2025

ANNEXURE "A" TO THE INDEPENDENT AUDITORS' REPORT

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

Statement on the matters specified in the Companies (Auditor's Report) Order, 2020

On the basis of such checks as we considered appropriate and according to the information and explanation given to us during the course of our audit, we report that

- i) in respect of the Company's property, plant and equipment:
 - a) (A) the Company has maintained proper records showing full particulars, including quantitative details and situation of property, plant and equipment and relevant details of right-of-use assets.
 - (B) the Company has maintained proper records showing full particulars of Intangible assets.
 - b) the Company has a program of verification to cover all the items of property, plant and equipment in a phased manner which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the program, certain property, plant and equipment were physically verified by the management during the year. According to the information and explanations given to us, no material discrepancies were noticed on such verification;
 - c) on the basis of our examination of the records of the Company, the title deeds of all immovable properties are held in the name of the Company.
 - d) on the basis of our examination of the records of the Company, the Company has not revalued its Property, Plant and Equipment during the year;
 - e) on the basis of our examination of the records of the Company, there are no proceedings initiated or pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder;
- ii) in respect of Company's inventory:
 - a) the management has conducted physical verification of inventory at reasonable intervals during the year. In our opinion, the coverage and the procedure of such verification by the management is appropriate. Discrepancy of 10% or more were not noticed on such physical verification. There are no inventories lying with third parties as at year-end;
 - b) the company has been sanctioned working capital limit in excess of five crore rupees from a Nationalised Bank on the basis of security of Current assets. The statements filed by the company with Bank for the March quarter 2025 were made available for our verification and they are in agreement with books of accounts and for other quarters the statements were not produced for our verification.

- iii) during the year the Company has not made any investment in, provided guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured , to companies, firms, Limited Liability Partnerships or any other parties . Accordingly, the requirement to report on Para 3(iii)(a) to (f) of the Order is not applicable to the Company.
- iv) in view of our comment in the sub para (iii) above compliance with the provisions of Sections 185 and 186 of the Act does not arise;
- v) the Company has not accepted deposits from public during the year and does not have any unclaimed deposits as at 31st March, 2025 and therefore, the provisions of the Para 3 (v) of the Order are not applicable to the Company;
- vi) We examined the Cost records maintained by the company and we are of the opinion that prima facie the records maintained by the company are not adequate.
- vii) according to the information and explanations given to us, in respect of statutory dues:
 - a. the Company has generally been regular in depositing undisputed statutory dues, including Goods and Services Tax (GST), Provident Fund, Employees' State Insurance, Income-tax, sales tax , service tax Customs Duty, Excise duty Cess and other material statutory dues as applicable, with the appropriate authorities;
 - b. there were no undisputed amounts payable in respect of Provident Fund, Employees' State Insurance, Income-tax, Goods and Service Tax (GST), Customs Duty, Cess and other material statutory dues in arrears as at 31st March, 2025 for a period of more than six months from the date they became payable;
 - c. there were no disputes as at 31.03.2025 to the extent of depositing the current year dues. However PF Authorities, Electricity Board and Excise Duty Authorities have approached NCLAT (National Company Law Appellate Tribunal) claiming the amounts as mentioned below pertaining to earlier years owed by the erstwhile Management and the company has shown as Contingent Liability as on 31.03.2025

Name of the Statute	Nature of dues	Period to which amount relates	Amount (Rs. in lakhs)	Forum where dispute is pending
Employees Provident Fund and Miscellaneous Provisions Act, 1952	PF delay charges/ damages for belated payments	1999-2020	526.76	NCLAT, Chennai
The Electricity Act, 2003	Dues to APSPDCL	2017-2019	4,916.12	Supreme Court See note below*
Central excise, Service Tax	Dues due to Central Excise, Service Tax	2017-2020	3,122.21	NCLAT, Chennai
Securities & Exchange Board of India	Penalties for non-compliance	2017-2019	14.00	Supreme Court See note below**
The Building and Other Construction Workers Act, 1966	Cess on Building construction	2016-2017	46.92	AP High Court

Note*:

* NCLAT, Chennai has dismissed the appeal filed by AP Southern Power Department challenging the Resolution Plan, The same was later challenged at Supreme Court during the year under review.

** SAT decided the case in favour of company, but SEBI filed an appeal in Supreme Court of India against SAT order.

- viii) the Company has not surrendered or disclosed any transaction, previously unrecorded in the books of account, in the tax assessments under the Income Tax Act, 1961 as income during the year. Accordingly, the requirement to report on Para 3(viii) of the Order is not applicable to the Company;
- ix)
 - a) the Company has been taken over by the new management through NCLT Order and the new management has not defaulted in repayment of loans and borrowing or in the payment of interest.
 - b) the Company is not declared as a wilful defaulter by any bank, financial institution or other lenders;
 - c) during the year under report the company has availed the term loans and applied for the purpose for which they are obtained;
 - d) we are of the opinion that funds borrowed for Short term basis are not utilised for long term purposes
 - e) the Company does not have subsidiaries, joint ventures. Hence reporting under Clauses 3(ix) (e) and (f) is not applicable;
- x)
 - (a) the Company did not raise moneys by way of initial public offer or further public offer during the year(including debt instruments). Hence reporting under Clauses 3(x) (a) is not applicable;
 - (b) the Company has not made preferential allotment during the year). Hence reporting under Clauses 3(x) (b) is not applicable;
- xi)
 - (a) based on examination of the books and records of the Company, considering the principles of materiality outlined in Standards on Auditing, we report that no fraud by the Company or on the Company has been noticed or reported during the course of the audit;
 - (b) no report under sub-section (12) of Section 143 of the Companies Act, 2013 has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 during the year and up to the date of this Report with the Central Government;
 - (c) no whistle blower complaints received by the Company during the year;
- xii) the Company is not a Nidhi Company. Accordingly, clause 3(xii) of the Order is not applicable;
- xiii) transactions with the related parties are in compliance with sections 177 and 188 of the Act where applicable and the details have been disclosed in the notes to the Financial Statements, as required by the applicable accounting standards;

- xiv) (a) the Company has an internal audit system, in our opinion, which needs to be strengthened;
- (b) the reports of the Internal Auditor for the period under audit were considered by us.
- xv) during the year the Company has not entered into any non-cash transactions with its directors or persons connected with its directors . Accordingly, the requirement to report on clause 3(xv) of the Order is not applicable;
- xvi) a) the Company is not required to register under section 45-IA of the Reserve Bank of India Act, 1934 ;
- b) the Company has not conducted any Non-Banking Financial or Housing Finance activities without obtaining a valid Certificate of Registration (CoR) from the Reserve Bank of India as per the Reserve Bank of India Act, 1934;
- c) the Company is not a Core Investment Company as defined in the regulations made by Reserve Bank of India;
- d) the Company does not have any Core investment Company as a part of its group of Companies;
- xvii) the Company had incurred cash loss of Rs. 38.96 crore in the immediately preceding financial year and during the year and amount of Rs 58.19 crore incurred cash losses ;
- xviii) there has been no resignation of the statutory auditors during the year. Accordingly, the requirement of reporting on clause 3(xviii) of the Order is not applicable.
- xix) According to the information and explanations given to us and based on our audit procedures, we draw attention to Note 45 of the financial statements, which indicates that the Company has incurred losses during the year and has reported negative working capital as at the balance sheet date. These conditions, along with other matters as set forth in the said note, indicate the existence of a material uncertainty that may cast significant doubt on the Company's ability to continue as a going concern. Our audit opinion is not modified in respect of this matter. Accordingly, we report that there is a material uncertainty on the Company's ability to meet its liabilities as they fall due within a period of one year from the balance sheet date.
- xx) in our opinion and according to the information and explanations given to us, the company is not obligated to spend the amount under CSR Obligations as per section 135 of the Companies Act, 2013. Accordingly, Para 3(xx)(a) & (b) of the Order is not applicable;

for **K.S. RAO & Co.,**
Chartered Accountants
Firm's Regn.No.003109S

(C.VENKATESWARA RAO)
Partner
Membership no: 219844
UDIN:25219844BMOHLP1432

Place : Hyderabad
Date : 06-10-2025

ANNEXURE "B" TO THE INDEPENDENT AUDITORS' REPORT

(Referred to in paragraph 1(f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

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

We have audited the internal financial controls over financial statements of Panyam Cements and Mineral Industries Ltd ("the Company") as of 31st March, 2025 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Management and Board of Directors of the Company is responsible for establishing and maintaining internal financial controls based on the internal control with reference to financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India. 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, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditor's Responsibility

Our responsibility is to express an opinion on the internal financial controls with reference to financial reporting of the Company based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements was established and maintained and if such controls operated effectively in all material respects.

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

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

Meaning of Internal Financial Controls Over Financial Statements

A company's internal financial control with reference to financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control with reference to 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 Ind AS financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Limitations of Internal Financial Controls with reference to Financial Statements

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

Opinion

In our opinion, to the best of our information and according to the explanations given to us, It is informed by the Company that it is in the process of establishing and documenting internal financial controls with reference to financial statements. For the year under report, we relied upon the manual controls adopted by the Management In our opinion these controls are to be strengthened.

for **K.S. RAO & Co.,**
Chartered Accountants
Firm's Regn.No.003109S

(C.VENKATESWARA RAO)
Partner
Membership no: 219844
UDIN:25219844BMOHLP1432

Place : Hyderabad
Date : 06-10-2025

Panyam Cements and Mineral Industries Limited

Balance Sheet as at 31st March, 2025

All amounts are rupees in lakhs

Particulars	Note	As at March 31, 2025	As at March 31, 2024
I ASSETS			
1 Non-current assets			
(a) Property, Plant and Equipment	2	14,826.35	11,731.15
(b) Capital work-in-progress	3	-	1,643.41
(c) Other Intangible Assets	2	12.25	14.00
(d) Financial Assets			
(i) Investments	4	7.43	8.60
(ii) Other financial assets	5	844.30	1,332.08
(e) Differed tax assets (net)		-	-
(f) Other non-current assets	6	139.16	3,105.58
Total Non-current assets		15,829.49	17,834.82
2 Current assets			
(a) Inventories	7	4,149.77	1,880.43
(b) Financial Assets			
(i) Trade receivables	8	305.87	317.94
(ii) Cash and cash equivalents	9	9.08	13.02
(iii) Other financial assets	10	93.52	22.48
(c) Current tax assets (net)	11	38.34	23.85
(d) Other current assets	12	941.47	579.08
Total Current assets		5,538.05	2,836.80
TOTAL ASSETS		21,367.54	20,671.62
II EQUITY AND LIABILITIES			
1 Equity			
(a) Equity Share Capital	13	802.14	802.14
(b) Other Equity	14	(23,532.75)	(17,727.48)
		(22,730.61)	(16,925.34)
2 Non-current liabilities			
(a) Financial Liabilities			
(i) Borrowings	15	33,446.68	31,410.84
(ia) Lease liabilities	16	-	2.76
(b) Provisions	17	128.78	101.59
(c) Differed tax liabilities (net)		-	-
		33,575.46	31,515.19
3 Current liabilities			
(a) Financial Liabilities			
(i) Borrowings	18	5,879.19	3,501.06
(ia) Lease liabilities	19	2.76	19.69
(ii) Trade payables			
(A) total outstanding dues of micro enterprises and small enterprises; and	20	3,080.30	35.51
(B) total outstanding dues of creditors other than micro enterprises and small enterprises.	20	664.14	1,124.34
(iii) Other financial liabilities	21	365.24	301.14
(b) Other current liabilities	22	524.30	1,095.27
(c) Provisions	23	6.76	4.76
(d) Current tax liabilities (net)		-	-
		10,522.69	6,081.78
TOTAL EQUITY & LIABILITIES		21,367.54	20,671.62

As per our attached report of even date

For and on behalf of the Board

For K S Rao & Co

M/s Panyam Cements & Mineral Industries Limited

Chartered Accountants

Firm's Regn No.0031095

Sd/-

Sd/-

Dr. Srinisha Jagathrakshakan Narayanasamy Elamaram

Managing Director

Director

DIN: 01728749

DIN: 01744259

Sd/-

CA C. Venkateswara Rao

Partner

Membership No.219844

Place: Chennai

Date: October 06, 2025

Panyam Cements and Mineral Industries Limited

Statement of Profit and Loss for the Year ended 31st March, 2025

All amounts are rupees in lakhs except EPS

Particulars	Note	For the year ended 31 st March, 2025	For the year ended 31 st March, 2024
I Revenue from Operations	24	8,352.21	12,011.70
II Other income	25	961.53	1,441.62
III Total Income (I + II)		9,313.74	13,453.32
IV Expenses:			
(a) Cost of material consumed	26	1,384.83	2,365.79
(b) Purchases of Stock-in-Trade		-	-
(c) Changes in inventories of finished goods, Stock-in-Trade and work-in-progress	27	1,044.62	(1,026.54)
(d) Employee benefit expense	28	945.63	908.11
(e) Finance costs	29	3,717.09	2,140.07
(f) Depreciation and amortization expenses	2	1,805.62	1,621.25
(g) Power and fuel expenses	30	5,548.11	8,670.92
(h) Other Expenses	31	3,786.76	4,275.34
		18,232.66	18,954.95
V Profit/ (loss) before exceptional items and tax (I-IV)		(8,918.91)	(5,501.63)
VI Exceptional Items			
VII Profit/ (loss) before tax (V-VI)		(8,918.91)	(5,501.63)
VIII Tax expense:			
(1) Current tax		-	-
(2) Deferred tax		-	-
		-	-
IX Profit/ (loss) for the period (VII-VIII)		(8,918.91)	(5,501.63)
X Other Comprehensive income			
A (i) Items that will not be reclassified to profits or loss		(2.88)	3.10
(ii) Income tax relating to items that will not be reclassified to profits or loss		-	-
B (i) Items that will be reclassified to profits or loss		-	-
(ii) Income tax relating to items that will be reclassified to profits or loss		-	-
		(2.88)	3.10
XI Total Comprehensive income for the period (IX + X)		(8,921.79)	(5,498.53)
XII Earnings per share			
(1) Basic		(111.19)	(68.59)
(2) Diluted		(111.19)	(68.59)

As per our attached report of even date

For K S Rao & Co

Chartered Accountants

Firm's Regn No.003109S

For and on behalf of the Board

M/s Panyam Cements & Mineral Industries Limited

Sd/-

Dr. Srinisha Jagathrakshakan

Managing Director

DIN: 01728749

Sd/-

Narayanasamy Elamaram

Director

DIN: 01744259

Sd/-

CA C. Venkateswara Rao

Partner

Membership No.219844

Place: Chennai

Date: October 06, 2025

Panyam Cements and Mineral Industries Limited

Statement of cash flows for the year ended March 31, 2025

All amounts are rupees in lakhs

Particulars		For the year ended March 31, 2025		For the year ended March 31, 2024	
A	Cash flow from operating activities				
	Profit / (Loss) before tax		(8,918.91)		(5,501.63)
	Adjustments for				
	Depreciation and amortisation expense	1,805.62		1,621.25	
	Finance costs	3,688.31		755.62	
	Interest income	(78.43)		25.06	
	Receivables written off	6.33		8.88	
	Finance cost on Lease Liability	1.77		3.63	
	Credit balances written back	(0.72)		(10.79)	
	Deferred income on financial instruments	(859.61)		(0.58)	
	Profit on sale of asset	(0.39)	4,562.88	-	2,403.08
	Operating profit / (Loss) before working capital changes		(4,356.03)		(3,098.55)
	Changes in working capital				
	Adjustments for (increase)/decrease in operating assets:				
	Trade receivables	5.74		(189.46)	
	Inventories	847.19		(800.27)	
	Other financial assets includes increase in electricity deposit	728.61		(293.95)	
	Other current assets	(406.27)	1,175.27	1,254.12	(29.56)
	Adjustments for increase/(decrease) in operating liabilities:				
	Trade payables	2,585.31		(1,778.74)	
	Other financial liabilities	64.10		115.62	
	Provisions	27.47		94.61	
	Other current liabilities	(570.98)	2,105.90	859.76	(708.75)
	Cash generated from operating activities		(1,074.87)		(3,836.86)
	Less: Income tax paid		(14.49)		(11.44)
	Net cash generated from operating activities		(1,089.36)		(3,848.30)
B	Cash flow from investing activities				
	Capital expenditure on property, plant and equipment including capital advances	(246.07)		(7,156.96)	
	Sale of Asset	1.11		-	
	Deposits not considered as cash and cash equivalents	-		-	
	- Placed	(242.05)		(720.50)	
	- Matured	789.80		438.70	
	Interest	78.43		(25.06)	
	Net cash used in investing activities		381.21		(7,463.82)
C	Cash flow from financing activities				
	Proceeds from allotment of equity shares	-		-	
	Proceeds from non-current borrowings	10.66		9,910.84	
	Proceeds from Cash credit	1,686.13		1,501.06	
	Proceeds from Intercompany deposit	2,717.18		2,950.00	
	Repayment of Intercompany deposit	-		(2,500.00)	
	Finance costs	(3,688.31)		(755.62)	
	Lease Payments	(21.46)		(23.83)	
	Net cash generated from / (used in) financing activities		704.20		11,082.44

Net (decrease)/ increase in cash and cash equivalent (A + B + C)		(3.95)		(229.68)
Cash and cash equivalent at the beginning of the year		13.03		242.71
Cash and cash equivalent at the end of the year (Refer Note 8)		9.08		13.03
Note:				
Cash and cash equivalents comprises :				
Cash on hand		0.22		0.37
Balances with banks		8.86		12.65
Cash and cash equivalents (Refer Note 8)		9.08		13.02

As per our attached report of even date

For K S Rao & Co

Chartered Accountants

Firm's Regn No.003109S

Sd/-

CA C. Venkateswara Rao

Partner

Membership No.219844

Place: Chennai

Date: October 06, 2025

For and on behalf of the Board

M/s Panyam Cements & Mineral Industries Limited

Sd/-

Dr. Srinisha Jagathrakshakan

Managing Director

DIN: 01728749

Sd/-

Narayanasamy Elamaran

Director

DIN: 01744259

Panyam Cements and Mineral Industries Limited
Statement of changes in equity for the year ended 31st March, 2025

All amounts are rupees in lakhs

A. Equity Share Capital					Amount
Equity share capital as at 31st March, 2023					802.14
Changes in equity share capital during previous year					-
Equity share capital as at 31st March, 2024					802.14
Changes in equity share capital during the period					-
Equity share capital as at 31st March, 2025					802.14
B. Other Equity	Reserves and Surplus			Items of Other Comprehensive income	Total other equity
Particulars	Securities Premium	Capital Redemption	Retained earnings	FVOCI - equity instruments	
Balance at 1st April, 2022	1,570.57	74.19	(5,593.67)	(2,296.56)	(6,245.47)
Changes in equity for the period ended 31st, March 2023					
Capital Reduction					
Equity instruments through other comprehensive income				1.86	1.86
Loss for the year			(5,985.35)	-	(5,985.35)
Balance as at 31st March 2023	1,570.57	74.19	(11,579.02)	(2,294.69)	(12,228.95)
Changes in equity for the period ended 31st, March 2024					
Capital Reserve					-
Equity instruments through other comprehensive income				3.10	3.10
Less: Amount pertaining to derecognised Asset transferred to Retained earnings				2,299.34	2,299.34
Profit for the year			(5,501.63)		(5,501.63)
Add: Amount pertaining to derecognised Asset transferred from Items of Other Comprehensive income			(2,299.34)		(2,299.34)
Balance as at 31st March 2024	1,570.57	74.19	(17,080.65)	(2,291.59)	(17,727.48)
Changes in equity for the period ended 31st, March 2025					
Capital Reduction				-	
Equity instruments through other comprehensive income			3,116.52	(2.88)	3,113.64
Profit for the year			(8,918.91)	-	(8,918.91)
Balance as at 31st March 2025	1,570.57	74.19	(25,182.39)	4.87	(23,532.75)

As per our attached report of even date

For and on behalf of the Board

For K S Rao & Co
Chartered Accountants
Firm's Regn No.0031095

M/s Panyam Cements & Mineral Industries Limited

Sd/-
CA C. Venkateswara Rao
Partner
Membership No.219844

Sd/-
Dr. Srinisha Jagathrakshakan
Managing Director
DIN: 01728749

Sd/-
Narayanasamy Elamaran
Director
DIN: 01744259

Place: Chennai
Date: October 06, 2025

Notes to financial statements for the year ended 31st March 2025

Note 1: Corporate information and significant accounting policies

1.1 Corporate information

Panyam Cements & Minerals Industries Limited ("the company") a public limited company incorporated in the year 1955 and domiciled in India and has its registered office at 10/156, Cement Nagar, Betamcherla Road, Betamcherla (Mandala), Nandyal District, Andhra Pradesh- 518206. The securities of the company are listed in Bombay Stock Exchange of India Limited. The Company is engaged in the business of manufacture of clinker and converting into cement and sale of clinker and cement. The financial statements for the year ended March 31, 2025, were approved by the Board of Directors on 06th October 2025.

1.2 Material accounting policies

A. Statement of compliance

The financial statements have been prepared in accordance with the Indian Accounting Standards (Ind AS) as prescribed under section 133 of the Companies Act 2013, ("the Act") (to the extent notified), read with Rule 3 of Companies (Indian Accounting Standards) Rules 2015 as amended thereof and guidelines issued by the Securities Exchange Board of India

The Company has consistently applied accounting policies to all periods.

B. Basis of preparation and presentation of financial statements

The financial statements have been prepared in accordance with the Indian Generally Accepted Accounting Principles on accrual basis of accounting and the historical cost convention basis except for certain financial instruments that are measured at fair values at the end of each reporting period, as explained in the accounting policies below. The financial statements are presented in Indian Rupees rounded to nearest lakhs with two decimals. Figures less than thousands are shown as Nil.

B.1. Going Concern - "Despite the company's current liabilities exceeded current assets by Rs. 4984.64 lacs, the company has accumulated loss of Rs. 8921.79 lacs and negative networth of Rs. 22,730.61 lacs, the financial statements have been prepared on going concern basis based on the management's assessment of the situation -

- i) Operations of the company, managed with the help of funding from the promoters and they have committed to infuse capital to meet all the requirements of the operations of the company.
- ii) The term loans have been repaid by the management on time including interest dues.
- iii) The current liabilities which were outstanding as on 31-03-25 were cleared upto Rs. 2928.73 lacs as on 30-09-2025.
- iv) The management had addressed the issues that were hampering the operations of the company.
- v) Currently, the company improved its optimal utilization and is hopeful for cash profits for FY 25-26.

- vi) It has retained its market share. And the Panyam Cement brand has an edge over other competitors in certain pockets of Andhra Pradesh and the management is fully confident of making cash profit by year end of March 2026

C. Current versus non-current classification

The Company presents assets and liabilities in the balance sheet based on current/non-current classification. An asset is treated as current when it is:

- * Expected to be realized or intended to be sold or consumed in normal operating cycle;
- * Held primarily for the purpose of trading;
- * Expected to be realized within twelve months after the reporting period; or
- * Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

A liability is current when:

- * It is expected to be settled in normal operating cycle;
- * It is held primarily for the purpose of trading;
- * It is due to be settled within twelve months after the reporting period; or
- * It does not have an unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

All other assets and liabilities are classified as non-Current.

The Operating cycle is the time between the acquisition of assets for processing and their realisation in cash and cash equivalent. The company has identified 12 months as its operating cycle.

D. Use of estimates and judgments

The preparation of the financial statements requires that the management to make estimates and assumptions that affect the reported amounts of assets and liabilities, disclosure of contingent liabilities as at the date of the financial statements and the reported amounts of revenue and expenses during the reporting period. The recognition, measurement, classification or disclosure of an item or information in the financial statements is made relying on these estimates.

The estimates and judgments used in the preparation of the financial statements are continuously evaluated by the Company and are based on historical experience and various other assumptions and factors (including expectations of future events) that the Company believes to be reasonable under the existing circumstances. Actual results could differ from those estimates.

Any revision to accounting estimates is recognized prospectively in current and future periods. The critical accounting judgments and key estimates followed by the Company for preparation of financial statements are described in Note 1.2 (T).

E. Property, Plant and Equipment

Freehold Land is carried at historical cost. Other property, plant and equipment are stated at historical cost less accumulated depreciation and accumulated impairment loss, if any. Historical cost includes purchase price and any expenditure that is

directly attributable for the bringing the asset into intended use. Advances paid towards the acquisition of property, plant and equipment outstanding at each Balance Sheet date is classified as capital advances under Other Non-Current Assets and the cost of the assets not put to use before such date are disclosed under 'Capital work-in-progress'. Subsequent expenditures relating to property, plant and equipment is capitalized only when it is probable that future economic benefits associated with these will flow to the Company and the cost of the item can be reliably measured. Repairs and maintenance costs are recognized in the Statement of Profit and Loss when incurred. The cost and related accumulated depreciation are derecognised from the financial statements upon sale or retirement of the asset and the resultant gains or losses are recognized in the Statement of Profit and Loss. Assets to be disposed off are reported at the lower of the carrying value or the fair value less cost to sell.

F. Depreciation and Amortization

The Company depreciates property, plant and equipment over their estimated useful lives as specified in Schedule II to the Companies act, 2013 under written down value method. Depreciation is recognized to write off the cost of assets (other than freehold land and properties under construction) less their residual values over their useful lives. The estimated useful lives, residual values and depreciation method are reviewed at the end of each reporting period and the effect of any changes in estimate accounted for on a prospective basis.

G. Mine closure, site restoration and decommissioning obligations:

An obligation for restoration, rehabilitation and environmental costs arises when environmental disturbance is caused by the development or ongoing extraction from mines. The company recognizes unavoidable obligations, legal or assumed, to restore the mines upon exhaustion of reserves or end of lease period whichever is earlier.

The obligation is estimated on the basis of cash flows expected to be incurred as per applicable mining regulations, which mainly includes cost of plantation, fencing, biodiversity management, sustainable development, rainwater harvesting, etc.

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

The company records a corresponding asset associated with the liability for final reclamation and mine closure. The obligation and corresponding assets are recognised in the period in which the liability is incurred. The asset representing the total site restoration cost as per mine closure plan is recognised as a separate item in PPE and amortised over the balance project/mine's life.

The value of the provision is progressively increased over time as the effect of discounting unwinds creating an expense recognised as finance cost.

Subsequent adjustments to the obligation for changes in the estimated cash flows/ disbursement period/ discount rate are made against PPE and depreciation/ amortisation is modified prospectively.

H. Leases:

In accordance with the requirements of Ind AS 116 "Leases", the Company recognizes its Right of Use asset whenever a long term lease is entered into. Leasehold properties primarily consists of buildings taken on lease.

The Company assesses at contract inception whether a contract is, or contains, a lease. That is, if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Company assesses whether: (i) the contract involves the use of an identified asset, (ii) the Company has substantially all of the economic benefits from use of the asset through the period of the lease and (iii) the Company has the right to direct the use of the asset. Company as a lessee, it applies a single recognition and measurement approach for all leases, except for short term leases and leases of low-value assets. The Company recognizes lease liabilities to make lease payments and right-of-use assets representing the right to use the underlying assets.

- a) Right-of-use ("ROU") assets The Company recognizes right-of-use assets at the commencement date. The cost of right-of-use assets includes the amount of lease liabilities recognized, initial direct costs incurred, and lease payments made at or before the commencement date less any lease incentives received. Right-of-use assets are amortised on a straight-line basis over the lease term. They are subsequently measured at cost less accumulated amortized amount and impairment losses if any. For the purpose of impairment testing, the recoverable amount (i.e., the higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis, unless the asset does not generate cash inflows that are largely independent of those from other assets.
- b) Lease liabilities The Company recognizes lease liability at the commencement date measured at the present value of lease payments to be made over the lease term. The lease payments include fixed payments (including in substance fixed payments) less any lease incentives receivable, variable lease payments that depend on an index or a rate, and amounts expected to be paid under residual value guarantees. The lease payments also include the exercised price of a purchase option reasonably certain to be exercised by the Company and payments of penalties for terminating the lease, if the lease term reflects the Company exercising the option to terminate. Variable lease payments that do not depend on an index or a rate are recognized as expenses (unless they are incurred to produce inventories) in the period in which the event or condition that triggers the payment occurs. In calculating the present value of lease payments, the Company uses its incremental borrowing rate at the initial application date, because the interest rate implicit in the lease is not readily determinable. In respect of subsequent leases, the incremental borrowing rates are determined periodically, to calculate the present value of lease payments. After the lease commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a modification, a change in the lease term, a change in the lease payments (e.g., changes to future payments resulting from a change in an index or rate

used to determine such lease payments) or a change in the assessment of an option to purchase the underlying asset.

- c) Certain lease arrangements include the options to extend or terminate the lease before the end of the lease term. ROU assets and lease liabilities include these options when it is reasonably certain that they will be exercised. Lease liability and ROU asset have been separately presented in the Balance Sheet and lease payments have been classified as financing cash flows.

- d) Short term leases and leases of low-value assets

The Company applies the short-term lease recognition exemption to its short-term leases (i.e., those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option). It also applies the lease of low-value assets recognition exemption to such leases that are considered to be of low value. Lease payments on short term leases and leases of low-value assets are recognized as expense on a straight-line basis over the lease term.

- e) Company as a lessor recognizes the lease as an operating lease when it does not transfer substantially all the risks and rewards incidental to ownership of an underlying asset.

I. Intangible assets

Intangible assets acquired separately are measured on initial recognition at cost. Internally generated intangibles, excluding capitalized software development costs, are not capitalized and the related expenditure is reflected in the statement of profit and loss in the period in which the expenditure is incurred.

The useful lives of intangible assets of the Company are assessed as finite.

Intangible assets with finite lives are amortized over the useful economic life and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortization period and the amortization method for an intangible asset with a finite useful life are reviewed at least at the end of each reporting period. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset are considered to modify the amortization period or method, as appropriate and are treated as changes in accounting estimates. The amortization expense on intangible assets with finite lives is recognized in the statement of profit and loss unless such expenditure forms part of carrying value of another asset.

Intangible assets are amortized over the finite life of the asset under the straight line method.

Gains or losses arising from de-recognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the statement of profit or loss when the asset is derecognized.

The useful life of the Intangible assets is estimated as under:

Asset type	Useful life
Computer Software	10 Years

J. Borrowing costs:

Borrowing costs include interest expense computed using Effective Interest Rate method, amortization of ancillary costs incurred and exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost,

Borrowing costs also include interest in respect of the lease liabilities and interest in respect of the decommissioning cost liability.

Borrowing costs that are directly attributable to the acquisition, construction, production of a qualifying asset are capitalized as part of the cost of that asset which takes a substantial period of time to get ready for its intended use. The Company determines the amount of borrowing cost eligible for capitalization by applying capitalization rate to the expenditure incurred on such cost. The capitalization rate is determined based on the weighted average rate of borrowing cost applicable to the borrowings of the Company which are outstanding during the period, other than borrowings made specifically towards purchase of the qualifying asset. The amount of borrowing cost that the Company capitalizes during the period does not exceed the amount of borrowing cost incurred during that period. All other borrowing costs are expensed in the period in which they occur.

K. Impairment of non-financial assets

The carrying values of the non-financial assets are reviewed at each Balance Sheet date to determine whether there is any indication of impairment of the carrying amount of the Company's non-financial assets. If any indication exists, an asset's recoverable amount is estimated. For the purpose of impairment testing, the recoverable amount (i.e., the higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis, unless the asset does not generate cash inflows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the cash generating unit to which the asset belongs. If such assets are considered to be impaired, the impairment is recognized in the Statement of Profit and Loss and is measured by the amount by which the carrying value of the assets exceeds the estimated recoverable amount of the asset. An impairment loss is reversed in the Statement of Profit and Loss if there has been a change in the estimates used to determine the recoverable amount. The carrying amount of the asset is increased to its revised recoverable amount, provided that this amount does not exceed the carrying amount that would have been determined (net of any accumulated amortization or depreciation) had no impairment loss been recognized for the asset in prior years. Value in use is arrived at by discounting the future cash flows to their present value based on an appropriate discount factor.

L. 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.

Financial assets

Initial recognition and measurement

All financial assets are recognized initially at fair value except for trade receivables which are directly measured at transaction price. Transaction costs that are directly

attributable to the acquisition or issue of financial assets and liabilities that are not at fair value through profit or loss, are added or subtracted to the fair value on initial recognition.

Subsequent measurement

For purposes of subsequent measurement, financial assets are classified in two categories:

- * Financial assets at amortized cost.
- * Fair value through - other comprehensive income.
 - Profit and Loss

Financial assets carried at amortised cost:

A financial asset is subsequently measured at amortised cost if it is held within a business model whose objective is to hold the asset in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Financial assets at fair value through other comprehensive income:

A financial asset is subsequently measured at fair value through other comprehensive income if it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding. The Company has made an irrevocable election for its investments which are classified as equity instruments to present the subsequent changes in fair value in other comprehensive income based on its business model.

Financial assets at fair value through profit and loss:

A financial asset which is not classified in any of the above categories are subsequently fair valued through profit and loss.

Derecognition

The Company derecognises a financial asset when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another party. On de-recognition of a financial asset in its entirety, the difference between the asset's carrying amount and the sum of the consideration received and receivable and the cumulative gain or loss that had been recognised in other comprehensive income and accumulated in equity is recognised in profit and loss if such gain or loss would have otherwise been recognised in profit and loss on disposal of that financial asset.

Impairment of Financial assets

The Company recognizes loss allowances using the Expected Credit Loss (ECL) model for the financial assets which are not fair valued through profit or loss.

The Company follows "Simplified approach" for recognition of impairment loss allowance on trade receivables. The application of simplified approach does not require the Company to track changes in credit risk. Rather, it recognizes impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition. For all other financial assets, expected credit losses are measured at an

amount equal to the 12-month ECL, unless there has been a significant increase in credit risk from initial recognition in which case those are measured at lifetime ECL. The amount of expected credit losses (or reversal) that is required to adjust the loss allowance at the reporting date to the amount that is required to be recognized is recognized as an impairment gain or loss in profit or loss.

As a practical expedient, the Company uses a provision matrix to determine impairment loss allowance on portfolio of its trade receivables. The provision matrix is based on its historically observed default rates over the expected life of the trade receivables and is adjusted for forward-looking estimates. At every reporting date, the historical observed default rates are updated and changes in the forward-looking estimates are analyzed.

ECL impairment loss allowance (or reversal) recognized during the period is recognized as income/ expense in the statement of profit and loss (P&L). The Company has not recognized ECL considering the security deposits received from debtors, in case of default from debtors the security deposits can be adjusted to the receivables.

Financial liabilities

Initial recognition and measurement

All financial liabilities are recognized initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

The Company's financial liabilities include trade and other payables, loans and borrowings including bank overdrafts.

Subsequent measurement

The measurement of financial liabilities depends on their classification, as described below:

Loans and borrowings

This is the category most relevant to the Company. After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortized cost using the EIR method. Gains and losses are recognized in profit or loss when the liabilities are de-recognized as well as through the EIR amortization process.

Amortized cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortization is included as finance costs in the statement of profit and loss. This category generally applies to borrowings.

Derecognition

A financial liability is derecognized when the obligation under the liability is discharged or cancelled or expired. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the de-recognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognized in the statement of profit or loss.

M. Inventories

Inventories are valued at the lower of cost and net realizable value after providing for obsolescence. Costs of inventories are determined on weighted average basis. Net realizable value represents the estimated selling price for inventories less all estimated costs of completion and Costs necessary to make the sale. Cost of inventories comprises cost of purchase, cost of conversion and other costs including manufacturing overheads incurred in bringing them to their intended location and condition. Work-in-progress and finished goods include appropriate proportion of overheads. Raw Materials are always valued at Cost unless the Market value of finished products in which those raw materials are used is less than cost then Raw materials shall be valued at Replacement cost.

N. Cash and Cash equivalents

Cash and cash equivalent in the balance sheet comprise cash at banks, Cash on hand and short-term deposits with an initial maturity of three months or less, which are subject to an insignificant risk of changes in value.

O. Income Taxes

Income tax expense represents the sum of the current tax and deferred tax.

- **Current Tax:**

Current tax is the amount of tax payable on the taxable income for the year as determined in accordance with the applicable tax rates as per the provisions of the Income tax Act, 1961 and other applicable tax laws Minimum Alternate Tax (MAT) paid in accordance with the tax laws, which gives future economic benefits in the form of adjustment to future tax liability, is recognized as an asset viz. MAT Credit Entitlement, to the extent there is convincing evidence that the Company will pay normal Income tax and it is highly probable that future economic benefits associated with it will flow to the Company during the specified period. The Company reviews the "MAT Credit Entitlement" at each Balance Sheet date and writes down the carrying amount of the same to the extent there is no longer convincing evidence to the effect that the Company will pay normal Income tax during the specified period. Current tax assets and liabilities are offset, when the Company has legally enforceable right to set off the recognized amounts and intends to settle the asset and the liability on a net basis.

- **Deferred tax:**

Deferred tax is recognized 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 liabilities are generally recognized for all taxable temporary differences.

Deferred tax assets are generally recognized for all deductible temporary differences and unused tax losses to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilized. Such deferred tax assets and liabilities are not recognized if the temporary difference arises from the initial recognition of assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realized, based on tax rates and tax laws that have been enacted or substantively enacted by the end of the reporting period.

The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Company expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities.

- **Current and Deferred Tax for the Year:**

Current and deferred tax are recognized in profit or loss, except when they relate to items that are recognized in Other Comprehensive Income or directly in equity, in which case, the current and deferred tax are also recognized in Other Comprehensive Income or directly in equity respectively.

P. Provisions, Contingent liabilities and Commitments

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

When the Company expects some or all of a provision to be reimbursed, for example, under an insurance contract, the reimbursement is recognized as a separate asset, but only when the reimbursement is virtually certain. The expense relating to a provision is presented in the statement of profit and loss net of any reimbursement.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognized as a finance cost.

Contingent liability:

Contingent liability is a possible obligation that may arise from past events and its existence will be confirmed only by occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or it is not probable that an outflow of resources embodying economic benefits will be required to settle the obligation and the same are not recognized but disclosed in the financial statements.

Contingent asset

Wherever there is a possible asset that arises from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the entity. A contingent asset is disclosed when the inflow of economic benefit is probable.

Q. Revenue Recognition

Revenue from sale of goods is recognized when control of the products being sold is transferred to the customer and when there are no unfulfilled performance obligations.

The Performance Obligations in our contracts are fulfilled at the time of dispatch, delivery or upon formal customer acceptance depending on customer terms.

Revenue is measured at transaction price allocated to the performance obligation. The transaction price of goods sold is net of variable consideration on account of various discounts offered by the Company as part of the contract and any taxes or duties collected on behalf of the government such as goods and services tax, etc.

The Company provides discounts to customers on the achievement of the performance criteria based on agreed terms and conditions. There is no significant financing component with regard to sale of products for the Company as per Ind AS 115. The Company do not have any non-cash consideration.

Revenue is only recognized to the extent that it is highly probable a significant reversal will not occur.

Our customers have the contractual right to return goods only when authorized by the Company.

Income from services rendered is recognized based on agreements/arrangements with the customers as the service is performed and there are no unfulfilled obligations.

Interest income is recognized using the effective interest rate (EIR) method.

The effective interest rate method is a method of calculating the amortised cost of a financial asset or financial liability and of allocating interest income / interest expenses over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash receipts / payments (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the debt instrument, or, where appropriate, a shorter period, to the net carrying amount on initial recognition.

Dividend income on investments is recognized when the right to receive dividend is established.

Other Operating Income and Other Income:

Revenue with respect to Other Operating Income and Other Income including incentives are recognized when a reasonable certainty as to its realization exists.

R. Employee Benefits

Short term Employee Benefits:

All employee benefits payable wholly within twelve months of rendering the services are classified as short-term employee benefits. Benefits such as salaries, wages etc. and the expected cost of Bonus, Ex-gratia, Leave Travel Allowance, Reimbursement of Medical Expenses, Personal Accident Policy, and Deposit Linked Insurance Policy are recognized in the period in which the employee renders the related services.

Post-Employment Benefits:

(i) Defined Contribution Plan:

The Company's contribution to provident fund and employee state insurance scheme are considered as defined contribution plans and are charged as an expense to the statement of profit and loss based on the amount of contribution required to be made and when services are rendered by the employees.

(ii) Defined Benefit Plans:

For defined benefit retirement plans, the cost of providing benefits is determined using the projected unit credit method, with actuarial valuations being carried out at the end of each annual reporting period. Re-measurement, comprising actuarial gains and losses, the effect of the changes to the asset ceiling (if applicable) and the return on plan assets (excluding net interest), is reflected immediately in the balance sheet with a charge or credit recognised in other comprehensive income in the period in which they occur. Re-measurement recognised in other comprehensive income is reflected immediately in retained earnings and is not reclassified to profit and loss. Past service cost is recognised in statement of profit and loss when the plan amendment or curtailment occurs. Gains or losses on settlement of a defined benefit plan are recognised when the settlement occurs. Net interest is calculated by applying the discount rate at the beginning of the period to the net defined benefit liability or asset. Defined benefit costs are categorised as follows:

- Service cost (including current service cost, past service cost, as well as gains and losses on curtailments and settlements);
- Net interest expense or income; and
- Re-measurement

The Company presents the first two components of defined benefit costs in the statement of profit and loss in the line item 'Employee benefits expense.'

Other Long-Term Benefits

Leave Encashment

The employees of the Company are entitled to Leave Encashment. The employees can carry-forward a portion of the unutilised accrued paid leaves and utilise it in future periods or receive cash compensation at retirement or termination of employment for the unutilised accrued paid leaves. The Company records an obligation for leave encashment in the period in which the employee renders the services that increase this entitlement. The Company measures the expected cost of Leave Encashment based on actuarial valuation made by an independent actuary as at the balance sheet date on projected unit credit method. Leave encashment expected to be maturing after 12 months from the date of balance sheet are classified as non-current.

S. Earnings per share

Basic earnings per share are computed by dividing the profit or loss attributable to equity shareholders of the Company by the weighted average number of equities shares outstanding during the period. Diluted earnings per share is computed by dividing the profit / (loss) after tax (including the post-tax effect of extraordinary

items, if any) as adjusted for dividend, interest and other charges to expense or income (net of any attributable taxes) relating to the dilutive potential equity shares, by the weighted average number of equity shares considered for deriving basic earnings per share and the weighted average number of equity shares which could have been issued on the conversion of all dilutive potential equity shares.

T. Estimates and assumptions

The preparation of the Company's financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the accompanying disclosures, and the disclosure of contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

Useful lives and residual value of property, plant and equipment:

The Company reviews the useful life and residual value of property, plant and equipment at the end of each reporting period. This reassessment may result in change in depreciation expense in future periods.

Allowance for expected credit losses:

Note 1.2(L) describes the use of practical expedient by computing the expected credit loss allowance for trade receivables based on provision matrix. The expected credit allowance is based on the aging of the days receivables which are past due, and the rates derived based on history of defaults in the provision matrix.

Defined benefit plans

The liabilities and costs for defined benefit plans and other post-employment benefits are determined using actuarial valuations. The actuarial valuation involves making assumptions relating to discount rates, future salary increases, mortality rates and future pension increases. Due to the long-term nature of these plans, such estimates are subject to significant uncertainty.

Recognition of Deferred Tax Assets and Liabilities:

Deferred tax assets are recognized for unused tax losses to the extent that it is probable that taxable profit will be available against which the losses can be utilized. Significant management judgement is required to determine the amount of deferred tax assets that can be recognized, based upon the likely timing and the level of future taxable profits together with future tax planning strategies.

Inventories

Inventories are stated at the lower of cost and net realisable value. In estimating the net realisable value of inventories, the Company makes an estimate of future selling prices and costs necessary to make the sale.

Contingent liability judgment:

Note 32 describes claims against the Company not acknowledged as debt. Contingencies may arise from the ordinary course of business in relation to claims against the Company, including legal, contractor and other claims. By their nature, contingencies will be resolved only when one or more uncertain future events occur or fail to occur. The assessment of the existence, and potential quantum of contingencies inherently involves the exercise of significant judgment and the use of estimates regarding the outcome of future events.

Panyam Cements and Mineral Industries Limited

Notes to financial statements

2. Property, plant and equipment

All amounts are rupees in lakhs

Particulars	As at March 31, 2025	As at March 31, 2024
Tangible		
Freehold Land	4.18	4.18
Buildings	2,422.69	1,327.67
Plant and machinery	11,942.77	9,809.09
Office and other equipment	7.56	13.77
Furniture and fittings	13.15	17.74
Vehicles	57.01	83.57
Computers	14.19	10.02
Railway siding	337.15	411.66
Sub-Total (A)	14,798.68	11,677.69
Right of use Asset - Mines	27.66	53.47
Sub-Total (B)	27.66	53.47
Total Property, Plant & Equipment (A) + (B)	14,826.35	11,731.15
Intangible		
Computer Software	12.25	14.00
Sub-Total (C)	12.25	14.00
Total Intangible Assets	12.25	14.00

Panyam Cements and Mineral Industries Limited

Note to the financial statements

For the year 2024-25

All amounts are rupees in lakhs

	Land	Buildings	Plant & Machinery	Office equipment	Furniture and fittings	Vehicles	Computers	Railway siding	Total (A)	Right of use Asset (Building)	Right of use Asset (Mines)	Total (B)	Computer Software	Total (C)	Grand Total (A+B+C)
I. Gross block															
Balance as at March 31, 2023	4.18	2,100.58	10,295.15	29.33	27.51	150.72	56.44	1,728.67	14,392.56	55.56	-	55.56	17.50	17.50	14,465.63
Add: Additions	-	204.59	3,750.72	3.71	-	-	3.34	-	3,962.36	-	42.25	42.25	-	-	4,004.60
Adjustments	-	-	-	-	-	-	-	-	-	1.09	-	1.09	-	-	1.09
Less: Disposals	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Balance as at March 31, 2024	4.18	2,305.17	14,045.87	33.03	27.51	150.72	59.78	1,728.67	18,354.92	54.47	42.25	96.72	17.50	17.50	18,469.14
Add: Additions	-	1,323.43	3,563.71	-	-	-	12.65	-	4,899.78	-	-	-	-	-	4,899.78
Adjustments	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Less: Disposals	-	-	-	-	-	14.36	-	-	14.36	-	-	-	-	-	14.36
Balance as at March 31, 2025	4.18	3,628.59	17,609.58	33.03	27.51	136.37	72.43	1,728.67	23,240.34	54.47	42.25	96.72	17.50	17.50	23,354.57
II. Accumulated depreciation															
Adj Balance as at March 31, 2023	-	737.66	3,040.09	8.04	3.57	29.54	38.15	1,226.03	5,083.08	16.20	-	16.20	1.75	1.75	5,101.03
Add: Depreciation expense	-	239.84	1,196.69	11.23	6.19	37.62	11.61	90.98	1,594.15	18.60	8.45	27.05	1.75	1.75	1,621.25
Less: Excess Provision written back	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Less: Eliminated on disposal of assets	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Balance as at March 31, 2024	-	977.49	4,236.78	19.26	9.77	67.16	49.76	1,317.01	6,677.23	34.80	8.45	43.25	3.50	3.50	6,722.29
Add: Depreciation expense	-	228.41	1,430.03	6.20	4.59	25.84	8.48	74.51	1,778.07	17.35	8.45	25.80	1.75	1.75	1,805.62
Less: Excess Provision written back	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Less: Eliminated on disposal of assets	-	-	-	-	-	13.64	-	-	13.64	-	-	-	-	-	13.64
Balance as at March 31, 2025	-	1,205.90	5,666.81	25.47	14.36	79.36	58.25	1,391.52	8,441.66	52.16	16.90	69.06	5.25	5.25	8,514.27
Net block (I-II)															
Carrying value as at March 31, 2025	4.18	2,422.69	11,942.77	7.56	13.15	57.01	14.19	337.15	14,798.68	2.32	25.35	27.66	12.25	12.25	14,838.60
Carrying value as at March 31, 2024	4.18	1,327.67	9,809.09	13.77	17.74	83.57	10.02	411.66	11,677.69	19.67	33.80	53.47	14.00	14.00	11,745.15

Panyam Cements and Mineral Industries Limited

Notes to financial statements

3. Capital Work in Progress

All amounts are rupees in lakhs

Particulars	As at March 31, 2025	As at March 31, 2024
Buildings	-	157.84
Cement Mills Plant & Machinery	-	1,462.42
Other Equipment	-	23.15
Total	-	1,643.41

Capital Work in Progress ageing schedule as on 31.03.2025

CWIP	Amount in CWIP for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress - Building	-	-	-	-	-
Projects in progress-Fire System	-	-	-	-	-
Projects in progress - Cement Mill	-	-	-	-	-
Projects temporarily suspended	-	-	-	-	-
Total	-	-	-	-	-

Completion schedule for Projects under capital-work-in progress whose completion is overdue or has exceeded its cost compared to its original plan

As on 31.03.2025

CWIP	To be Completed in				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress - Building	-	-	-	-	-
Projects in progress-Fire System	-	-	-	-	-
Projects in progress - Cement Mill	-	-	-	-	-
Projects temporarily suspended	-	-	-	-	-
Total	-	-	-	-	-

Panyam Cements and Mineral Industries Limited

Notes to financial statements

All amounts are rupees in lakhs

Capital Work in Progress ageing schedule as on 31.03.2024

CWIP	Amount in CWIP for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress - Building	-	-	-	157.84	157.84
Projects in progress-Fire System	23.15	-	-	-	23.15
Projects in progress - Cement Mill	203.98	-	-	1,258.43	1,462.42
Projects temporarily suspended	-	-	-	-	-
Total	227.13	-	-	1,416.27	1,643.41

Completion schedule for Projects under capital-work-in progress whose completion is overdue or has exceeded its cost compared to its original plan

As on 31.03.2024

CWIP	To be Completed in				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress - Building	157.84	-	-	-	157.84
Projects in progress-Fire System	23.15	-	-	-	23.15
Projects in progress - Cement Mill	1,462.42	-	-	-	1,462.42
Projects temporarily suspended	-	-	-	-	-
Total	1,643.41	-	-	-	1,643.41

Panyam Cements and Mineral Industries Limited

Notes to financial statements

All amounts are rupees in lakhs

Note	Particulars	As at March 31, 2025	As at March 31, 2024
4	Investments in equity instruments (Quoted)		
	Investments in Bank of Baroda (No of shares as at 31.03.2024 - 3255, as at 31.03.2025 - 3255) Fair value through OCI	7.43	8.60
	Total	7.43	8.60
5	Other financial assets		
	Non-current		
	Security deposits	595.19	466.15
	Margin money deposits (Refer Note below)*	230.55	29.48
	Interest accrued but not due from Banks	18.55	836.45
	Total	844.30	1,332.08
	Note: Margin money deposits with banks are against bank guarantees for Mines Leasing.		
6	Other assets		
	Capital advances	52.09	3,062.40
	Prepaid Lease Rent	-	0.09
	Prepaid expenses	87.07	43.10
	Total	139.16	3,105.58
7	Inventories (at lower of cost and net realisable value)		
	Raw materials	3,188.30	156.18
	Work-in-progress	73.39	958.73
	Finished goods	59.48	193.95
	Coal	466.80	222.70
	Stores and spares	332.14	293.57
	Packing materials	29.66	30.49
	Sales in transit	-	24.81
	Total	4,149.77	1,880.43

Panyam Cements and Mineral Industries Limited

Notes to financial statements

All amounts are rupees in lakhs

Note	Particulars	As at March 31, 2025	As at March 31, 2024				
8	Trade receivables						
	Trade receivables considered good - Secured	-	-				
	Trade receivables considered good - Unsecured	310.11	317.94				
	Trade receivables which have significant increase in credit risk	-	-				
	Trade receivables - credit impaired	-	-				
	Sub-total	310.11	317.94				
	Less: Expected credit loss allowance	(4.24)	-				
Total trade receivables		305.87	317.94				
Trade receivables ageing schedule for the year ended 31 st March 2025: FY 2024-25:							
Particulars		Outstanding for following periods from due date of payment					Total
		Less than 6 months	6 months to 1 year	1-2 years	2-3 years	Morethan 3 years	
(i) Undisputed Trade receivables		122.61	96.78	64.28	26.44	-	310.11
- considered good							
- which have significant increase in credit risk							
- credit impaired							
(ii) Disputed Trade Receivables							
- considered good		-	-	-	-		
- which have significant increase in credit risk							
- credit impaired		-	-	-	-		
Total		122.61	96.78	64.28	26.44	-	310.11
FY 2023-24:							
Particulars		Outstanding for following periods from due date of payment					Total
		Less than 6 months	6 months to 1 year	1-2 years	2-3 years	Morethan 3 years	
(i) Undisputed Trade receivables		260.67	30.41	26.86	-	-	317.94
- considered good							
- which have significant increase in credit risk							
- credit impaired							
(ii) Disputed Trade Receivables							
- considered good		-	-	-	-		
- which have significant increase in credit risk							
- credit impaired		-	-	-	-		
Total		260.67	30.41	26.86	-	-	317.94

Panyam Cements and Mineral Industries Limited

Notes to financial statements

All amounts are rupees in lakhs

Note	Particulars	As at March 31, 2025	As at March 31, 2024
9	Cash and cash equivalents		
	Balances with banks	8.86	12.65
	Cash on hand	0.22	0.37
	Total Cash and cash equivalents	9.08	13.02
10	Other financial assets		
	Current		
	Interest accrued but not due from APSEB	34.17	21.35
	Margin money deposits	58.15	-
	Rental Deposit	1.20	1.12
	Total	93.52	22.48
11	Current Tax Asset (net)		
	TDS	11.24	0.20
	TCS	27.09	23.65
	Total current tax asset (net)	38.34	23.85
12	Other assets		
	Current		
	Advances to suppliers and service providers	92.99	163.77
	Advance for Expenses	-	-
	Royalty Deposit	22.70	13.97
	Advances to employees	-	-
	Prepaid expenses	44.66	14.02
	Prepaid Insurance	24.25	4.92
	Prepaid Lease Rent	0.09	0.59
	Balances with government authorities	353.73	204.81
	Stripping Cost	403.07	177.00
	Other Receivables	-	-
	Total	941.47	579.08

Panyam Cements and Mineral Industries Limited

Notes to financial statements

All amounts are rupees in lakhs

	Particulars	As at March 31, 2025		As at March 31, 2024	
		No. of Shares	Amount	No. of Shares	Amount
13	Equity share capital Authorised:				
	Equity shares of ₹ 10 each	1,85,00,000	1,850.00	1,85,00,000	1,850.00
	Issued, subscribed and fully paid:				
	Equity shares of ₹ 10 each	80,21,401	802.14	80,21,401	802.14

(a) Reconciliation of equity shares and amount outstanding at the beginning and at the end of the year:

Particulars	As at March 31, 2025		As at March 31, 2024	
	No. of Shares	Amount	No. of Shares	Amount
Opening balance	80,21,401	802.14	80,21,401	802.14
Allotment made during the year	-	-	-	-
Buyback of shares during the year	-	-	-	-
Closing balance	80,21,401	802.14	80,21,401	802.14

(b) Rights, preferences and restrictions attached to the equity shares:

The Company has only one class of equity shares having a par value of ₹10 each per share. Each holder of equity shares is entitled to one vote per share.

In the event of liquidation of the company the holder of equity shares will be entitled to receive the remaining assets of the company after distribution of all preferential amounts, in proportion to the no of equity shares held by the share holders.

The dividend declared by the board is subject to approval by the share holders in the ensuing annual general meeting.

(c) Details of shareholders holding more than 5% shares in the Company:

Name of the shareholder	As at March 31, 2025		As at March 31, 2024	
	No. of Shares ₹ 10 each	% of holding	No. of Shares ₹ 10 each	% of holding
Srinisha Jagathrakshakan	72,19,260	90.00%	72,19,260	90.00%

(d) Details of shares held by the promoters in the Company and change during the year:

Name of the Promoter	As at March 31, 2025		As at March 31, 2024		% change during the year
	No. of Shares ₹ 10 each	% of total shares	No. of Shares ₹ 10 each	% of total shares	
Srinisha Jagathrakshakan	72,19,260	90.00%	72,19,260	90.00%	0.00%
Sagar Power Ltd	2,00,535	2.50%	2,00,535	2.50%	0.00%
RV Consulting Services Pvt Ltd	2,00,535	2.50%	2,00,535	2.50%	0.00%

Panyam Cements and Mineral Industries Limited

Notes to financial statements

All amounts are rupees in lakhs

Note	Particulars	As at March 31, 2025	As at March 31, 2024
14	Other equity		
	Securities premium	1,570.57	1,570.57
	Retained earnings	(25,182.39)	(19,379.99)
	Other items of other comprehensive income	4.87	7.75
	Capital Redemption Reserve	74.19	74.19
	Total other equity	(23,532.75)	(17,727.48)
	Movement in other equity is as follows:		
	Securities premium		
	(i) Opening balance	1,570.57	1,570.57
	(ii) Premium on allotment of equity shares	-	-
	(iii) Share issue expenses	-	-
	(iv) Income tax relating to issue of shares	-	-
		1,570.57	1,570.57
	Retained earnings		
	(i) Opening balance	(19,379.99)	(11,579.02)
	(ii) Amount pertaining to derecognised Asset transferred from items of other comprehensive income	-	(2,299.34)
	(iii) Stock adjustment through Capital Reserve (Non-cash adjustment)	3,116.52	-
	(iv) Profit/ (loss) for the year	(8,918.91)	(5,501.63)
		(25,182.39)	(19,379.99)
	Other items of other comprehensive income		
	(i) Opening balance	7.75	(2,294.69)
	(ii) Equity instruments through other comprehensive income	(2.88)	3.10
	(iii) Amount pertaining to derecognised Asset transferred to Retained earnings	-	2,299.34
		4.87	7.75
	Capital Redemption Reserve		
	(i) Opening balance	74.19	74.19
	(ii) Reserve created during the year	-	-
		74.19	74.19

Panyam Cements and Mineral Industries Limited

Notes to financial statements

All amounts are rupees in lakhs

Note	Particulars	As at March 31, 2025	As at March 31, 2024
15	Long-term borrowings		
	Secured		
	Loan From Canara Bank*	9,108.67	9,910.84
	Un-secured		
	Inter Corporate Deposits (Related Parties - Interest Free)	21,556.02	21,500.00
	Deferred income	2,781.99	-
	Total	33,446.68	31,410.84
	- *Term Loan carries 96 monthly instalments from 27th Aug 2023 to 27th July 2031 out of which 20 monthly instalments are paid up to 31st March 2025 and Balance 76 monthly instalments will be paid up to 27th July 2031. Principle Repayment of Long-term borrowing will start from August 2025 onwards over a period of 6 years.. Interest rate is charged at 12.30%. This term loan is secured primary with first charge on Land and Building and Plant and Machinery and personal guarantee by two of the Director.		
	- Upto 31.03.2025 ICDs are interest free, with effect from 01.04.2025 interest is charged @ 9.05% quarterly payable, repayment is sub-servent to Bank Term Loan.		
16	Lease Liability		
	Non-current		
	Building Lease	-	2.76
		-	2.76
17	Provisions		
	Non-current		
	Gratuity	47.93	32.53
	Leave Encashment	28.95	23.02
	Decommissioning Liability	51.90	46.05
	Total	128.78	101.59
18	Current liabilities		
	Borrowings - Secured		
	Term Loan From Canara Bank	812.82	-
	Cash credit facility	3,187.20	1,501.06

Panyam Cements and Mineral Industries Limited

Notes to financial statements

All amounts are rupees in lakhs

Note	Particulars	As at March 31, 2025	As at March 31, 2024
	<p>Note: *Term loan principle repayment will start from August 2025 for a period of 6 years as mention in Note.15. The Principle portion of current maturities of long term loan in next financial year (i.e., from Aug'25 to Mar'26) of Rs. 812.82 lakhs was shown under current financial liabilities</p> <p>** The company has availed cash credit facilities from Canara bank. This facility is secured by first charge against all current assets present and future and by a secound charge on the entire property, plant and equipmentof the company including land and building also personalm guaranted by Dr. Srinisha Jagatrashkhan, Managing Director and Mr. Elamaran, Director. The loans are payable on demand and carries interest @ 11.50% p.a.</p>		
	Borrowings - Unsecured		
	Inter Corporate Deposits (Related Parties - Interest Free)	1,000.00	2,000.00
	Deferred income	879.17	-
	Total Current Borrowings	5,879.19	3,501.06
19	Lease Liability		
	Building Lease	2.76	19.69
	Total	2.76	19.69
20	Trade payables		
	Total outstanding dues of micro enterprises and small enterprises (MSME)	3,080.30	35.51
	Total outstanding dues of creditors other than MSME	664.14	1,124.34
	Total trade payables	3,744.44	1,159.85

Panyam Cements and Mineral Industries Limited

Notes to financial statements

All amounts are rupees in lakhs

Trade payables ageing schedule for the year ended March 31, 2025:

FY 2024-25:

Particulars	Outstanding for following periods from due date of payment				Total
	Less than 1 year	1-2 years	2-3 year	More than 3 years	
(i) MSME	3,080.30	-	-	-	3,080.30
(ii) Others	587.19	76.95	-	-	664.14
(iii) Disputed dues - MSME	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-
Total	3,667.49	76.95	-	-	3,744.44

FY 2023-24:

Particulars	Outstanding for following periods from due date of payment				Total
	Less than 1 year	1-2 years	2-3 year	More than 3 years	
(i) MSME	35.51	-	-	-	35.51
(ii) Others	1,124.34	-	-	-	1,124.34
(iii) Disputed dues - MSME	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-
Total	1,159.85	-	-	-	1,159.85

All amounts are rupees in lakhs

Note	Particulars	As at March 31, 2025	As at March 31, 2024
21	Other financial liabilities		
	Current		
	Dealer deposits	365.24	301.14
	Total	365.24	301.14
22	Other liabilities		
	Advance from customers	182.63	423.19
	Outstanding Expenses	316.82	644.98
	TDS & TCS Payable	24.86	27.10
	Total	524.30	1,095.27
23	Provisions		
	Current		
	Gratuity	1.15	0.26
	Leave Encashment	5.61	4.51
	Total	6.76	4.76

Panyam Cements and Mineral Industries Limited

Notes to financial statements

All amounts are rupees in lakhs

Note	Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024
24	Revenue from operations		
	Revenue from		
	- Sale of cement	8,753.42	11,957.11
	- Sale of clinker	218.96	912.91
	Less: Discounts	(620.17)	(858.31)
	Total revenue from operations	8,352.21	12,011.70
25	Other income		
	Sale of scrap	18.31	0.41
	Gain On Sale Of Assets	0.39	-
	Interest Income on financial assets (fair valued)	0.61	0.59
	Deferred Income on Unsecured Loans	859.00	1,364.81
	Interest on FDs with Banks & APSPDCL	80.32	63.22
	Rental Income	2.18	1.79
	Misc. Receipts	-	0.02
	Credit balance written back	0.72	10.79
	Total other income	961.53	1,441.62
26	Cost of materials consumed		
	Opening stock	156.18	190.89
	Add: Purchases	1,300.43	2,331.08
	Less: Closing stock	71.78	156.18
	Total cost of materials consumed	1,384.83	2,365.79
	Details of materials consumed:		
	Limestone	775.48	1,359.11
	Laterite	252.13	528.73
	Iron-ore	71.99	78.61
	Gypsum	111.06	139.76
	Fly ash	164.76	238.33
	Clinker	-	2.75
	Others	-	-
	RM Unloading Charges	9.42	18.50
	Total	1,384.83	2,365.79

Panyam Cements and Mineral Industries Limited

Notes to financial statements

All amounts are rupees in lakhs

Note	Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024
27	Changes in inventories of finished goods and work-in-progress.		
	Inventories at the beginning of the year:		
	Finished goods	193.95	66.60
	Work-in-progress	958.73	84.36
	Sales in transit	24.81	-
		1,177.49	150.95
	Inventories at the end of the year:		
	Finished goods	59.48	193.95
	Work-in-progress	73.39	958.73
	Sales in transit	-	24.81
		132.87	1,177.49
	Net (increase)/ decrease	1,044.62	(1,026.54)
28	Employee benefit expenses		
	Salaries and wages, including bonus	715.49	660.21
	Contribution to provident and other funds	54.86	45.25
	Gratuity	22.98	26.11
	Leave Encashment	10.94	33.12
	Directors sitting fees	14.00	17.00
	Staff welfare expenses	127.36	126.43
	Total employee benefit expenses	945.63	908.11
29	Finance costs		
	Interest on Term Loan	1,133.00	610.50
	Interest on Working Capital	304.32	63.00
	Interest on lease liability	1.77	3.63
	Interest on unwinding of Decommissioning liability	4.14	3.80
	Interest on undwinding of Loans	2,146.84	1,364.81
	Bank Charges	0.71	1.43
	Interest others	39.46	38.38
	Other Financial costs	86.84	54.53
	Total finance cost	3,717.09	2,140.07

Panyam Cements and Mineral Industries Limited

Notes to financial statements

All amounts are rupees in lakhs

Note	Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024
30	Power and fuel expenses		
	Power	2,239.42	3,196.30
	Fuel/ Coal	3,308.69	5,474.62
		5,548.11	8,670.92
31	Other expenses		
	Stores and spares consumed	624.40	692.62
	Packing materials consumed	257.22	291.29
	Freight inward	17.07	27.23
	RM Handling Charges	48.45	49.90
	Repairs and maintenance	-	-
	- Plant & equipment	172.18	44.44
	- Buildings	0.33	30.07
	- Vehicle & others	61.64	65.63
	Man Power Charges	539.55	561.18
	Security services	113.49	156.35
	Retainer's Remuniration	198.25	198.23
	Ideal Charges for Mines	170.50	104.07
	Legal & professional charges	40.75	122.70
	Payment to Auditors		
	As Auditors	4.00	4.00
	For limited reviews	1.00	1.00
	For Certification Fee	0.10	-
	Cost auditors	3.00	-
	Rent	4.32	2.68
	Rates, Taxes & Licenses	37.21	72.55
	Administrative expenses	126.84	199.49
	Expected Credit Losses	4.24	-
	Trade Receivables written off	6.33	8.88
	Other expenses	94.05	66.09
	Selling & Distribution Expenses		
	Freight and forwarding expenses	1,221.60	1,539.96
	Travelling and conveyance	13.45	19.81
	Sales Promotion Expenses	26.79	17.18
	Total other expenses	3,786.76	4,275.34

Explanatory notes and other information:

Note 32: Contingent Liabilities and Commitments: (to the extent not provided for)

Rupees in Lakhs

Sl. No	Particulars	As of 31 st March, 2025	As of 31 st March, 2024
1	Claims against the Company before the Labor Court, Bangalore		
	<p>Erstwhile employees of the erstwhile Deccan wires Ltd filed a case against the company, before the Industrial Tribunal, Bangalore.</p> <p>Nine managerial staff made a claim before the Industrial Tribunal, Bengaluru, under I.D. No.10/2010, that they are also entitled to the compensation of VRS as has been extended to the general workmen. (Dismissed in favour of Panyam due to non-appearance of the other party)</p>	Nil	40.86
2.	Claims against the Company before the National Company Law Tribunal		
	<p>Wage board employees filed a case against the company claiming to pay salaries during the period where the plant was non-operational.</p> <p>- The Company has obtained High Court stay order under WP 28622 of 2022 against this NCLT Order on 07.09.2022.</p>	76.56	76.56
3.	Claims against the Company before the National Company Law Appellate Tribunal		
	i) Assistant Commissioner of Central Tax (Excise & Service Tax)	3117.85	3117.85
	ii) Employees and Workmen challenging the Resolution Plan of RV & Sagar on the ground that they are not paid in accordance with law and Section 53 of IBC, 2016	1109.57	1109.57
	iii) Operational creditors challenging the Resolution Plan of RV & Sagar on the ground that they are not paid in accordance with law and Section 53 of IBC, 2016	1466.39	1466.39
	iv) Employee Fund Provident Organization claim of their dues before CIRP.	526.76	526.76
4.	Petition by an old creditor against the Company for their receivables before CIRP before Jr. Civil Judge, Dhone	8.8	8.8
5.	Claims against the Company before High Court		
	i) Old employees and workmen claiming for their salaries after CIRP without attending the plant works.	101.18	101.18

	ii) Old wage board employees claiming to pay salaries after CIRP without attending the plant works.	69.57	69.57
	iii) Petition filed by the Company for stay and disposal of Labour Commissioner order to pay construction cess for the period before CIRP.	46.92	46.92
6.	Claims against the Company before Supreme Court.		
	i) SEBI penalty on non-compliances during the CIRP period and appeal made by them with Supreme Court.	14.00	14.00
	ii) Appeal filed by AP Southern Power Department challenging the Resolution Plan.	4,916.12	4,916.12

Note 33: Additional Regulatory Information in accordance with the requirement of Division ii of Schedule III to the Companies Act, 2013 :

- (i) Title deeds of Immovable Property all the immovable properties owned by the company are held in the name of the company.
- (ii) The Company has no investment property held as at 31.03.2025 and 31.03.2024.
- (iii) The Company has not revalued Property, Plant and Equipment (including Right of Use assets) and Intangible assets during the year under report.
- (iv) The company has not granted any Loans or Advances to Promoters, Directors, KMPs and the related parties during the year under report.
- (v) The Company has no Intangible assets under development.
- (vi) During the year no proceedings have been initiated or pending against the company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988.
- (vii) The Company has borrowed from a bank on the basis of security of current assets and the statements submitted to bank are in line with books of accounts.
- (viii) The company has not been declared as a wilful defaulter by any bank or financial institution or other lender.
- (ix) The company has no transactions with companies struck off under section 248 of the Companies Act, 2013 or section 560 of Companies Act, 1956.
- (x) There is no charges or satisfaction to be registered with Registrar of Companies beyond the statutory period.
- (xi) The Company has no investments in subsidiaries hence Compliance with number of layer of companies is not applicable.

(xii) Ratios:

Ratio Name	Numerator	Denominator	Current Year	Previous Year	% Change
Current Ratio (times)	Current Assets	Current Liabilities	0.53	0.47	13%
Debt-Equity Ratio(times)	Total Debt	Shareholders' Equity	-1.73	-2.06	-16%
Debt Service Coverage Ratio (times)	EBITDA	Interest + Principal	-0.41	-0.78	-48%
Return on Equity (times)	Net Profit	Avg. Shareholders' Equity	0.45	0.39	16%
Inventory Turnover Ratio (times)	COGS	Avg. Inventory	2.65	6.76	-61%
Trade Receivables Turnover (times)	Net Sales	Avg. Trade Receivables	26.78	52.76	-49%
Trade Payables Turnover (times)	Net Credit Purchases	Avg. Trade Payables	0.53	1.13	-53%
Net Capital Turnover Ratio (times)	Net Sales	Working Capital	-1.68	-3.70	-55%
Net Profit Ratio (times)	Net Profit	Net Sales	-1.07	-0.46	133%
Return on Capital Employed (times)	EBIT	Capital Employed	-0.28	-0.27	2%
Return on Investment (times)	Income from Investments	Average Investment	Nil	Nil	Nil

- (1) Debt = Long term secured loans + Current maturities of long-term debt + Loan term unsecured loans + Cash credit facilities
- (2) Shareholders Equity = Equity share capital + Other equity
- (3) Average inventory = (Opening + Closing balance)/2
- (4) Average trade receivables = (Opening + Closing balance)/2
- (5) Average trade payables = (Opening + Closing balance)/2
- (6) Capital Employed = Tangible net worth + Total debt + Deferred tax liability

Note:

During the current financial year ended, March 31, 2025, there has been a significant change in the all analytical/ financial ratios, as the company plant operational period was much lower as compared to previous year.

(xiii) The Company has not applied for any scheme of arrangements under section 230 to 237 of the companies' act, 2013 during the year.

(xiv) Utilization of borrowed funds and share premium:

- A) The Company has not advanced or loaned or invested funds (either from borrowed funds or share premium or any other sources or kind of funds) to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall:
- (a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries"); or
 - (b) Provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

B) The Company has not received any funds from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall:

- (a) directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Parties ("Ultimate Beneficiaries"); or
- (b) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries

(xv) **Undisclosed Income:**

There are no transactions not recorded in books of accounts that has been surrendered/ disclosed as income during the year in the income tax assessments under Income Tax Act, 1961.

(xvi) **Corporate Social Responsibility:**

The company is not obligated to comply with section 135 of Companies Act, 2013.

(xvii) **Virtual Currency/ Crypto Currency transactions:**

During the year the company has not entered into any transactions involving crypto currency/ virtual currency.

Disclosers in accordance with Indian accounting standards

Note 34: Segment Reporting

The business activity and geographical operations of the company is in one segment of cement product and the geographical operations are confined to the geographical area of southern states of India hence segment reporting is not applicable.

Note 35: Related party transactions:

a) **Names of related parties and description of relationship:**

Description of Relationship	Name of related party
Companies controlled by key management personal / relatives	J Hotels Private Limited
	The Chrome Leather Company Limited
	Accord Energy Corporation India Private Limited
	Fortune Distillers and Vintners Private Limited
	Chandrakala Resort Hotels Private Limited
	JR Super Speciality Hospitals Private Limited
	Jasan Defence And Aerospace Systems Private Limited
	Sam Tools Private Limited
	New Delta Gear Manufacturers Private Limited
	Rihas Pharma Private Limited
	Rihas Cosmetics Private Limited
	Anujasan Private Limited
	Jasan Infra Private Limited

	Shooting Star Foods Private Limited
	Vega Maintenance and Services Private Limited
	Antares Constructions and Developers Private Limited
	Cartwheel Hospitality Services Private Limited
	NJK Pharma Private Limited
	R V Consulting Services Pvt. Ltd
	Sagar Power Limited
Directors	Ms. Jagathrakshakan Srinisha
	Mr. Narayanasamy Elamaran
	Ramachandran Balachandran – Independent Director
	Vasudevan Raghavan – Independent Director
	Asuri Ramesh Sholinghur - Independent Director (Up to 30.07.2024)
Key Management Personnel	Ms. Jagathrakshakan Srinisha (Managing Director)
	Mr. Amaranath Sachu - CFO (Up to 15.02.2025)
	Mr. Sai Prashanth Gujja - CS (Up to 23.08.2024)
	Mr. Ganesh Pathrudu (from 11.09.2024 to 15.04.2025)
Other Related Personal	Mr. Jagathrakshakan Swamikannu

b) Summary of transactions with the related parties is as follows:

Rupees in Lakhs

Sl. No.	Nature of Transaction	Transaction Value for the Year ended		Balance as at	
		2024-25	2023-24	31.03.2025	31.03.2024
Transactions with Enterprises where significant influence/control of key managerial personnel or their relatives exists					
1	Amount received for implementation of resolution plan approved by the Hon'ble NCLT submitted by RV consulting Services Pvt Ltd & Sagar Power Ltd jointly	Nil	Nil	10,050.00	10,050.00
2	RV consulting Services Pvt Ltd of Turnkey contract for repairs and renovation of the plant	3,026.11	12,100.73	9.33	(3,004.23)
3	Inter corporate deposits received from JR Super Speciality Hospitals Pvt Ltd	30.00	450.00	7,180.00	7,150.00
4	Inter corporate deposits received from The Chrome Leather Company Limited	1,410.00	3,800.00	5,910.00	4,500.00
5	Inter corporate deposits received from Jasan Infra Pvt Ltd	Nil	800.00	800.00	800.00
6	Inter corporate deposits received from RV Consulting Services Pvt Ltd	Nil	1,000.00	1,000.00	1,000.00
Transactions with Key Managerial Personnel					
7	Remuneration to Chief Financial Officer	14.48	8.52	Nil	Nil
8	Remuneration to Company Secretary	11.53	11.14	0.99	Nil
9	Director's Sitting Fee	14.00	17.00	4.00	Nil

Figures have been rounded off to the nearest decimal of Lakhs under Notes to Accounts. Previous year's figures have been regrouped / reclassified wherever necessary to correspond with the current year's classification / disclosure.

Note 36: Fair value measurements

a) Financial instruments by category

The carrying value of financial instruments by categories as of March 31, 2025, is as follows:

(Rs. lakhs)

Particulars	FVTPL	FVTOCI	Amortized cost	Total
Financial assets:				
Investments				
Equity instruments	-	7.43	-	7.43
Trade receivables	-	-	305.87	305.87
Cash and cash equivalents	-	-	9.08	9.08
Bank balances other than Cash and cash equivalents	-	-	288.70	288.70
Loans	-	-	-	-
Other financial assets	-	-	649.12	649.12
Total Financial assets		7.43	1252.77	1260.21
Financial Liabilities:				
Borrowings	-	-	39,325.87	39,325.87
Trade payables	-	-	3,744.44	3,744.44
Other financial liabilities (incl Lease liabilities)	-	-	368.00	368.00
Total Financial liabilities	-	-	43,438.31	43,438.31

The carrying value of financial instruments by categories as of March 31, 2024, is as follows:

(Rs. lakhs)

Particulars	FVTPL	FVTOCI	Amortized cost	Total
Financial assets:				
Investments				
Equity instruments	-	8.60	-	8.60
Trade receivables	-	-	317.94	317.94
Cash and cash equivalents	-	-	13.02	13.02
Bank balances other than Cash and cash equivalents	-	-	836.45	836.45
Loans	-	-	-	-
Other financial assets	-	-	518.11	518.11
Total Financial assets	-	8.60	1,685.52	1,694.12
Financial Liabilities:				
Borrowings	-	-	34,911.90	34,911.90
Trade payables	-	-	1,159.85	1,159.85
Other financial liabilities (incl Lease liabilities)	-	-	323.59	323.59
Total Financial liabilities	-	-	36,395.34	36,395.34

b) Fair value hierarchy

The following table provides the fair value measurement hierarchy of the Company's assets and liabilities.

Quantitative disclosures fair value measurement hierarchy for assets as of 31st March 2025:

Fair value measurement

(Rs. lakhs)

	Level - 1	Level - 2	Level - 3	Total
Financial assets				
Financial instruments at FVTOCI Investments in Quoted equity instruments				
equity shares of Bank of Baroda	7.43	-	-	7.43
Total Financial assets	7.43	-	-	7.43

Quantitative disclosures fair value measurement hierarchy for assets as of 31st March 2024:

Fair value measurement

(Rs. lakhs)

	Level - 1	Level - 2	Level - 3	Total
Financial assets				
Financial instruments at FVTOCI Investments in Quoted equity instruments				
equity shares of BOB (effective 01.04.2019 Vijaya Bank Ltd merged with Bank Of Baroda)	8.60	-	-	8.60
Total Financial assets	8.60	-	-	8.60

Level 1: Level 1 hierarchy includes financial instruments measured using quoted prices. This includes listed equity instruments, traded bonds and mutual funds that have quoted price. The fair value of all equity instruments (including bonds) which are traded in the stock exchanges is valued using the closing price as at the reporting period.

Level 2: The fair value of financial instruments that are not traded in an active market (for example, traded bonds, over-the-counter derivatives) is determined using valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2.

Level 3: If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3. This is the case for unlisted equity securities included in level 3.

Note: There are no transfers between levels 1, 2 and 3 during the year.

Note 37: Capital Management & Risk management

The Company being in a capital-intensive industry, its objective is to maintain a strong credit rating healthy capital ratio and establish a capital structure that would maximize the return to stakeholders through optimum mix of debt and equity. The Company's capital requirement is mainly to fund its capacity expansion, repayment of principal and interest on its borrowings. The principal source of funding of the Company has been, and is expected to continue to be, cash generated from its operations supplemented by funding from borrowings. The Company regularly considers other financing and refinancing opportunities to diversify its debt profile, reduce interest cost and align maturity profile of its debt commensurate with life of the assets, and closely monitors its judicious allocation amongst competing capital expansion projects to capture market opportunities at minimum risk.

Gearing ratio

The Company monitors its capital using gearing ratio, which is total debt divided to total equity as given below:

(Rs. lakhs)

Particulars	As at 31 st March,2025	As at 31 st March 2024
Total Debt*	39,325.87	34,911.90
Less: Cash & short-term deposits	67.23	13.02
Net Debt	39,258.64	34,898.88
Equity share capital	802.14	802.14
Other equity	(23,532.75)	(17,727.48)
Total equity	(22,730.61)	(16,925.34)
Debt/ Equity ratio	(1.72)	(2.06)

Financial risk management and objectives and policies

This note explains the sources of risk which the entity is exposed to and how the entity manages the risk and the impact in the financial statements. The Company's activities exposed it to market risk (including price risk), credit risk and liquidity risk. A Special Team with Senior Executives having exposure in various fields is going to be formed to assist Managing director in (a) Overseeing and approving the Company's enterprise wide risk management framework, and (b) Overseeing that all the risks that the organization faces such as market risk(including currency risk, interest rate risk and other price risk), Credit risk and liquidity risk have been identified and assessed and there is an adequate risk management infrastructure to be in place capable of addressing those risks. The Managing Director monitors and reports on the principal risks and uncertainties that can impact the company and its ability to achieve strategic objectives. The Company's management systems, organizational structures, processes, standards, code of conduct and behaviors together form the Management and business of the Company.

A. Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices and equity prices. Financial liabilities/assets affected by this risk are borrowings, letter of credits and trade receivables and investments.

The Company's investments in listed equity securities are susceptible to price risk arising from uncertainties about future value of the investment securities. The Company's non-current investment in equity shares are strategic investments and hence are considered as Fair Value through Other Comprehensive Income. The Company's Board of Directors reviews and approves all equity investment decisions.

Interest Rate Risk

The Company is exposed to interest rate risk because it borrows funds at both fixed and floating interest rates. The risk is managed by the Company by maintaining an appropriate mix between fixed and floating rate borrowings.

B. Credit risk

Credit risk refers to the risk that the counter party will default on its contractual obligations resulting in financial loss to the Company. The Company is operating through a network of dealers based at different locations. Regular monitoring of the receivables is undertaken by the Marketing Department and in case the limits are exceeded, steps will be taken by the Marketing departments and after discussing with the management of the Company will decide whether to stop or not further supplies to the specific dealer till the amount outstanding is recovered. The marketing team of the Company meets regularly to discuss the credit risks, measures taken to address them and the status and level of risk after the measures taken.

C. Liquidity risk

Prudent liquidity risk management implies maintaining sufficient cash and marketable securities and the availability of funding through an adequate amount of committed credit facilities to meet obligations when due and to close out market positions. Due to the dynamic nature of the underlying businesses, Company maintains flexibility in funding by maintaining availability under committed credit lines. Ultimate responsibility for liquidity risk management rests with the board of directors and it is going to establish an appropriate liquidity risk management framework for the management of the Company's short-term, medium-term and long-term funding and liquidity management requirements. The Company manages liquidity risk by maintaining adequate reserves, banking facilities and reserve borrowing facilities, by continuously monitoring forecast and actual cash flows, and by matching the maturity profiles of financial assets and liabilities.

(i) Financing arrangements

The table below provides details regarding the remaining contractual maturities of financial liabilities as at reporting date

(Rs. lakhs)

Particulars	< 1 Year	1-2 Years	2-5 Years	5+ Years	Total
As at 31st March, 2025					
Borrowings	-	1,337.18	5,023.75	27,085.75	33,446.68
Other financial liabilities	-	-	-	-	-
Total non-current financial liabilities	-	1,337.18	5,023.75	27,085.75	33,446.68
Current borrowings	5879.19		-	-	5,879.19
Trade payables	3,744.44		-	-	3,744.44
Other current financial liabilities	368.00		-	-	368.00
Total current financial liabilities	9,991.63		-	-	9,991.63
As at 31st March, 2024					
Borrowings	-	812.82	4,645.82	25,952.20	31,410.84
Other financial liabilities	-	-	2.76	-	2.76
Total non-current financial liabilities	-	812.20	4,648.58	25,952.20	31,413.60
Current borrowings	3,501.06		-	-	3,501.06
Trade payables	1,159.85		-	-	1,159.85
Other current financial liabilities	320.83		-	-	320.83
Total current financial liabilities	4,981.75		-	-	4,981.75

Note 38: Leases.

Nature of Lease activity by the company-

Operating lease commitments:

The Company's lease assets primarily consist of leases for buildings. The Company recognises right-of-use asset representing its right to use the underlying asset for the lease term at the lease commencement date.

The Company measures the lease liability at the present value of the lease payments that are not paid at the commencement date of the lease. The lease payments are discounted using the interest rate implicit in the lease, if that rate can be readily determined. If that rate cannot be readily determined, the Company uses incremental borrowing rate.

- (a) Movement in lease liabilities during the year ended 31st March 2025 and 31st March 2024.

(Rs. lakhs)

Particulars	For the year ended 31 st March 2025	For the year ended 31 st March 2024
Opening Balance	22.45	42.65
Adjustments	-	(2.82)
Additions	-	-
Finance cost accrued during the year	1.77	3.63
Payment to lease liabilities	(21.46)	(21.01)
Total	2.76	22.45

- (b) Maturity analysis of lease liabilities– contractual undiscounted cash flows:

(Rs. lakhs)

Particulars	For the year ended 31 st March 2025	For the year ended 31 st March 2024
Less than one year	2.76	19.69
One to five years	-	2.76
More than five years	-	-
Total	2.76	22.45

The total cash outflow for leases for year ended March 31, 2025 is Rs. 20,87,113/- (March 2024 Rs.21,01,250/-)

Note 39: IND AS 12 Income Taxes:

During the year under report there is no current tax liability since the company incurred loss for the year.

Deferred tax assets of Rs 2.34 Crs are not recognized in books, considering the probability of non-available of taxable profits in the near future to recover the deferred tax asset.

Note 40: IND AS 19 Employee Benefits:**Defined Benefit Plans:**

(Amount in Rupees)

Defined contribution plan -

Particulars	For the year ended 31 st March 2025	For the year ended 31 st March 2024
i) Employer contribution to PF	49,29,486	42,84,643
ii) Employer contribution to ESI	2,39,872	2,40,253

Gratuity:

Net defined benefit obligation in Balance Sheet:

(Amount in Rupees)

Particulars	For the year ended 31 st March 2025	For the year ended 31 st March 2024
Present Value of Defined Benefit Obligations at the end	49,07,855	32,78,595
Fair Value of Plan Assets at the end	-	-
Funded Status - Deficit / (Surplus)	49,07,855	32,78,595
Unrecognized Past Service Cost	-	-
Effects of Asset Ceiling	-	-
Net Liability / (Asset) at the end of the period	49,07,855	32,78,595

Movement in the Liability recognized in the Balance Sheet

(Amount in Rupees)

Particulars	For the year ended 31 st March 2025	For the year ended 31 st March 2024
Present Value of Obligations as at the beginning	32,52,925	10,04,418
Expenses Recognized in P & L Statement	22,97,736	26,10,833
Benefits Paid	6,68,476	3,36,706
Actual Return on Plan Assets	-	-
Acquisition Adjustment	-	-
Present Value of Obligations as at the end	49,07,805	32,78,595
Current Liability (Short Term)	1,15,094	25,670
Non-Current Liability (Long Term)	47,92,761	32,52,925

Expenses Recognized in the Profit and Loss Account:

(Amount in Rupees)

Particulars	For the year ended 31 st March 2025	For the year ended 31 st March 2024
Current Service cost	21,18,691	19,46,863
Interest Cost on Obligation	2,37,042	-
Past Service Cost	-	6,64,020
Expected Return on Plan Assets	-	-
Amortization of Prior Service Cost	-	-
Net Actuarial (Gain) / Loss to be recognized	(57,997)	-
Transfer In / Out	-	-
Curtailment (Gain) / Loss recognized	-	-
Settlement (Gain) / Loss recognized	-	-
Expense recognized in Profit and Loss Account	22,97,736	26,10,833

Financial Assumptions

The principal financial assumptions used in the valuation are shown in the table below:

Particulars	For the year ended 31 st March 2025	For the year ended 31 st March 2024
Discount Rate (Per Annum)	6.90%	7.23%
Salary Growth Rate (Per Annum)	10.00%	10.00%
Expected Rate of Return on Plan Assets (Per Annum)	0.00%	0.00%

Demographic Assumptions

Particulars	For the year ended 31 st March 2025	For the year ended 31 st March 2024
Mortality Rate (as % of IALM (2012-14) Ult. Mortality Table)	100.00%	100.00%
Disability Rate (as % of above mortality rate)	0.00%	0.00%
Attrition Rate	5.00%	5.00%
Leave Encashment Rate during employment	10.00%	10.00%
Leave Availment Rate	2.00%	2.00%

Sensitivity of Present Value of Obligation to key assumptions:

The financial results are sensitive to the actuarial assumptions. The changes to the Defined Benefit Obligations for increase in decrease of 1% from assumed salary escalation, withdrawal and discount rates are given below:

(Amount in Rupees)

Scenario	DBO	% Change
Under Base Scenario	49,07,855	-
Salary Escalation - Up by 1%	54,71,213	11.48%
Salary Escalation - Down by 1%	44,19,836	-9.94%
Withdrawal Rates - Up by 1%	47,25,308	-3.72%
Withdrawal Rates - Down by 1%	51,08,631	4.09%
Discount Rates - Up by 1%	44,01,377	-10.32%
Discount Rates - Down by 1%	55,07,040	12.21%
Mortality Rates - Up by 10%	49,04,701	-0.06%
Mortality Rates - Down by 10%	49,11,022	0.06%

Leave Encashment:**Net defined benefit obligation in Balance Sheet:**

(Amount in Rupees)

Particulars	For the year ended 31 st March 2025	For the year ended 31 st March 2024
Present Value of Defined Benefit Obligations at the end	34,55,581	27,52,543
Fair Value of Plan Assets at the end	-	-
Funded Status - Deficit / (Surplus)	34,55,581	27,52,543
Unrecognized Past Service Cost	-	-
Effects of Asset Ceiling	-	-
Net Liability / (Asset) at the end of the period	34,55,581	27,52,543

Movement in the Liability recognized in the Balance Sheet

(Amount in Rupees)

Particulars	For the year ended 31 st March 2025	For the year ended 31 st March 2024
Present Value of Obligations as at the beginning	27,52,543	-
Expenses Recognized in P & L Statement	7,03,038	27,52,543
Benefits Paid	-	-
Actual Return on Plan Assets	-	-
Acquisition Adjustment	-	-
Present Value of Obligations as at the end	34,55,581	27,52,543
Current Liability (Short Term)	5,60,716	4,50,752
Non-Current Liability (Long Term)	28,94,865	23,01,791

Expenses Recognized in the Profit and Loss Account:

(Amount in Rupees)

Particulars	For the year ended 31 st March 2025	For the year ended 31 st March 2024
Current Service cost	16,74,986	17,03,446
Interest Cost on Obligation	1,99,009	-
Past Service Cost	-	10,49,097
Expected Return on Plan Assets	-	-
Amortization of Prior Service Cost	-	-
Net Actuarial (Gain) / Loss to be recognized	(11,70,957)	-
Transfer In / Out	-	-
Curtailment (Gain) / Loss recognized	-	-
Settlement (Gain) / Loss recognized	-	-
Expense recognized in Profit and Loss Account	7,03,038	27,52,543

Financial Assumptions

The principal financial assumptions used in the valuation are shown in the table below:

Particulars	For the year ended 31 st March 2025	For the year ended 31 st March 2024
Discount Rate (Per Annum)	6.90%	7.23%
Salary Growth Rate (Per Annum)	10.00%	10.00%
Expected Rate of Return on Plan Assets (Per Annum)	0.00%	0.00%

Demographic Assumptions

Particulars	For the year ended 31 st March 2025	For the year ended 31 st March 2024
Mortality Rate (as % of IALM (2012-14) Ult. Mortality Table)	100.00%	100.00%
Disability Rate (as % of above mortality rate)	0.00%	0.00%
Attrition Rate	5.00%	5.00%
Leave Encashment Rate during employment	10.00%	10.00%
Leave Availment Rate	2.00%	2.00%

Sensitivity of Present Value of Obligation to key assumptions:

The financial results are sensitive to the actuarial assumptions. The changes to the Defined Benefit Obligations for increase in decrease of 1% from assumed salary escalation, withdrawal and discount rates are given below:

(Amount in Rupees)

Scenario	DBO	% Change
Under Base Scenario	34,55,581	-
Salary Escalation - Up by 1%	36,22,960	4.84%
Salary Escalation - Down by 1%	33,00,950	-4.47%
Withdrawal Rates - Up by 1%	34,22,698	-0.95%
Withdrawal Rates - Down by 1%	34,91,527	1.04%
Discount Rates - Up by 1%	32,92,308	-4.72%
Discount Rates - Down by 1%	36,36,371	5.23%
Mortality Rates - Up by 10%	34,54,603	-0.03%
Mortality Rates - Down by 10%	34,56,562	0.03%

Note 41: Earnings per share:

(Amount in Rupees)

Particulars	For the year ended 31 st March 2025	For the year ended 31 st March 2024
(A) Basic EPS:	(111.19)	(68.59)
(i) Net Profit/ (Loss) attributable to Equity Shareholders	(89,18,91,409)	(55,01,63,342)
(ii) Weighted average number of Equity Shares outstanding (Nos.)	80,21,401	80,21,401
(B) Diluted EPS:	(111.19)	(68.59)
(iii) Net Profit/ (Loss) attributable to Equity Shareholders	(89,18,91,409)	(55,01,63,342)
(iv) Weighted average number of Equity Shares outstanding (Nos.)	80,21,401	80,21,401

Note 42: Disclosures as required by Ind AS 115:

(Amount in Rupees)

Particulars	For the year ended 31 st March 2025	For the year ended 31 st March 2024
i) Trade Receivables	3,05,87,193	3,17,94,302
ii) Contract liabilities	1,82,62,552	4,23,18,817

Note 43: Dues to Micro, Small and Medium Enterprises.

(Amount in Rupees)

S. No.	Particulars	For the year ended 31 st March 2025	For the year ended 31 st March 2024
I)	Principal amount remaining unpaid as on 31 st March, 2025	30,80,29,733	35,50,533
II)	Interest due thereon as on 31 st March, 2025 (See note below)	2,35,15,748	Nil
III)	Interest paid by the Company in terms of Section 16 of Micro, Small and Medium Enterprises Development Act, 2006 along with the amount of payment made to the suppliers beyond the appointed day during the year.	Nil	Nil
IV)	Interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the Act.	Nil	Nil
V)	Interest accrued and remaining unpaid as at 31 st March, 2025	2,35,15,748	Nil
VI)	Further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprises for the purpose of disallowance as a deductible expenditure under Section 23 of the Act.	Nil	Nil
VII)	Amount shown against dues to Micro, Small and Medium Enterprises under the head Trade Payables represents amount outstanding as on 31 st March, 2025 which is not due for payment.	2,21,38,046	35,50,533

Note - No interest provision has been recognized in books for outstanding dues to MSME vendors, since as per request from company - vendors have agreed not to charge interest, considering future business opportunities with the company.

Total Outstanding of MSME vendors is Rs 30.80 Crores as on 31.03.2025 which has significantly reduced to Rs 13.60 Crores as on 30.09.2025

Note 45: Previous year figures have been regrouped / reclassified where ever necessary so as to conform with previous year figures.

Recent accounting pronouncements:

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. During the year ended March 31, 2025, MCA has notified Ind AS 117 - Insurance

Contracts and amendments to Ind As 116 - Leases, relating to sale and lease back transactions, applicable from April 1, 2024. The Company has assessed that there is no significant impact on its financial statements.

On May 9, 2025, MCA notifies the amendments to Ind AS 21 - Effects of Changes in Foreign Exchange Rates. These amendments aim to provide clearer guidance on assessing currency exchangeability and estimating exchange rates when currencies are not readily exchangeable. The amendments are effective for annual periods beginning on or after April 1, 2025. The Company has assessed that there is no significant impact on its financial statements.

As per our attached report of even date

For K S Rao & Co

Chartered Accountants

Firm's Regn No.003109S

Sd/-

CA C. Venkateswara Rao

Partner

Membership No.219844

For and on behalf of the Board

M/s Panyam Cements & Mineral Industries Limited

Sd/-

Jagathrakshakan Srinisha

Managing Director

DIN: 01728749

Sd/-

Narayanasamy Elamaran

Director

DIN: 01744259

Place: Chennai

Date: 06-10-2025



**PANYAM CEMENTS AND
MINERAL INDUSTRIES LIMITED**

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