

SHILCHAR TECHNOLOGIES LIMITED



Date: 16.07.2025

To,
Bse Limited
Listing Department
Phiroze Jeejeebhoy Towers,
25th Floor, Dalal Street,
Mumbai - 400 001

SCRIP CODE: 531201

Sub: Notice of 39th Annual General Meeting (“AGM”) and Annual Report 2024-2025

Dear Sir / Madam,

Pursuant to regulation 34(1) of Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are submitting herewith the Annual Report for the Financial Year 2024-2025 of the Company along with the Notice of 39th AGM, which is being sent through electronic mode to those members e-mail address are registered with the Company / Registrar & Share Transfer Agent (“RTA”) of the Company / Depository Participants (“DP”).

The schedule of AGM and other related matters.

Sr. No.	Particulars	Details
1	Details of AGM	Day: Tuesday Date: August 12, 2025 Time: 11:00 a.m. (IST) Through Video Conferencing / Other Audio Visual Means
2	Cut-off date to determine list of members entitled to receive Notice of AGM and Annual Report	Friday, July 11, 2025
3	Cut-off date to determine list of members entitled to receive Dividend for FY 2024-2025	Friday, August 08, 2025
4	Cut-off date to determine list of members entitled to vote on the resolutions	Friday, August 01, 2025

NEAR MUVAL SUB STATION, PADRA JAMBUSAR HIGHWAY, GAVASAD, VADODARA – 391430, INDIA.
PHONE: (+91) 7624090901/2 **E-MAIL:** info@shilchar.com **WEBSITE:** shilchar.com
CIN:L29308GJ1986PLC008387

SHILCHAR TECHNOLOGIES LIMITED



	through remote e-voting and e-voting during AGM	
5	Remote e-voting start time, day and date	9:00 a.m. (IST), Saturday, August 09, 2025
6	Remote e-voting end time, day and date	5:00 p.m. (IST), Monday, August 11, 2025
7	E-voting website of CDSL	www.evotingindia.com
8	Notice of AGM and Annual Report 2024-2025	https://shilchar.com/upload/power_investor_relations/annual-report-2024-2025.pdf

Please receive the same in order.

Thanking You,

Yours Faithfully,

For Shilchar Technologies Limited

Vishnupriya Civichan
Company Secretary & Compliance Officer



The POWER of PERFORMANCE

Shilchar Technologies Limited
Annual Report 2024-25

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Read more about our company initiatives on <https://shilchar.com/ent/investors-desk>

THE POWER OF PERFORMANCE

For nearly four decades, Shilchar Technologies has been a beacon of excellence, building a legacy rooted in quality, customer-centric solutions, technological expertise, and efficient manufacturing. This commitment has enabled us to deliver exceptional performance year after year, earning the trust of customers across utility, industrials, and renewable energy sectors both domestically and globally.

The past financial year marked another milestone in our journey. Buoyant demand for our products in India and export markets, coupled with the successful execution of incremental manufacturing capacity, propelled us to new heights in operational and financial performance. As global energy infrastructure undergoes transformative investments, Shilchar's world-class transformers continue to play a pivotal role in shaping the future of energy systems.

Our ability to design and deliver highly customized, high-efficiency transformers has established us as a preferred partner for leading industrial, utility, and renewable energy players. This distinction is a testimony to our focus on innovation and customer satisfaction.

Looking ahead, we are strategically positioned to capitalize on emerging opportunities. With a robust financial foundation and a clear vision for the future, we are geared for calibrated expansion to scale up our operations and meet the accelerating energy demands of tomorrow. As we embrace this phase of growth, "The Power of Performance" remains at the core of everything we do — driving us to create value for our stakeholders and contribute meaningfully to the global energy transformation.

FY25 PERFORMANCE HIGHLIGHTS

₹ 623 crore

Revenue from Operations

↑ 57%

₹ 185 crore

Operating Profits

↑ 63%

₹ 147 crore

Profit after Taxes

↑ 60%

↑ YOY Change

Safe Harbour Statement

Within this Annual Report, the Company has presented prospective information with the intention of furnishing investors with a comprehensive understanding of its potential, thus assisting them in making well-informed investment decisions. This report, in conjunction with other verbal and written statements periodically issued, incorporates forward-looking statements that outline anticipated outcomes grounded in the strategies and presumptions of its management. Throughout, the Company has made diligent efforts to underscore these statements by employing terms such as 'anticipate,' 'estimate,' 'expect,' 'project,' 'intend,' 'plan,' 'believe,' and similar expressions to discuss forthcoming performance. It's essential to acknowledge that, while exercising prudence in shaping its assumptions, the realisation of these forward-looking statements is not assured. The actual achievement of these outcomes remains subject to uncertainties, risks, and the potential for inaccuracies within its assumptions. In the event that identified or unforeseen risks or uncertainties materialise, or if the foundational presumptions prove to be inexact, the actual outcomes may significantly deviate from the envisaged, estimated, or projected figures. It is important for readers to bear this aspect in mind. The Company is not committed to publicly revise or update any forward-looking statements, regardless of whether such revisions arise from new information, future events, or any other factors.

From the Chairman's Desk

Powering Growth

Dear Shareholders,

I am pleased to write to you, reflecting on what has been a truly remarkable year for Shilchar Technologies. FY25 has been a period of significant achievement, marked by robust growth and operational excellence that has positioned us well to capitalize on the opportunities ahead. Our performance this year is a testament to the unique positioning of our business model, and the trust our customers have placed in us.

THE BACKDROP

The transformer industry in India is currently experiencing unprecedented momentum, driven by large-scale investments across the power generation, transmission, and distribution sectors. These investments are being fuelled by the country's growing energy requirements and its ambitious plans to modernize infrastructure and transition towards renewable energy. Sub-domains such as renewable energy projects and grid upgradation initiatives are also witnessing healthy capital inflows, further providing impetus to the sector. As India's electricity demand is projected to peak at 273 GW in June 2025 – the need to expand and upgrade infrastructure has never been greater.

India's power sector is poised for a transformative decade, with an estimated ₹ 42 trillion investment planned for upgrading infrastructure and meeting rising energy demand, as per some publications. A significant portion of this investment will focus on achieving 500 GW of renewable energy capacity by 2030 – a cornerstone of India's sustainability efforts – and addressing a projected annual growth rate of over 7% in power demand. Plans to add 250 GW of new generation capacity within the next five years further underscore the scale of transformation underway. This environment presents unparalleled opportunities for the transformer industry, which plays a critical role in enabling these advancements.

At Shilchar Technologies, we have spent nearly two decades building expertise in renewable energy applications, export markets and other industrial niches. This focus has positioned us uniquely to leverage the



Our performance this year is a testament to the unique positioning of our business model, and the trust our customers have placed in us.

tailwinds driving growth in both domestic and international markets. Our ability to cater directly to renewable energy projects while simultaneously serving private sector investments across industries gives us a competitive edge. Additionally, buoyant export demand is creating new avenues for growth, reinforcing our belief that Shilchar is well-equipped to thrive in this dynamic environment.

PERFORMANCE REVIEW

FY25 was particularly significant for us as we concluded an additional 3,500 MVA capacity expansion in August 2024, increasing our installed capacity to 7,500 MVA. This milestone has enhanced our ability to meet growing industry demand effectively, with results becoming evident in our performance during the second half of the year. Our production reached ~5,750 MVA during FY25, supported by utilisation of incremental capacity that stood at 77% on a blended basis. This operational scale allowed us to achieve a significant volumetric growth, translating into substantial top-line growth for the Company.

Our Revenue from Operations stood at ₹ 623 Cr, recording a significant increase compared to FY24's ₹ 397 Cr, demonstrating our ability to scale sustainably while maintaining operational efficiency. EBITDA margin stabilized at 30% slightly higher than that of last year,

reflecting operational efficiencies and favourable environment. Treasury & Other Income from our net cash reserves of ₹ 91 Cr. further bolstered profitability, culminating in a PAT of ₹ 147 Cr., a 60% surge from the previous year's ₹ 92 Cr.

Our financial position remains one of our key strengths as we continue forward on this journey of growth and innovation. With a debt-free balance sheet and substantial net cash reserves, we are fully self-sufficient in pursuing future growth objectives through internal accruals alone. Recognizing this strength and taking into account FY25's stellar performance, the Board of Directors has recommended a final dividend of ₹ 12.5 per share for FY25 – a gesture that reflects our commitment to rewarding shareholder trust while ensuring sustainable reinvestment into the business. Additionally, subject to shareholder approval, the Board has also recommended a bonus issue of - 1 new fully-paid up equity share for every 2 share held by eligible investors.

OUTLOOK

Looking ahead, we are actively exploring further capacity expansion at our Gavasad site – a strategic move aimed at aligning with future demand projections from our clientele and broader industry trends. While specific details regarding incremental capacity and capital outlay are yet to be finalized, we remain confident about leveraging this sizable land parcel for sustained growth over many years to come. Even after achieving a total installed capacity of 7,500 MVA during FY25, a significant portion of the Gavasad site remains available for future brownfield expansions – a unique advantage that enables us to build capacity efficiently and quickly as market conditions evolve.

Our approach toward expansion will remain prudent and calibrated as we strive to balance ambition with fiscal responsibility. By focusing on brownfield developments at Gavasad, we can scale faster while maintaining cost efficiency – ensuring that all capital allocation decisions align with our long-term vision and commitment toward delivering value to all stakeholders.

As we step into FY26 with optimism, Shilchar Technologies is well-positioned to seize opportunities in both Indian and global power transmission & distribution markets. The agility built into our operations allows us not only to adapt but also thrive amid changing industry dynamics. Our niche areas of expertise have enabled us to carve out a distinct identity in the market – one defined by quality products, customer-centric solutions, and profitable growth.

Over the years, Shilchar has built remarkable brand equity within its domain – a reputation that extends beyond India into export markets where we are increasingly becoming a sought-after name. This recognition is not only an acknowledgment of our technological capabilities but also a reflection of the trust placed in us by customers worldwide.

As we move forward into FY26 and beyond, we remain committed to fortifying this legacy while striving for excellence in everything we do – from design & innovation to manufacturing transformers that set us apart from the industry.

In closing, I would like to extend my heartfelt gratitude to all stakeholders – our employees, customers, and shareholders – for your trust & support throughout this journey.

Together as partners in progress, I am confident that Shilchar Technologies will continue scaling new heights while delivering sustainable value across all fronts.

Sincerely,

Alay J. Shah

Corporate Profile

Solutions That Energise Lives

Established in 1986, Shilchar Technologies Limited has emerged as one of the most prominent manufacturers of Power and Distribution transformers, with a significant presence in both domestic and international markets.

Serving a diverse clientele across utility, industrial, and renewable energy sectors, Shilchar has built a strong brand reputation for delivering unmatched quality and innovation. Its commitment to excellence has made it a trusted name in the energy transmission and distribution industry.



Premier Brand of Power & Distribution Transformers Since Last 4 Decades

Specialising in Custom-Made Transformers for **Renewables & Industrial** Applications

Production Capacity of **7,500 MVA** with Significant Headroom to Grow Further

Focused on Transformers Up To **50 MVA & 132 kV Class**

Exported Transformers to Over **25+ Countries** Across 5 Continents

Flagship Gavasad Facility Located on an Expansive **17 Acres Plot**

Debt-Free Balance Sheet with Substantial Cash Reserves

Industry-Leading Profitability & Capital Return Ratios

460+ Committed Employees

~43% Revenues from Exports

EVOLUTION

Over nearly four decades, Shilchar has consistently evolved to align with industry trends and technological advancements. The Company began its journey with the manufacturing of R-core transformers, expanded into Ferrite transformers in 1995, and further diversified into Power and Distribution transformers between 2004 and 2007.

Today, Shilchar is recognized as a highly competent supplier of transformers up to 50 MVA and 132 kV class, solidifying its position as a reliable partner for energy infrastructure solutions.

DIVERSE APPLICATION PORTFOLIO

Shilchar Technologies offers an extensive range of transformer solutions tailored to meet the needs of various sectors:

Renewable Energy

Inverter duty transformers for solar applications and generator transformers for wind and hydro projects.

Industrial Applications

Furnace transformers, converter duty transformers, and pad-mounted transformers designed for specialized industrial requirements.

Specialized Solutions

Custom-engineered earthing and isolation transformers to meet specific client needs.

Each product reflects Shilchar's dedication to precision engineering and its ability to integrate advanced technology seamlessly, ensuring that it meets the evolving demands of modern industries. This diverse portfolio underscores Shilchar's commitment to innovation and its pivotal role in powering progress across multiple domains.

KEY DIFFERENTIATORS OF SHILCHAR



OUR VISION AND MISSION

- To be amongst the most respected and trusted companies in the world
- To consistently supply reliable and quality products at competitive costs, matching international standards and thereby create better value for all stakeholders
- To achieve our objectives in an environment of fairness, honesty and integrity towards our customers, employees, vendors, and the society in which we operate
- To attain the best possible quality level in products and all spheres of operations
- To earn the trust and confidence of customers and stakeholders by exceeding their expectations

Track record of excellence:

Nearly four decades of experience as a premier brand in power and distribution transformers

Niche solutions:

Specialising in transformers for renewable energy and industrial applications

Advanced facility:

World-class manufacturing capabilities with 3 production shops and 3 state-of-art testing laboratory and NABH accreditation

Global footprint:

A trusted partner for clients marquee across the globe

Furthering Sustainability:

Committed to supporting renewable energy transitions and efficient energy use

- To strive for innovation, for total customer satisfaction
- To be a technology driven, efficient and environment-friendly Company
- To promote work culture that fosters individual growth, team spirit and encourages creativity
- To encourage new ideas and talent retaining our value system
- To maintain transparency in our work and a high level of integrity



Evolution Over Years

A Legacy of Transformation

Shilchar Technologies' journey is one of persistent progress, innovation and commitment to excellence. Over nearly four decades, we have consistently pushed boundaries to deliver world-class transformers for diverse applications. Over the years, we have evolved from a pioneering domestic manufacturer to a globally recognized name in our industry.

The Foundation Years

1986

Shilchar Technologies was incorporated, laying the foundation for a legacy in power transmission & distribution equipment industry

1990

Entered the R-core transformer market, setting new benchmarks for quality and innovation

1995

Achieved a significant milestone by listing on the Bombay Stock Exchange (BSE) and expanded into Ferrite transformers, broadening our product portfolio

2000

Diversified operations to include Distribution and Power transformers, addressing the evolving needs of the energy sector



A Global Perspective

2008

Made our first foray into international markets by exporting transformers, marking the beginning of our global journey

2010

Entered the renewable energy segment with specialized transformers for solar, wind, and hydro applications, aligning with the global shift toward sustainable energy

2014

Achieved ₹100 crore revenue milestone with a fully utilized manufacturing capacity of 1,000 MVA

Scaling New Heights

2015

Acquired the expansive Gavasad land to support future growth and enhance operational capabilities

2018

Commissioned our state-of-the-art Gavasad facility, increasing production capacity to 4,000 MVA annually and reinforcing our leadership in transformer manufacturing

2024

Expanded production capacity further to 7,500 MVA in August 2024, positioning us to meet growing domestic and global demand

2025

Achieved highest ever revenues & profitability of ₹623 crore & ₹147 crore respectively



Manufacturing Infrastructure

Where Quality Meets Scale

Shilchar Technologies' manufacturing operations reflect its unwavering dedication to delivering excellence in quality and efficiency. Every stage of the production process is meticulously designed and executed to ensure the creation of high-quality transformers that meet the dynamic needs of domestic and international markets. The Company's focus on innovation, precision, and operational synergy forms the backbone of its manufacturing philosophy.



FLAGSHIP FACILITY AT GAVASAD

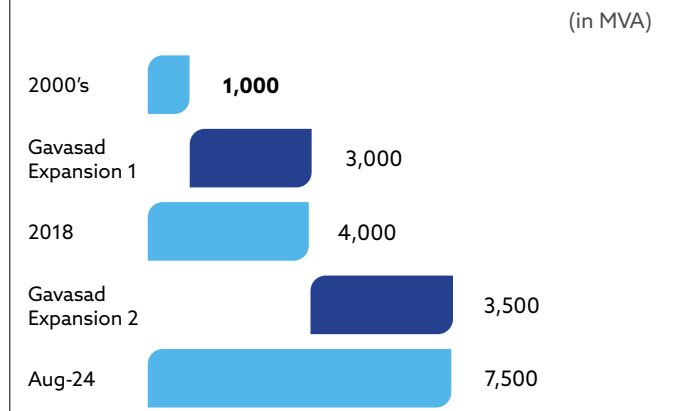
Located in Vadodara, Gujarat, Shilchar's flagship manufacturing facility at Gavasad spans an expansive 17-acre plot. This site serves as the cornerstone of the Company's operations, offering ample space for all foreseeable expansions. Following the recent capacity increase commissioned in August 2024, the facility's annual production capacity has been enhanced from 4,000 MVA to 7,500 MVA, enabling Shilchar to cater to growing market demands efficiently.

To streamline operations and improve synergy, all operations from the old Bil facility were consolidated into the Gavasad facility in 2024. The facility houses three dedicated production shops with tailored layouts for specific product categories:

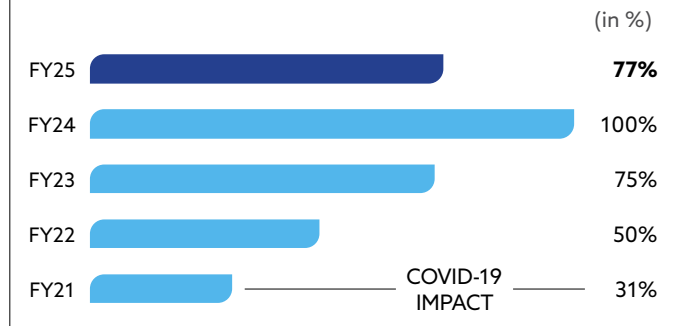
- 5 MVA, 33 kV Class Transformers
- 50 MVA, 132 kV Class Transformers
- Distribution Transformers

PAST EXPANSION PLANS

Capacity Expansion Over The Years



Capacity Utilisation



Note: FY25 capacity utilization on new base of 7,500 MVA

STATE-OF-ART MANUFACTURING OPERATIONS

Shilchar's manufacturing operations are powered by a skilled workforce of over ~460 employees and superior technical capabilities that ensure precision and reliability in every product. The Company employs integrated ERP systems like SAP to streamline workflows from customer inquiries to final shipments. Additionally, cutting-edge tools such as Solid Edge for 3D design enable innovation and accuracy during product development.

The manufacturing process encompasses end-to-end excellence across engineering, procurement, production, and testing stages. This holistic approach ensures that every transformer produced meets stringent quality standards while adhering to customer-specific requirements.

Manufacturing Infrastructure

ADVANCED INFRASTRUCTURE

Shilchar's infrastructure is designed to deliver precision engineering while maintaining superior cleanliness and operational efficiency. The facility features a dust-free environment achieved through positive air pressure maintained by an advanced HVAC system and epoxy flooring. A dedicated winding shop equipped with PLC-based automatic foil winding machines and argon/helium gas-based brazing facilities ensures precision during critical manufacturing stages.

Material storage is streamlined through a robust warehouse integration system that leverages SAP ERP for traceability and seamless operations. The facility also boasts a NABL-accredited testing laboratory equipped with industry-leading equipment capable of conducting routine, special, and type tests as per IS 2026 and IEC 60076 standards.

CERTIFICATION THAT REFLECTS OUR STANDARDS

Shilchar's commitment to quality, safety, and sustainability is exemplified through its globally recognized certifications:



ISO 9001:2015 for Quality Management Systems.

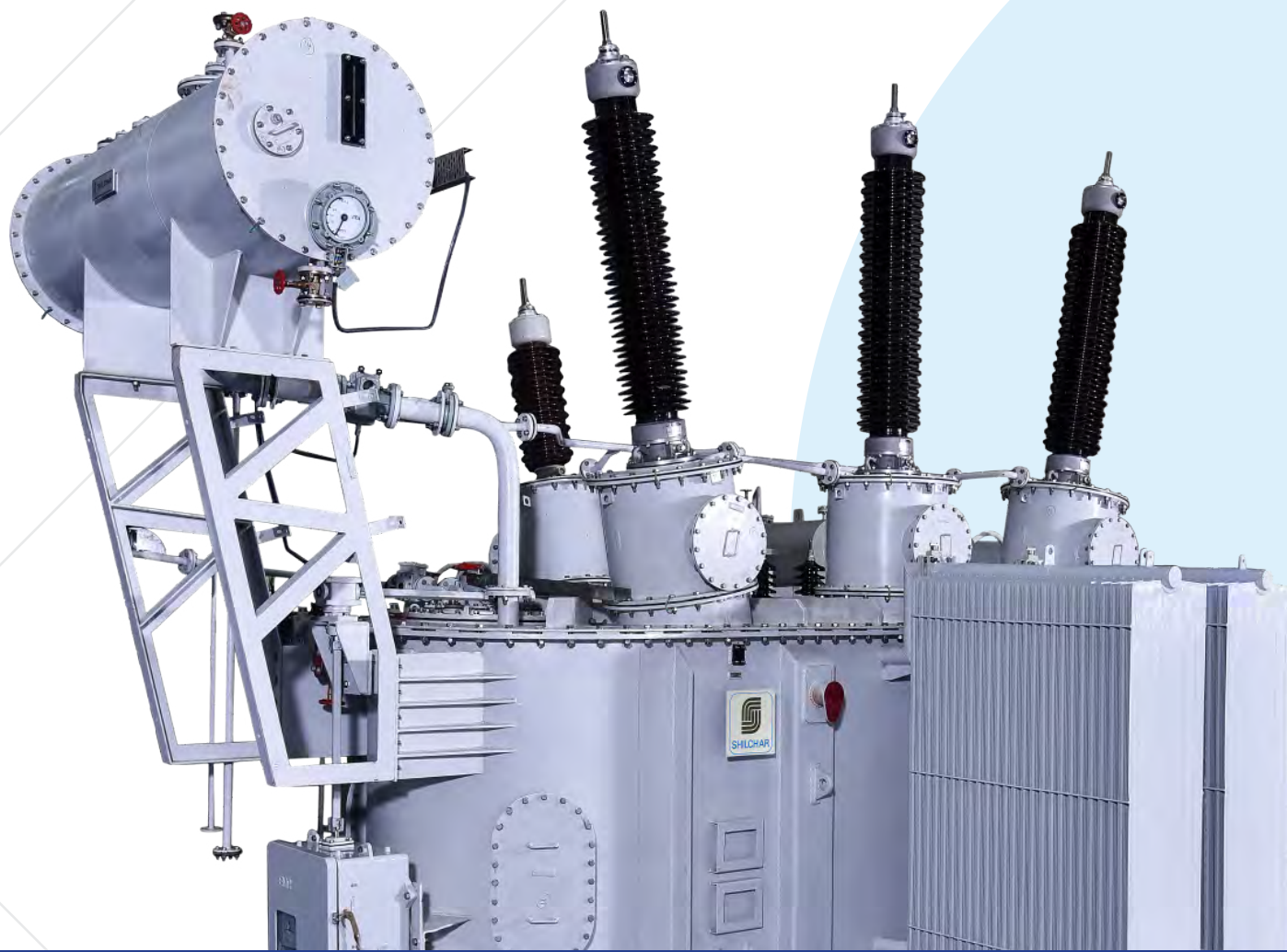


ISO 14001:2015 for Environmental Management Systems.



ISO 45001:2018 for Occupational Health and Safety Management Systems.

These certifications underscore Shilchar's promise of delivering transformers that exceed customer expectations while adhering to stringent global standards.



QUALITY ASSURANCE

Quality is at the core of Shilchar's operations. The Company employs rigorous testing processes at every stage of manufacturing to ensure its products meet the highest industry standards. As an ISO-certified organization with NABL-accredited testing facilities, Shilchar adheres to stringent parameters set by IS and IEC guidelines.

The testing infrastructure includes an in-house impulse generator capable of chopping up to 900 kVp/90 KJ and advanced high-voltage testing equipment up to 300 kV/1 Amp. A partial discharge-free testing lab supports transformers up to the 132 kV class while simultaneous testing across 3 laboratories enhances efficiency. These capabilities ensure that every transformer leaving Shilchar's facility is reliable, efficient, and built for excellence.

MANUFACTURING PHILOSOPHY

At Shilchar Technologies, manufacturing is driven by a customer-centric philosophy that prioritizes bespoke solutions over stock-and-sell models. The Company specializes in made-to-order transformers tailored precisely to customer specifications. Its team of skilled engineers leverages strong in-house design & engineering capabilities with active involvement of top management.

Shilchar's approach emphasizes quick order fulfilment without compromising quality while optimizing efficiency through a robust domestic supply chain. By outsourcing lower value-add components strategically, the Company maintains flexibility while focusing on delivering superior design and engineering solutions. This philosophy enables Shilchar Technologies to remain a trusted partner in providing innovative transformer solutions that meet diverse customer needs worldwide.

Products & Applications

Innovative Solutions. Diverse Applications.

Shilchar Technologies' product portfolio exemplifies its commitment to addressing a diverse range of energy needs across industries, geographies, and sectors. With a robust line-up of transformers designed for varied applications, the Company powers progress in critical areas such as renewable energy, heavy industries, and utility. From inverter duty transformers for solar applications to generator transformers for wind and hydropower, Shilchar's products are engineered with precision, reliability, and sustainability at their core.

Backed by decades of expertise, Shilchar continues to lead the way in transformer innovation. Its in-house engineering capabilities, stringent quality assurance processes, and focus on customer-centric solutions enable the Company to remain at the forefront of the power distribution and renewable energy sectors. By combining advanced technology with a deep understanding of market needs, Shilchar delivers solutions that not only meet but exceed global standards, solidifying its position as a trusted partner in powering the future.

PRODUCT PORTFOLIO

Power Transformers

Used at the point of power generation | Up to **66 kV class**

Distribution Transformers

Used in power distribution networks | Up to **33 kV class**

Inverter Duty Transformers - Solar

Used in solar power projects along with inverters | Up to **33 kV class**

Generator Transformers - Wind

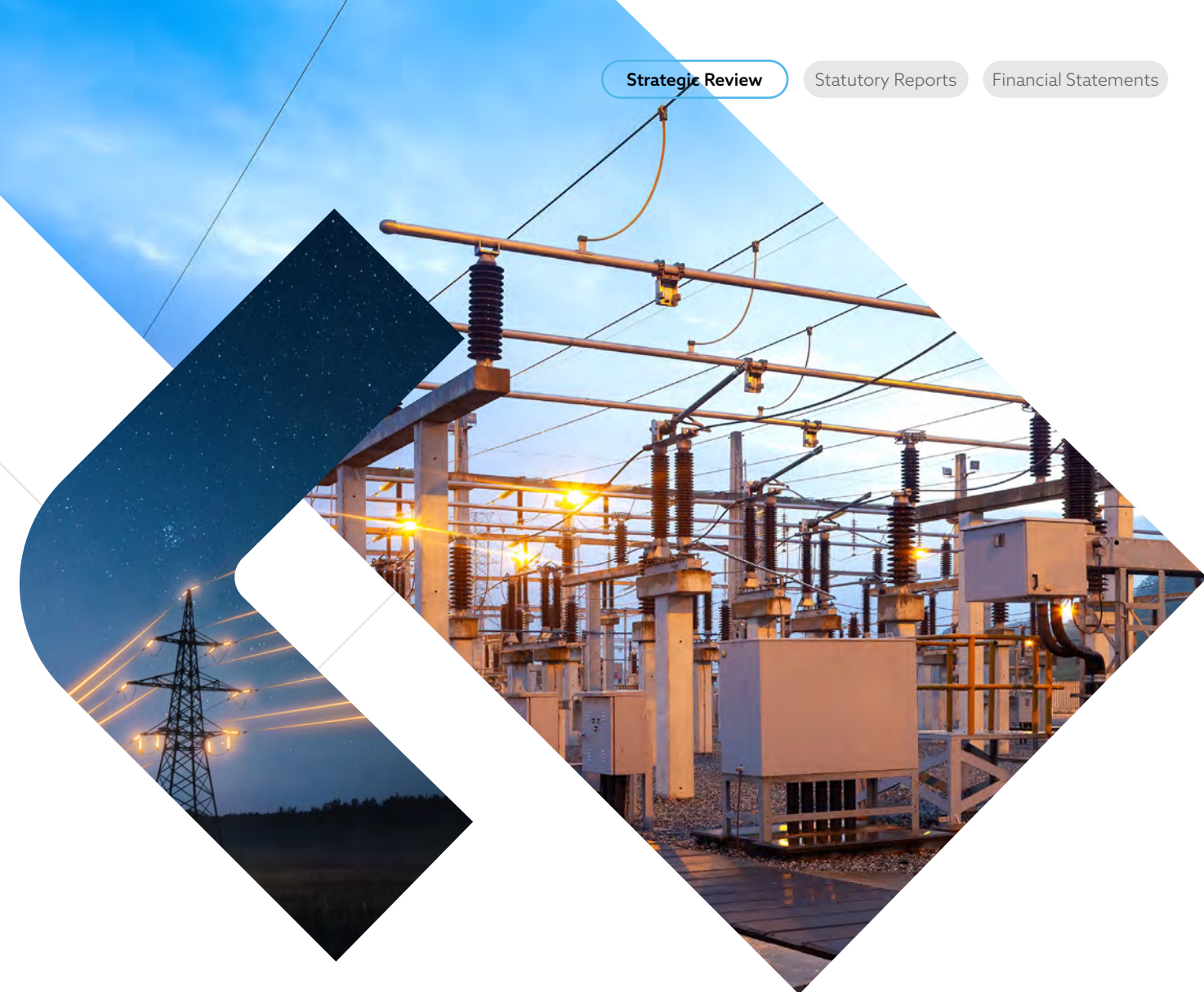
Used in wind power projects along with windmill generator | Up to **33 kV class**

Hydro Transformers

Used in hydro power projects along with the turbine | Up to **132 kV class**

Furnace Transformers

Used in steel plants for powering the furnace | Up to **33 kV class**



INDUSTRIAL APPLICATIONS



Private-Sector Utilities



Solar Energy



Wind Energy



Hydro Energy



Steel



Cement



Sugar



Hydrocarbon



Oil & Gas



Large-Scale EPC Players



Private-Sector Corporates

Global Presence

Trusted Name Globally

Shilchar Technologies has established itself as a trusted name in the global transformer market, meeting the growing demand across diverse sectors and geographies. Whether for traditional applications or emerging industries, Shilchar's transformers are tailored to fulfil requirements for both new capacity additions and replacement demand. As global clients increasingly seek reliable and experienced partners, Shilchar remains committed to delivering cutting-edge technology and customized solutions that address their specific needs.

Over the past 18 years in export markets, Shilchar has built a robust international presence, supplying to over 25 countries across 5 continents. This extensive network enables the Company to contribute to the energy needs of various industries worldwide, including utilities, heavy industries, and renewable energy projects. Shilchar's focus on precision engineering, sustainability, and reliability has been instrumental in positioning itself as a prominent player on the global stage.

Exports have consistently been a growing contributor to Shilchar's business, accounting for nearly 43% of its revenue in FY25. The Company's ability to deliver world-class transformers has earned it business in key markets such as the America, Middle East, Europe, Africa, and Asia. By leveraging its advanced manufacturing capabilities and stringent quality assurance processes, Shilchar continues to expand its footprint globally while maintaining strong relationships with its international clients.

EXPORT PRESENCE

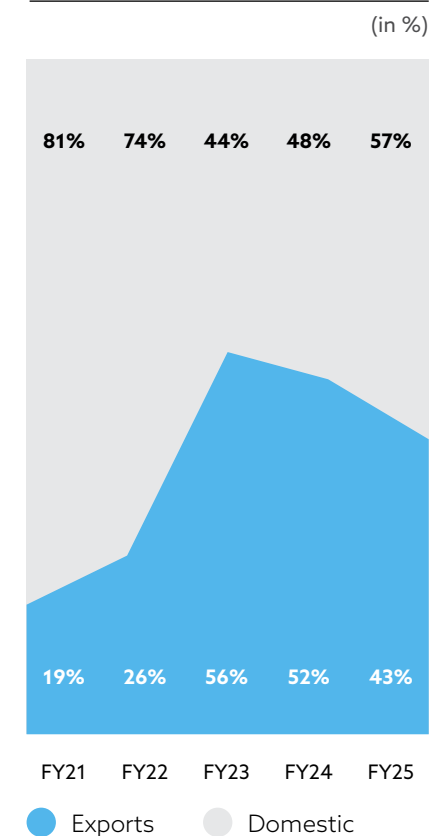
- 1 **AMERICAS**
USA | Chile | Canada
- 2 **EUROPE**
Iceland | Slovenia | Romania
- 3 **MIDDLE EAST**
Kuwait | UAE | Saudi Arabia | Yemen | Oman | Iraq
- 4 **AFRICA**
Egypt | Nigeria | Togo | Burkina Faso | Uganda
Namibia | Kenya | Ecuador | Botswana
- 5 **ASIA**
Vietnam | Indonesia | Malaysia | Bangladesh



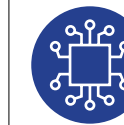
Map not to scale, only for illustration purpose



Meaningful Export-Mix



Key Factors Driving Export Success:



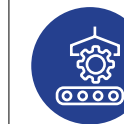
Technological capabilities

Robust technological and engineering capabilities allowing us to deliver exceptional solutions



Exceptional quality and service

Our transformers meet the most stringent quality standards, making us a preferred choice for repeat customers and new entrants alike



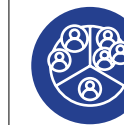
Competitive lead times

Apart from quality we offer competitive lead times as a result of our streamlined & efficient manufacturing processes



Robust customer relationships

We prioritise nurturing long-term partnerships with our clients, ensuring satisfaction through consistent quality and innovation



Preferred by established markets

The critical nature of transformers has resulted in a global preference for established suppliers like us, ensuring sustained demand

Right to Win

Strategic Advantages Driving Leadership

Shilchar Technologies has consistently established itself as a leader in the transformer industry by leveraging a comprehensive set of competitive strengths that ensure resilience, adaptability, and superior market performance.

EXCELLENCE IN MASS CUSTOMISATION

Shilchar's ability to deliver customised transformer solutions at scale is a defining feature of its business model. By prioritising tailored manufacturing over the traditional stock-and-sell model, the Company meets the precise requirements of customers across diverse applications and geographies. This approach has enabled Shilchar to cater to niche segments such as renewable energy and industrial applications, cementing its reputation as a reliable partner for specialised solutions.

ROBUST FINANCIAL FOUNDATION

With a debt-free balance sheet and ample cash reserves, Shilchar enjoys exceptional financial stability. This strong foundation allows the Company to invest flexibly and strategically in growth initiatives, expand capacity, and streamline operations. As a result, Shilchar ensures sustainable value creation for its stakeholders.

GLOBAL REACH AND MARKET DIVERSIFICATION

Shilchar's international presence spans over 25 countries across 5 continents. Its diversified portfolio serves private utilities, renewable energy sectors, steel, cement, oil & gas industries, and EPC players. This broad market footprint minimizes dependency on any single geography or sector, ensuring consistent growth and stability.

BARRIERS TO ENTRY IN NICHE MARKETS

Decades of proven expertise in performance, quality, and competitive pricing have created significant entry barriers in Shilchar's specialised product segments. Long-standing client relationships built on trust and reliability further reinforce its leadership position in these niche markets.

OPERATIONAL EFFICIENCY

Shilchar's operational framework is designed for maximum efficiency. By leveraging a robust domestic supply chain and outsourcing lower value-add components strategically, the Company focuses on assembly-driven manufacturing processes. This approach ensures rapid order fulfilment while maintaining stringent quality standards.

ADVANCED DESIGN & ENGINEERING CAPABILITIES

Shilchar employs cutting-edge technologies such as Solid Edge for 3D design and SAP for seamless workflow management across all operations. Supported by a dedicated engineering and design team, these tools enable the Company to deliver superior transformers tailored to customer specifications while ensuring rigorous quality testing at every stage of production.

FOCUS ON RENEWABLE ENERGY SOLUTIONS

As a key supplier to the renewable energy sector, Shilchar plays an integral role in supporting renewable energy transitions. With specialised transformers designed for solar, wind, and hydro applications, the Company aligns with government initiatives and industry trends promoting sustainable energy solutions. By contributing to renewable energy adoption and improving energy efficiency, Shilchar actively supports global sustainability goals.

LEGACY OF EXCELLENCE

With nearly four decades of expertise in the transformer industry, Shilchar has built a legacy rooted in innovation, quality, and excellence. Its ability to adapt to evolving market demands has solidified its position as a premier brand in power and distribution transformers.

WORLD-CLASS MANUFACTURING INFRASTRUCTURE

Shilchar's state-of-the-art manufacturing facility is designed to deliver precision engineering, high-capacity production, and streamlined processes. With ample land earmarked for future expansions, the facility ensures that Shilchar remains ahead of market demands while maintaining operational efficiency.

SKILLED WORKFORCE

To support its growing operations, Shilchar invests heavily in hiring and training skilled talent. The workforce combines decades of experience with fresh expertise, ensuring operational excellence and precision across all functions.



Board of Directors

Leading With Purpose



02
Executive Director

04
Non-Independent and Executive Director

MR. ALAY SHAH C

Mr. Alay Shah, aged 59 years, is the son of the late Shri Jitendra Shah, the Chairman and Founder Director of the Company. He has been associated with the Company as one of the Promoter Directors since its incorporation. He holds a Bachelor of Science degree with a specialization in Electronics and possesses more than 33 years of experience in various areas of business, including production, finance, marketing, and administration. Additionally, he is the Chairman of the Corporate Social Responsibility Committee of the Company and attends meetings of the Audit Committee as an invitee.

MR. AASHAY SHAH R

Mr. Aashay Shah is the son of Mr. Alay J. Shah, Promoter and Managing Director of the Company. He holds a Bachelor of Science degree in Electrical Engineering from the University of Illinois, Urbana-Champaign, USA, and a Master of Business Administration from Cass Business School, London, UK. Mr. Aashay Shah served the Company as Manager - Operations from January 2014 to August 2016, overseeing various departments including marketing, production, procurement, and design. Since October 2017, he has been serving as Manager - Business Development at Shilchar Technologies Limited. He is the Chairman of the Risk Management Committee.

MR. ZARKSIS PARABIA C N S

Mr. Zarksis J. Parabia, aged 52 years, is a Mechanical Engineer with versatile and extensive experience in the transportation of super heavy, over-dimensioned equipment, material management, and erection of power transformers across India. He has rich experience handling various facets of the corporate world both in India and abroad. Mr. Zarksis Parabia is the Chairman of the Nomination & Remuneration Committee and a member of the Stakeholder Relationship Committee and Audit Committee of the Board. He does not hold any shares in the Company.

MR. RAJESH VARMA A C R

Mr. Rajesh Varma, aged 61 years, holds a B.Com degree from the University of Mumbai and is a Fellow Chartered Accountant (FCA) from ICAI. He is a senior professional advisor and consultant specializing in internal controls, risk assessment, and corporate governance. He has undertaken several business valuations for foreign and domestic companies as well as private equity funds. He has also served as a member of the Expert Committee on Power and Energy Conservation of the Bombay Chamber of Commerce and Industry. Mr. Varma is the Chairman of the Audit Committee and a member of the Nomination & Remuneration Committee, Corporate Social Responsibility Committee, and Risk Management Committee.

MR. RAKESH BANSAL A C N S

Mr. Rakesh Bansal, aged 59 years, is the President of Shakun Polymers Private Limited, part of Alphagary, an Orbia Business. He completed his schooling at The Daly College, Indore, and earned a Bachelor's degree in Commerce and Marketing from Maharaja Sayajirao University of Vadodara. He is the Chairman of the Stakeholder Relationship Committee and a member of the Audit Committee, Nomination & Remuneration Committee, and Corporate Social Responsibility Committee.

MS. NANDINI TANDON

Ms. Nandini Tandon, aged 51 years, is a gold medallist from M.S. University with a postgraduate degree in Science. She is the Founder and Chief People Officer at Indusface, a TCGF II (Tata Capital)-funded, award-winning Application Security SaaS company with over 5,000 global customers. She was part of the founding leadership team at Indusface, which has emerged as a fast-growing, profitable leader in the application security domain. Ms. Tandon is a member of the Audit Committee, Nomination & Remuneration Committee, and Stakeholder Relationship Committee.

● Chairperson ○ Member

A - Audit Committee

N - Nomination & Remuneration Committee

S - Stakeholder's Relationship Committee

C - Corporate Social Responsibility Committee

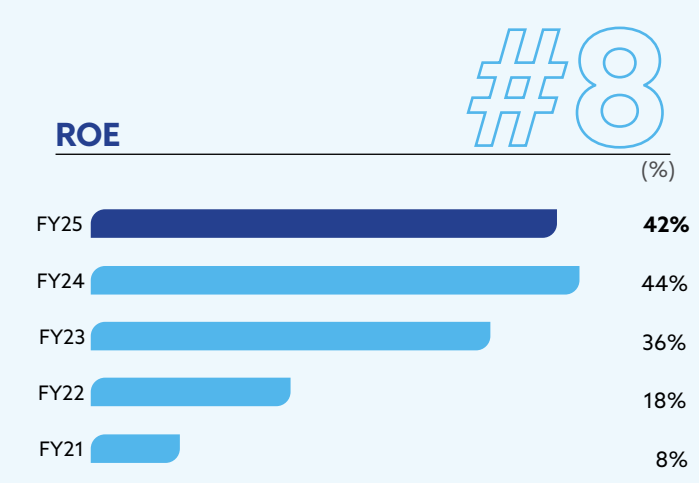
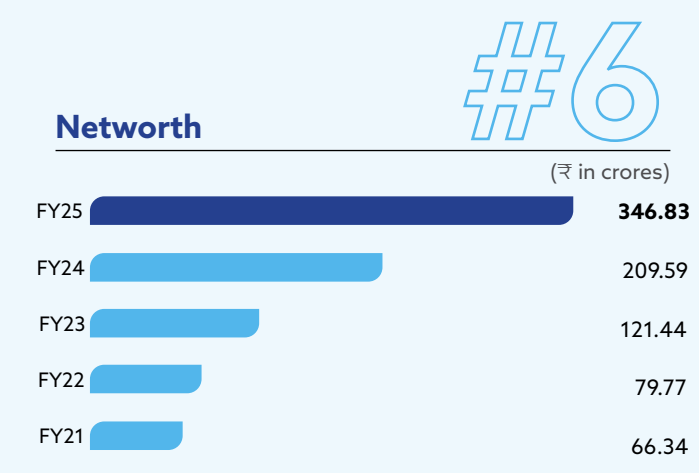
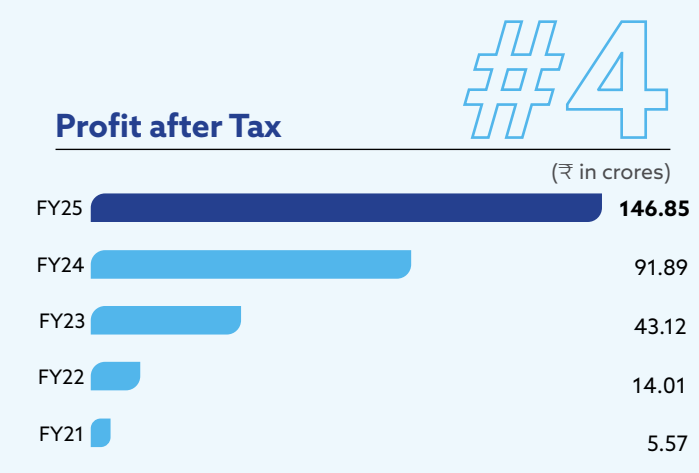
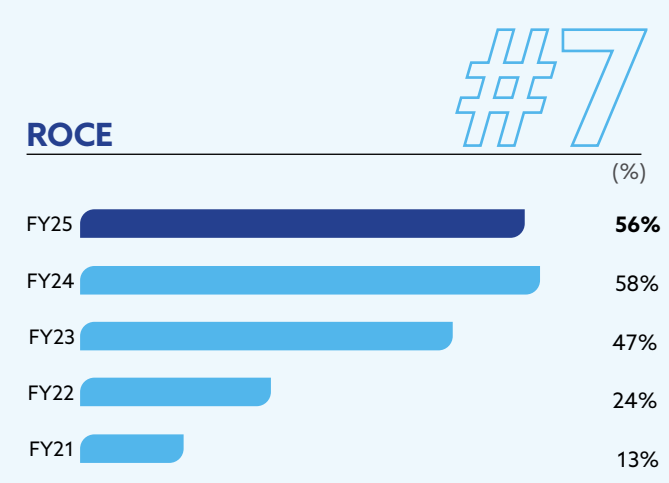
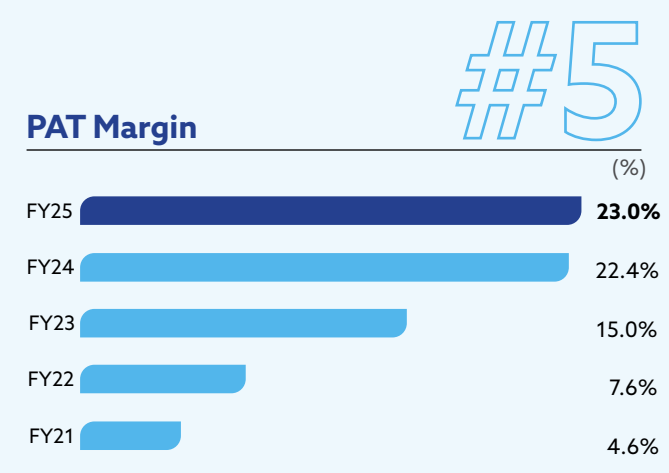
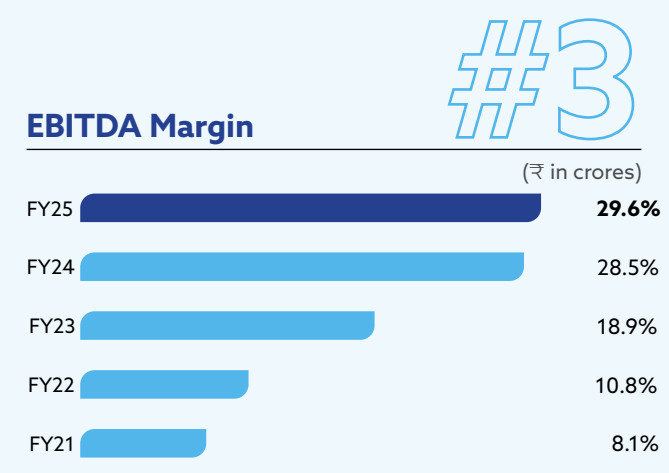
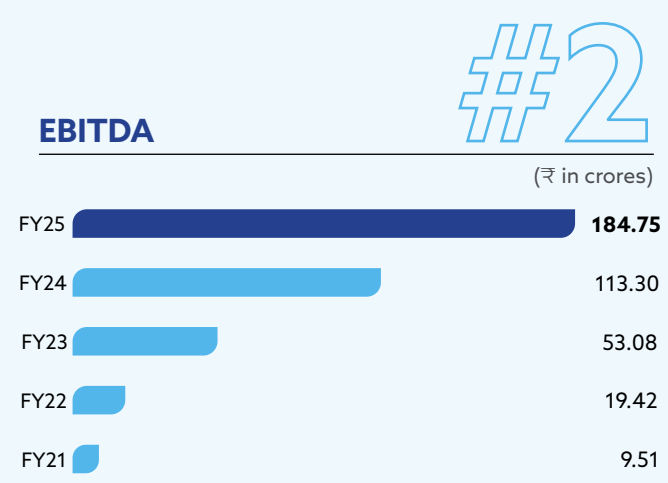
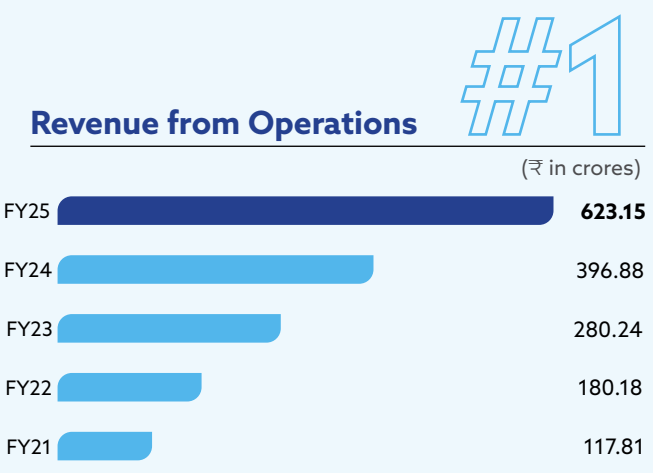
R - Risk Management Committee

Key Performance Highlights

Tracking Our Progress

₹ 623 crore
Revenue from Operations

30%
EBITDA Margins



Corporate Information

BOARD OF DIRECTORS

Mr. Alay J. Shah

Chairman & Managing Director

Mr. Aashay A. Shah

Executive Director

Ms. Reshma S. Patel

Non-Executive Independent Director
(upto 27th March, 2025)

Mr. Zarksis Parabia

Non-Executive Independent Director

Mr. Rajesh Varma

Non-Executive Independent Director

Mr. Rakesh Bansal

Non-Executive Independent Director

Ms. Nandini Tandon

Non-Executive Independent Director

Mr. Prajesh K. Purohit

Chief Financial Officer

Ms. Mauli Rushil Mehta

Company Secretary &
Compliance Officer upto 28th February, 2025

Ms. Vishnupriya Civichan

Company Secretary &
Compliance Officer w.e.f 1st April, 2025

BANKERS

HDFC Bank Limited

The Hongkong and Shanghai Banking Corporation Limited

IDBI Bank Limited

AUDITORS

M/s. CNK & Associates LLP,
Chartered Accountants,
The Nirat, 3rd Floor, 18-Windward Business Park,
Behind Emerald One Complex,
Jetalpur Road,
Vadodara - 390 007, Gujarat.

REGISTERED OFFICE

BLOCK NO. 460,
Near Muval Sub-Station,
Padra-Jambusar Highway,
Gavasad, Vadodara, Padra,
Gujarat, India, 391430.
Phone: +91 265 2680466
E-mail ID: info@shilchar.com
Fax: +91 265 2680611
Website: www.shilchar.com
CIN: L29308GJ1986PLC008387

REGISTER & TRANSFER AGENT

MCS Share Transfer Agent Limited

1st Floor, Neelam Apartment,
88, Sampatrao Colony,
Above Chappanbhog Sweet,
Alkapuri, Vadodara - 390 007, Gujarat.
Phone: +91 265 2314757/2350490
E-mail ID: mcsitdbaroda@gmail.com

Notice

NOTICE is hereby given that the 39th Annual General Meeting ("AGM") of the members of **Shilchar Technologies Limited** will be held on Tuesday, 12th August, 2025 at 11:00 a.m. (IST) through video conference ("VC")/other Audio-Visual Means ("OAVM") to transact the following business. The venue of the meeting shall be deemed to be the Registered office of the Company situated at BLOCK NO. 460, Near Muval Sub-Station, Padra-Jambusar Highway, Gavasad, Vadodara, Padra, Gujarat, India, 391430.

ORDINARY BUSINESS:

- To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended on 31st March, 2025 including the Balance Sheet as at 31st March, 2025 and the Statement of Profit and Loss and Cash Flow for the year ended on that date together with the reports of the Board of Directors and Auditors thereon.**

"RESOLVED THAT the Audited Financial Statement of the Company, the Boards Report and the Auditors' Report thereon for the financial year ended on 31st March, 2025 be and are hereby received, approved and adopted."

- To declare a Dividend on equity shares of the Company for the financial year ended 31st March, 2025.**

"RESOLVED THAT the Dividend at the rate of ₹ 12.50/- per Equity Share of ₹ 10/- each fully paid-up of the Company, as recommended by the Board of Directors, be and is hereby declared for the financial year ended March 31, 2025 and the same be paid out of profits of the Company."

- To appoint a Director in place of Mr. Aashay Alay Shah (DIN: 06886870), who retires by rotation and being eligible, offers himself for re-appointment.**

"RESOLVED THAT Mr. Aashay Alay Shah (DIN: 06886870), a Director of the Company who retires by rotation at this Meeting being eligible for re-appointment, be and is hereby re-appointed as Director of the Company whose period of Office shall be liable to determination by retirement of Director by rotation."

SPECIAL BUSINESS:

- Remuneration to the Cost Auditors for the financial year 2025-26:**

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

"RESOLVED THAT pursuant to provision of Section 148(3) of the Companies Act, 2013 read with Rule 4 of Companies (Audit & Auditors) Rules, 2014 and upon recommendation Audit committee and as proposed by the Board, consent of the Company be and is hereby accorded to pay remuneration of ₹ 25,000/- excluding out of pocket expenses plus applicable GST to Cost Auditors of the Company M/s. K H Shah & Co, Cost Accountants, Vadodara for the FY 2025-26.

RESOLVED FURTHER THAT the Board of Directors and/or its delegated authority be and is hereby authorized to do all acts and to take all such steps as may be

necessary, proper or expedient to give effect to the above resolution."

- Appointment of Secretarial Auditors for a term of 5 years from the financial year 2025-26:**

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

"RESOLVED THAT pursuant to Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with the provisions of Section 204(1) of the Companies Act, 2013 and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and other applicable provisions, if any, of the Companies Act, 2013, (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and as per the recommendations of Board of Directors of the Company, consent of the Members be and is hereby accorded for appointment of M/s. KSPS & Co LLP, Company Secretaries (LLPIN-ABC-4707) as the Secretarial Auditors of the Company to hold office for a term of 5 (five) consecutive years commencing from FY 2025-26 to FY 2029-30.

RESOLVED FURTHER THAT the Key Managerial Personnel of the Company be and are hereby severally authorized to determine the remuneration of the Secretarial Auditors including the revision in the remuneration during the tenure, if any, basis the inflation, in consultation with the Secretarial Auditors, in addition to reimbursement of all out-of-pocket expenses, to be incurred by them in connection with the Secretarial Audit and to file necessary forms with Registrar of Companies and to do all such acts, deeds and things, as may be necessary, to give effect to the above said resolution."

- To Approve Listing of Equity Shares of the Company with Main Board of National Stock Exchange of India Limited (NSE):**

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

"RESOLVED THAT pursuant to the applicable provisions of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Securities and Exchange Board of India Act, 1992, the Companies Act, 2013, and other applicable laws, rules, regulations, circulars, notifications, and guidelines (including any statutory

modifications, amendments, or re-enactments thereof for the time being in force), as notified by the Securities and Exchange Board of India (SEBI), the Ministry of Corporate Affairs (MCA), and any other relevant authorities, and subject to the necessary approvals, permissions, consents, and sanctions from the concerned regulatory and statutory authorities, the consent of the Members of the Company be and is hereby accorded for the Direct Listing of the Company's Equity Shares, which are presently listed on the Main Board of BSE Limited (BSE Main Board), on the Main Board of the National Stock Exchange of India Limited (NSE Main Board), in accordance with the applicable procedures, rules, and regulations specified by SEBI, stock exchanges, and other authorities from time to time.

RESOLVED FURTHER THAT upon obtaining the necessary approvals and upon admission for dealing and trading on the NSE Main Board, the Equity Shares of the Company shall be listed and traded on both the BSE Main Board and the NSE Main Board

simultaneously, from such date as may be approved and notified by NSE.

RESOLVED FURTHER THAT the Board of Directors of the Company (including any committee thereof), be and is hereby authorized to do all such acts, deeds, matters, and things as may be necessary, desirable, or expedient, including but not limited to making necessary applications, alteration, modification, rectification, filings, submissions, and representations to SEBI, NSE, BSE, MCA, and any other regulatory/statutory authorities, to settle any questions, difficulties or doubts that may arise in this regard, and to take all such steps as may be deemed necessary for giving effect to this resolution.

RESOLVED FURTHER THAT any of the Directors and/or the Company Secretary of the Company be and are hereby authorized jointly and severally to do all such acts, deeds and things as may be necessary and expedient to give effect to the above resolution, on behalf of the Company."

By order of the Board of Directors
For **Shilchar Technologies Limited**

Date: 21st April, 2025
Place: Gavasad, Vadodara

Vishnupriya Civichan
Company Secretary

Notes

1. The Register of members and Share Transfer Books of the Company will remain closed from 9th August, 2025 to 12th August, 2025 (both days inclusive) for annual closing and determining the entitlement of shareholders to the final dividend for 2024-25.
2. The Explanatory statement pursuant to Section 102 of the Companies Act, 2013, which sets out the details relating to the special business at the meeting, is annexed hereto.
3. The Ministry of Corporate Affairs ("MCA") has vide its Circular No. 14/2020 dated 8th April, 2020, Circular No.17/2020 dated 13th April, 2020 and Circular No. 20/2020 dated 5th May, 2020, Circular No. 2/2022 dated 5th May, 2022, Circular No. 10 dated 28th December, 2022, General Circular No. 09/2023 dated 25th September, 2023 and General Circular No. 09/2024 dated 19th September, 2024 issued by the Ministry of Corporate Affairs (collectively referred to as "MCA Circulars") and SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12th May, 2020 and SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15th January, 2021, SEBI/HO/CFD/CMR2/CIR/P/2022/62 vide dated 13th May, 2022, SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 5, 2023 and circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated 3rd October, 2024 (collectively referred to as "SEBI Circulars") permitted the holding of the AGM through video conferencing (VC) or other audio visual means (OAVM) without the physical presence of the members at a common venue. Accordingly, in line with the above Circulars, the AGM of the Company will be held through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with said Circulars. The Registered office of the Company shall be deemed to be venue of the AGM.
4. Since this AGM is being held through VC/OAVM, pursuant to MCA Circulars and SEBI Circulars, physical attendance of the members has been dispensed with. Accordingly, the facility for appointment of proxies by the members will not be available for this AGM and Proxy Form, Attendance slip and Route Map are not annexed to this Notice.
5. In compliance with the aforesaid MCA Circulars and SEBI Circulars, Notice of the AGM along with the Annual Report is being sent only through electronic mode to those Members whose email addresses are registered with the Company/Depositories. Members may note that the Notice and Annual Report will also be available on the Company's website www.shilchar.com, website of Stock Exchanges i.e. BSE Limited at www.bseindia.com and on the website of Central Depository Services Limited at www.cdslindia.com.
6. In case of joint holders attending the meeting, only such joint holder who is higher in the order of names will be entitled to vote.
7. SEBI vide its Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2021/655 dated 3rd November 2021 read with SEBI Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/C/2021/687 dated 14th December, 2021 ("Circulars"), requires listed companies to record and register the KYC details of all incomplete folio (including joint holders) i.e. PAN, contact details (postal address, Mobile Number & E-mail), Nomination and Bank Account details of first holder and in order to comply with the this Circulars, the Company has sent individual communications to the physical shareholders whose KYC details are pending to be updated and the members are requested to please update/complete the above details at earliest.
8. As per SEBI Notification No. SEBI/LAD-NRO/GN/2022/66 dated 24th January, 2022, amending Regulation 40 of the SEBI Listing Regulations, 2015, transfer, transmission or transposition of securities can only be done in dematerialized form with effect from 24th January, 2022.
9. In accordance with SEBI Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/8 dated 25th January, 2022 all the listed companies are required to issue the securities in dematerialized form only while processing any service request of the investor holding shares in physical. In pursuance thereof, Company shall verify and process the service requests received from the investors and upon verifying the documents submitted therefore, a 'Letter of confirmation' shall be issued to the claimant/securities holder to get the shares in demat form instead of sending physical share certificate(s). In case the security holder/claimant fails to submit demat request along with such 'Letter of confirmation' within 120 days from the date thereof, such shares shall be credited to the "Suspense Escrow Demat Account" of the Company. The concerned shareholder can claim his/her shares back from such account by placing service request.
10. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.
11. Process for those shareholders whose E-mail IDs are not registered:
 - a) **For Physical shareholders:** please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to Company/RTA E-mail ID.
 - b) **For Demat shareholders:** please provide Demat account details (CDSL-16 digit beneficiary ID or NSDL-16 digit DPID + CLID), Name, client master or copy of Consolidated Account statement, PAN

(self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to Company/RTA E-mail ID.

12. With effect from 1st April, 2014, inter-alia, provisions of Section 149 of Companies Act, 2013, has been brought into force. In terms of the said Section read with Section 152(6) of the Act, the provisions of retirement by rotation are not applicable to Independent Directors. Accordingly, Mr. Aashay Alay Shah (06886870), Director will retire at the ensuing annual general meeting and being eligible offers himself for re-appointment.
13. In terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard-2 of the General Meetings, particulars of director seeking appointment/re-appointment at the ensuing annual general meeting is given in annexure to this notice.
14. Statement as required under Section 102 of the Companies Act, 2013 and SEBI Listing Obligations and Disclosure Requirements) Regulations, 2015 is annexed hereto.
15. Subject to the provisions of Section 126 of the Companies Act, 2013, dividend as recommended by the Directors for the year ended 31st March, 2025, if declared, will be payable to those Members, whose names appear in the Register of Members as at the close of business on 8th August, 2025 and in respect of shares held in dematerialized form, as per the list of beneficial owners furnished to the Company by NSDL/CDSL, as at the close of business on 8th August, 2025. The dividend warrants will be posted on or about 30th August, 2025.
 - 15.1.1 In respect of shares held in electronic/demat form, beneficial owners are requested to notify any change in their address, bank account, mandate, etc. to their respective Depository Participant.
 - 15.1.2 Members holding shares in physical form are requested to notify any change in their address, bank account, etc. to the Company or to the Registrar and Transfer Agent.
 - 15.1.3 With a view to prevent fraudulent encashment of dividend warrants, Members holding shares in physical form are advised to furnish particulars of their bank account together with their 9 digit MICR code number for recording the same.
16. Pursuant to the provisions of Section 123 to 125 of the Companies Act, 2013 read with Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Amendment Rules, 2017 (the Rules), dividend for the financial year ended 31st March, 2018 and thereafter, which remain unclaimed for a period of 7 years from the date of transfer of the same as referred to Section 124 of the Companies Act, 2013, will be transferred to the Investor Education and Protection Fund of the Central Government established under

Section 125 of the Companies Act, 2013 in month of September, 2025. Members who have not yet encased their warrant(s) are requested to make their claims to the Company without any delay. Pursuant to the Rules, the Company has uploaded the details of unpaid and unclaimed amounts lying with the Company on the website of the Company (www.shilchar.com), as also on the website of the IEPF viz. (www.iepf.gov.in).

17. Members are requested to note that SEBI vide circular dated 16th March, 2023 has mandated that Members holding shares in physical mode are required to update the following with the Company/RTA:
 - PAN;
 - KYC details containing address, mobile number, e-mail address, bank account details;
 - Nomination details.

Members holding shares in physical mode, who have not registered their above particulars, are requested to register the same with the Company/RTA at the earliest. Any clarifications in this regard may be addressed to the RTA at mcsltdbaroda@gmail.com.

18. Pursuant to Section 72 of the Companies Act, 2013, shareholders holding shares in physical form may file nomination in the prescribed Form SH-13 with the Company's Registrar and Transfer Agent. In respect of shares held in electronic/demat form, the nomination form may be filed with their respective Depository Participant.

Members are requested to intimate the Company of queries, if any, regarding these accounts/notice at least ten days before the Annual General Meeting to enable the Management to keep the information ready at the meeting.

Members are requested to note that in case of transfers, deletion of name of deceased shareholder, transmission and transposition of names in respect of shares held in physical form, submission of photocopy of PAN Card of transferee(s), surviving holder(s), legal heirs(s) and joint holder(s) respectively, along with necessary document at the time of lodgment of request for transfer/transmission/transposition, is mandatory.

All documents referred to in the accompanying Notice and Explanatory Statement shall be open for inspection at the registered office of the Company during normal business hours (9.30 a.m. to 5.00 p.m.) on all working days except Sundays, upto and including the date of Annual General Meeting of the Company.

19. INSTRUCTIONS FOR VOTING THROUGH ELECTRONIC MEANS AND ATTENDING MEETING THROUGH VC/OAVM:
 - a. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as

amended), and MCA Circulars, the Company is providing facility of remote e-Voting and e-Voting during the meeting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-Voting as well as the e-Voting system on the date of the AGM will be provided by CDSL. Instructions for shareholders for Remote e-Voting and joining meeting through VC/OAVM are provided herein below at point no. **(A)**. Instructions for shareholders attending the AGM through VC/OAVM & e-Voting during the meeting provided at point no. **(B)**. Process for those shareholders whose email/mobile no. are not registered with the Company/RTA/Depositories are given at point no. **(C)**.

- b. The Members can join the AGM in the VC/OAVM mode 15 minutes before the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available to at least 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
- c. The Members who have cast their vote by remote e-Voting prior to the AGM may also attend the meeting through VC or OAVM but shall not be entitled to cast their vote again. Once the vote on a resolution is cast by the members, the members shall not be allowed to change it subsequently.
- d. The Company has appointed Mr. Kashyap Shah, Practicing Company Secretary, Vadodara, as the Scrutinizer for conducting the remote e-Voting and e-Voting process on the date of AGM in a fair and transparent manner.
- e. The voting results shall be declared on receipt of Scrutinizer's Report. The e-Voting results along with the scrutinizer's report shall be placed on the Company's website www.shilchar.com and on the website of CDSL within two working days of the conclusion of the AGM of the Company. The results will also be communicated to BSE Limited where the shares of the Company are listed.

(A) THE INSTRUCTIONS FOR SHAREHOLDERS FOR REMOTE E-VOTING AND JOINING MEETING THROUGH VC/OAVM ARE AS UNDER:

- (i) The voting period begins on Saturday, 9th August, 2025 at (IST 09.00 a.m.) and ends on Monday, 11th August, 2025 at (IST 5.00 p.m.). During this period shareholders

of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e. 1st August, 2025, may cast their vote electronically. The e-Voting module shall be disabled by CDSL for voting thereafter.

- (ii) Login Method for e-Voting and joining virtual meeting for individual shareholders holding shares in demat mode:

In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 9th December, 2020 Individual shareholders holding securities in demat mode are allowed to vote electronically by way of single login credential without having to register again with the e-Voting service providers (ESPs), through their demat accounts/websites of Depositories/Depository Participants. Shareholders are advised to update their mobile number and E-mail ID in their demat accounts in order to access e-Voting facility.

Pursuant to above said SEBI Circular, Login method for e-Voting and joining virtual meetings for Individual shareholders holding securities in Demat mode is given below:

- **Individual Shareholders holding securities in Demat mode with CDSL:**

1. Users of who have opted for CDSL's Easi/Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URLs for users to login to Easi/Easiest are <https://web.cdslindia.com/myeasi/home/login> or www.cdslindia.com and click on Login icon and select new System Myeasi.
2. After successful login the Easi/Easiest user will be able to see the e-Voting Menu. On clicking the e-Voting menu, the user will be able to see his/her holdings along with links of the respective e-Voting service provider i.e. CDSL as per information provided by Issuer/Company. Additionally, we are providing links to e-Voting Service Providers, so that the user can visit the e-Voting service providers' site directly.
3. If the user is not registered for Easi/Easiest, option to register is available at <https://web.cdslindia.com/myeasi/Registration/EasiRegistration>.
4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a link in www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & E-mail ID as recorded in the Demat Account. After successful authentication, user will be provided links for the respective ESP where the e-Voting is in progress during or before the AGM.

• **Individual Shareholders holding securities in demat mode with NSDL:**

1. If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: <https://eservices.nsd.com> either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' Section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on Company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
2. If the user is not registered for IDeAS e-Services, option to register is available at <https://eservices.nsd.com>. Select "Register Online for IDeAS" Portal or click at <https://eservices.nsd.com/SecureWeb/IdeasDirectReq.jsp>.
3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsd.com/> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available

under 'Shareholder/Member' Section. A new screen will open. You will have to enter your User ID (i.e. your sixteen-digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on Company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e- voting period or joining virtual meeting & voting during the meeting.

• **Individual Shareholders (holding securities in demat mode) login through their Depository Participants:**

You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on Company name or e-Voting service provider name and you will be redirected to e-Voting service provider's website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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

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

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022-23058738 and 22-23058542-43.
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30.

(iii) Login method for e-Voting and joining virtual meeting for shareholders other than individual shareholders & physical shareholders:

1. The shareholders should log on to the e-Voting website www.evotingindia.com.
2. Click on "Shareholders" module.
3. Now enter your User ID:
 - a. For CDSL: 16 digits beneficiary ID;
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID;

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

4. Next enter the Image Verification as displayed and Click on Login.
5. If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-Voting of any Company, then your existing password is to be used.

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

For Shareholders holding shares in Demat Form other than individual and Physical Form	
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders). <ul style="list-style-type: none"> Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the Company records in order to login. <ul style="list-style-type: none"> If both the details are not recorded with the depository or Company, please enter the member id/folio number in the Dividend Bank details field as mentioned in above instruction.

- After entering these details appropriately, click on "SUBMIT" tab.
- Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other Company on which they are eligible to vote, provided that Company opts for e-Voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- For Members holding shares in physical form, the details can be used only for e-Voting on the resolutions contained in this Notice.
- Click on the EVSN for the relevant <SHILCHAR TECHNOLOGIES LIMITED> on which you choose to vote.
- On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- If a demat account holder has forgotten the login password, then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- Shareholders can also use Mobile app - "m-Voting" for e-Voting. m-Voting app is available on IOS, Android & Windows based Mobile. Shareholders may log in to m-Voting using their e-Voting credentials to vote for the Company resolution(s).

Note for Non - Individual Shareholders and Custodians

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as "Corporates" module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details, User would be able to link the account (s) for which they wish to vote on.
- The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

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

1. The procedure for attending meeting & e-Voting on the day of the AGM is same as the instructions mentioned above for Remote e-Voting.
2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for Remote e-Voting.
3. Shareholders are encouraged to join the meeting through Laptop for better experience. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that participants connecting from mobile devices or Tablets or through Laptop connecting via mobile hotspot may experience Audio/Video loss due to fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance at least (10) ten days prior to meeting mentioning their name, demat account number/folio number, E-mail ID, mobile number at cs@shilchar.com. The shareholders who do not wish to speak during the AGM but have queries may send their queries 10 days in advance prior to meeting mentioning their name, demat account number/folio number, E-mail ID, mobile number at cs@shilchar.com. The queries will be replied suitably by the Company.
6. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
7. Only those shareholders, who are present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the AGM.
8. If any Votes are cast by the shareholders through the e-Voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders shall be considered invalid as the facility of e-Voting during the meeting is available only to the shareholders attending the meeting.

(C) PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/RTA/DEPOSITORIES:

1. **For Physical shareholders:** please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to RTA.
2. **For Demat shareholders:** Please update your E-mail ID & mobile no. with your respective Depository Participant (DP).

If you have any queries or issues regarding attending AGM & e-Voting, you may refer the Frequently Asked Questions ("FAQs") and e-Voting manual available at www.evotingindia.com, under help Section or write an email to helpdesk.evoting@cdslindia.com or call 1800225533.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Manager, (CDSL) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call 1800225533, 022-23058542/43.

General:

- (a) If you are already registered with CDSL for e-Voting then you can use your existing user ID and password for casting your vote.
- (b) Once the vote on a resolution is cast by the shareholder, he shall not be allowed to change it subsequently.
- (c) The voting rights of the shareholders shall be in proportion to their shares of the paid-up equity share capital of the Company as on the cut-off date of 1st August, 2025.
- (d) The scrutinizer shall within a period of not exceeding two working days from the conclusion of the e-Voting period unblock the votes in the presence of at least two witnesses not in employment of the Company and make a scrutinizer's report of the votes cast in favour or against, if any, forthwith to the Chairman of the Company.
- (f) Corporate members intending to send their authorized representative(s) to attend the meeting are requested to send a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the meeting.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF COMPANIES ACT, 2013 & REGULATION 36(5) OF THE SEBI (LISTING OBLIGATION AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

Item No. 4

As per the Cost Audit Rule 3A (IV) which are notified by the Ministry of Corporate Affairs on 30th June, 2014, the same is applicable to the Company and accordingly the Company is required to keep the Cost Records on or after the 1st day of April, 2014, and shall in compliance with the same within one hundred and eighty days of the commencement of every financial year to appoint a cost auditor with the approval of the shareholders.

As per the provisions of Section 148 of the Companies Act, 2013 read with Companies (Audit & Auditors) Rules, 2014, the proposal of Appointment of Cost Auditors was placed before the Audit Committee and as recommended by Audit Committee along with the remuneration of Cost Auditors, the Board in its meeting held on 21st April, 2025 considered and approval the said proposal to appoint M/s. K H Shah & Co., as Cost Auditors, with over 24 years of extensive experience in conducting cost audits across diverse industries, with specialized expertise in the pharmaceutical and engineering sectors. Highly proficient in the maintenance of cost records, preparation of detailed cost sheets, and ensuring compliance with statutory requirements. Demonstrated ability to handle cost audits for any industry with a strong understanding of industry-specific cost structures and regulations. Committed to delivering accurate, efficient, and insightful cost audit services to support strategic decision-making and cost control of the Company for the F.Y. 2025-26 at the remuneration of ₹ 25,000/- excluding out of pocket expenses plus applicable service tax. Now, the resolution is being placed before the Members of the Company for the approval and ratification of the remuneration to the Cost Auditors.

The Board of Directors recommends the resolution set forth at Item No. 4 of this notice for your approval.

None of the Directors, Key Managerial Personnel and relatives thereof has any concern or interest, financial or otherwise, in the resolution at Item No. 4 of this Notice.

Item No. 5

To appoint of KSPS & Co LLP, Company Secretaries, as the Secretarial Auditors of the Company for the term of 5 (Five) consecutive years.

The Board of Directors, at its meeting held on 21st April, 2025, has recommended the appointment of KSPS &

Co LLP, Company Secretaries, (LLPIN-ABC-4707), as the Secretarial Auditors of the Company, in accordance with the provisions of Section 204 of the Companies Act, 2013, and Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, for a term of 5 (Five) consecutive years starting from FY 2025-26 to FY 2029-30. KSPS & Co LLP (LLPIN: ABC-4707), is a firm of Practicing Company Secretaries and a peer reviewed firm, primarily engaged in providing Due Diligence Audit, Governance, Compliance Management and other Assurance services. The designated partners of the LLP have experience in handling the secretarial audits of listed and large unlisted companies. Proposed Fees would be as mutually agreed by the Board of Directors and the secretarial auditors.

The Board of Directors recommends the resolution set forth at Item No. 5 of this notice for your approval.

None of the Directors, Key Managerial Personnel and relatives thereof has any concern or interest, financial or otherwise, in the resolution at Item No. 5 of this Notice.

Item No. 6

Approval for Listing of Equity Shares of the Company on Main Board of National Stock Exchange of India Limited (NSE).

The Equity Shares of the Company are presently listed on the Main Board of BSE Limited ("BSE Main Board"), having ISIN: INE024F01011 and SCRIP CODE: 531201 as on date.

The Board of Directors is of the opinion that the proposed direct listing of the Company's Equity Shares on the Main Board of National Stock Exchange of India Limited ("NSE Main Board") will provide several strategic advantages, including enhanced visibility for the Company's performance, increased access to a wider base of investors, and greater trading flexibility to the shareholders by allowing them to execute trades on more than one stock exchange. Further, listing on NSE is also expected to improve the liquidity of the Company's Equity Shares and assist in expanding the retail shareholder base.

The Company will initiate the necessary process to make an application to NSE Main Board for listing of its Equity Shares, subject to compliance with applicable laws, regulations, eligibility criteria, and completion of requisite formalities and approvals from the concerned regulatory authorities.

It is hereby clarified that, upon receipt of the necessary approvals and upon admission of the Company's Equity Shares for dealing and trading on the NSE Main Board, the Equity Shares shall stand listed and be available for trading simultaneously on both the BSE Main Board and the NSE Main Board, with effect from the date as may be approved and notified by the National Stock Exchange of India Limited (NSE).

Accordingly, the Board recommends the resolution set forth in Item No. 6 for approval of the Members as a Special Resolution.

None of the Directors, Key Managerial Personnel of the Company or their respective relatives are, in any way, concerned or interested, financially or otherwise, in the proposed resolution, except to the extent of their respective shareholding in the Company, if any.

By order of the Board of Directors
For **Shilchar Technologies Limited**

Date: 21st April, 2025
Place: Gavasad, Vadodara

Vishnupriya Civichan
Company Secretary

ANNEXURE TO NOTICE OF 39TH ANNUAL GENERAL MEETING**Details of Directors seeking appointment/re-appointment at the 39th Annual General Meeting**

[Pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard-2 of the General Meeting]

Name of Director	Mr. Aashay Alay Shah
DIN	06886870
Designation	Whole-Time Director (Executive Director)
Date of Birth	6 th August, 1991
Date of Appointment	1 st November, 2021
Terms and conditions of appointment/ re-appointment	Director liable to retire by rotation
Qualifications	Bachelor of Science in Electrical Engineering from University of Illinois, Urbana-Champaign, USA and Masters in Business Administration from Cass Business School, London, UK
Expertise in Specific Functional Area	Marketing, Production, Procurements and Design Department
No. of Equity Shares held in the Company	7,88,764
Remuneration last drawn	₹ 1,43,88,000 Yearly
Directors in other companies	AJSHAH ENTERPRISE PRIVATE LIMITED
Membership of committees in other public limited companies	NIL
No. of Board meetings attended during the financial year 2024-25	4
Inter relationship	Mr. Aashay Alay Shah is son of Mr. Alay Jitendra Shah

Board's Report

Dear Members,

The Board of Directors of your Company are pleased to present the 39th Annual Report of the Company, accompanied by the Audited Financial Statements for the financial year ended 31st March, 2025. This report highlights the continued development and robust momentum of the Company throughout the year.

We trust that the insights and financial performance detailed in this report will reflect our commitment to excellence, our achievements and the strategic initiatives that have driven our success.

1. FINANCIAL RESULTS

(₹ in Lakhs)

Particulars	FY 2024-25	FY 2023-24
Net Sales/Income from Operation	62,314.75	39,687.82
Other Income	1,647.00	1,283.34
Total Income	63,961.75	40,971.16
Profit before interest, Depreciation & Tax	20,121.63	12,613.28
Less Interest (Financial Cost)	44.13	20.97
Depreciation	340.59	259.84
Profit/Loss Before Exceptional Item & Tax Exp.	19,736.91	12,332.47
Add/Less: Exceptional Items	NIL	NIL
Profit/Loss Before Tax	19,736.91	12,332.47
Less Previous years Adjustments		
Provision for Current & Deferred Tax	5,051.72	3,143.66
Net Profit/Loss after tax	14,685.18	9,188.81
Total Comprehensive Income/loss	14,677.42	9,195.95
Total	14,677.42	9,195.95
Add: Balance carried from Profit & Loss A/c	NIL	NIL
Less: Provision for earlier year taxation	NIL	NIL
Net Profit/Loss after tax and adjustments	14,677.42	9,195.95
Transferred to general Reserve	NIL	NIL
Balance carried to the balance sheet	14,677.42	9,195.95
EPS (Basic & Diluted) (Amount in ₹)	192.55	120.48

2. OPERATIONAL HIGHLIGHTS AND PROSPECTS/ STATEMENT OF AFFAIRS

On Standalone Basis:

Total Income:

The total income increased by 56.11% to ₹ 63,961.75 Lakhs in comparison to ₹ 40,971.16 Lakhs of Previous Financial Year 2023-2024.

EBIDTA:

The EBIDTA increased by 59.52% to ₹ 20,121.63 Lakhs in comparison to ₹ 12,613.28 Lakhs of Previous Financial Year 2023-2024.

PAT:

The PAT of the Company increased by 59.81% to ₹ 14,685.18 Lakhs in comparison to ₹ 9,188.81 Lakhs of Previous Financial Year 2023-2024.

The Company has concentrated on catering needs of renewable energy sector including solar and wind energy in local market where in the Company has been enjoying commendable position being one of the top companies in India supplying transformers for renewable energy.

There is no change in nature of business of the Company during the financial year.

The Company has completed expansion and it is operational in July 2024. It will enable enhancement of the capacity from 4000 MVA to 5500 MVA. The office building construction was completed by July 2024. The Company has already started working on the Phase-2 expansion which will increase our capacity from 5500 MVA to 7500 MVA.

3. BASIS OF PREPARATION OF FINANCIAL STATEMENTS

The Annual Standalone Audited Financial Statements for the Financial Year 2024-2025, forming part of this Annual Report, have been prepared in accordance with

Indian Accounting Standards (Ind-AS) notified under Section 133 of the Companies Act, 2013 read with Companies (Indian Accounting Standard) Rules, 2015 and presentation requirements of Division II of the Schedule III of the Companies Act, 2013 and in accordance with applicable regulations of SEBI (LODR) Regulations, 2015.

In accordance with the provisions of Section 136(1) of the Companies Act, 2013, the Company has duly placed on its website "www.shilchar.com" the below:

- Annual Report of the Company including therein its Standalone Financial Statements for the Financial Year 2024-2025

4. TRANSFER TO RESERVES

The Company has not transferred any amount to Reserve for the Financial Year ended 31st March, 2025.

5. DIVIDEND

In order to maintain the continuity and the Company's proven track record of declaration of dividend since years and keeping in view the financial performance of the Company for the FY 2024-2025, the Board of Directors at its meeting held on 21st April, 2025, has recommended final dividend @125% on the Paid-Up Equity Share Capital amounting to ₹ 1430.03 Lakhs for the FY 2024-2025 for approval and its declaration by the Members at the ensuing 39th Annual General Meeting ("AGM") of the Company.

6. DIVIDEND DISTRIBUTION POLICY

The Dividend Distribution Policy is primarily aimed at enhancement of long term shareholders value and sustainable growth and therefore your Company has formulated the policy with an aim to bring fairness in the matter of declaration of dividend and to protect the interest of investors. The Company intends to maintain similar or better levels of dividend payout in future. However, the actual dividend payout in each year will be based on the profits and investment opportunities of the Company.

The Directors confirms that Dividend pay-outs of the Company are in accordance with the Dividend Distribution Policy of the Company.

The Dividend Distribution Policy is placed on the website of the Company at below web link: https://shilchar.com/upload/power_investor_relations/dvidend-distribution-policy.pdf

7. CORPORATE GOVERNANCE

{Pursuant to Regulations 17 to 27 and Regulation 34 of the SEBI (LODR) Regulations, 2015}

As per Regulation 34(3) and Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, a separate Section on Corporate Governance on corporate governance practices followed by the Company,

together with a certificate from the Company's Auditors confirming compliance forms an integral part of this Report.

8. CODE OF CONDUCT

The Board of Directors has formulated, implemented and has in place a comprehensive "Code of Fair Disclosure of Unpublished Price Sensitive Information" & "Code of Conduct for Prevention of the Insider Trading", for regulating, monitoring and reporting the trading by Designated Personnel of the Company which exemplifies the spirit of good ethics and governance.

Further, the Board of Directors has also formulated "Code of Conduct for Board of Directors and Senior Management" with a purpose to enhance integrity, ethics & transparency in governance of the Company and thereby reinforce the trust and confidence reposed in the Management of the Company by the Members and other stakeholders.

The aforesaid codes are available on the website of the Company at https://shilchar.com/upload/power_investor_relations/code-of-conduct-pit-policy.pdf.

Further, in compliance to Regulation 26(3) of the SEBI (LODR) Regulations, 2015, the Board Members and Senior Management personnel have affirmed compliance with the code of conduct. A declaration in regard to compliance with the Codes of Conduct for the Financial Year 2024-2025 has been received by the Company from the Managing Director and is duly annexed to the Corporate Governance Report, which forms an integral part of this Annual Report.

9. DIRECTORS' RESPONSIBILITY STATEMENT

For the Directors' Responsibility Statement in relation to financial statements of the Company for the year ended on 31st March, 2025, the Board of Directors states that:

- in the preparation of the annual accounts, the applicable accounting standards read with requirements set out under Schedule III to the Act, have been followed and there are no material departures from the same;
- the Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at 31st March, 2025 and of the profit and loss of the Company for the financial year ended on 31st March, 2025;
- the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- the annual accounts/financial statements have been prepared on a 'going concern' basis;

- (e) proper internal financial controls are in place and are adequate and operating effectively; and
- (f) the Directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

10. CORPORATE SOCIAL RESPONSIBILITY ("CSR")

As per the provisions of Section 135 of the Companies Act, 2013 regarding Corporate Social Responsibility, the Company has laid down CSR Policy. The composition of CSR committee, contents of CSR Policy and Report on CSR activities carried out during the year 2024-25 is as per **Annexure-A** attached with this Report. The Policy has been uploaded on the Company's website and can be accessed at the web https://shilchar.com/upload/power_investor_relations/corporate-social-responsibility-policy.pdf.

11. ANNUAL RETURN

The Annual Return of the Company in Form MGT-7 reflecting the financial and non-financial summary of the Company, is available on the Company's website at www.shilchar.com.

12. NOMINATION AND REMUNERATION POLICY

On the recommendation of Nomination and Remuneration Committee, the Board of Directors of the Company has approved and adopted the Nomination and Remuneration Policy of the Company which has been designed to identify, retain, motivate and promote the talent. The Policy inter alia lays down the principles relating to qualification, core competence, expertise and experience for selection, appointment, cessation, remuneration and evaluation of Directors, Key Managerial Personnel and Senior Management Personnel of the Company and the same is available on the Company's website on https://shilchar.com/upload/power_investor_relations/nomination-remuneration-policy.pdf.

The details of the policy along with the composition, number and date of meetings held, attendance of the members of the Nomination and Remuneration Committee meetings are given separately in the Corporate Governance Report which forms an integral part of this Annual Report.

13. RISK MANAGEMENT POLICY

The Company has proactive approach towards the Risk Management which is designed to identify and assess the threats and framing a suitable response to those threats affecting the achievement of organizational objectives.

In order to manage, minimize and mitigate these risks, it regularly analyses and takes corrective actions and periodically reviews its process. The Board of Directors of the Company has framed a Risk Management Policy which consists of three essential elements viz. Risk Identification, Risk Assessment, Risk Management and Risk Mitigation & Risk Monitoring.

The Risk Management Policy is available on the website of the Company at https://shilchar.com/upload/power_investor_relations/risk-management-policy.pdf.

The composition, number and date of meetings held, attendance of the members of the Risk Management Committee meetings are given separately in the Corporate Governance Report which forms an integral part of this Annual Report.

14. VIGIL MECHANISM/WHISTLE BLOWER POLICY

A Vigil Mechanism/Whistle Blower Policy provides a channel to the employees to report to the management cases relating to unethical behaviour, actual or suspected fraud or violation of the Company's codes of conduct or ethics policy. The Company has established a robust Vigil Mechanism and adopted a Whistle Blower Policy to provide the adequate safeguards against victimization of employees and direct access to the Chairman of the Audit Committee. Further, it is affirmed that no personnel of the Company have been denied access to the Audit Committee during the FY 2024-2025.

The Vigil Mechanism/Whistle Blower Policy is available on Company's website at https://shilchar.com/upload/power_investor_relations/whistle-blower-policy.pdf.

15. PREVENTION OF SEXUAL HARASSMENT OF EMPLOYEE AT WORKPLACE

The Company is committed to maintain the workplace free of discrimination, prejudice, gender bias, or any form of harassment including sexual harassment at workplace and focused on creating safe and healthy working environment, where every employee is treated with dignity. The Company believes that 'Prevention is better than cure' and marching towards the same vision, the Company has in place a policy on "Prevention, Prohibition and Redressal of Sexual Harassment" at workplace and has complied with the provisions relating to the constitution of Internal Complaints Committee which creates an awareness to prevent the sexual harassment at workplace. No complaints on sexual harassment were received during the year FY 2024-2025.

16. HUMAN RESOURCES AND INDUSTRIAL RELATIONS

The Company believes that the Human Capital is the strongest pillar of the Company and with same vision the Company continues to retain focus on core values of "**Trust, Quality and Excellence**" that drives the organization culture. The Company is focused on developing the practices to foster and strengthen the capability of human capital to deliver the critical outcomes and increasing the operational efficiency and capital productivity.

The talent being the backbone of the Company is the key strength, which has led the Company to achieve the positive results and various milestones in its journey. The Company believes that attracting, developing and retaining talent is crucial to organizational success.

During the FY 2024-2025, employee satisfaction and involvement by fostering employee growth and development through training programs, career development and performance management systems, resulted in maintaining harmonious and cordial Industrial Relations.

17. AUDITORS

(a) Statutory Auditors

The Company's Auditors M/s. CNK & Associates LLP, Chartered Accountants, Vadodara have been re-appointed as Auditors of the Company to hold the office from the conclusion of 36th Annual General Meeting until conclusion of 41st Annual General Meeting. As required under Listing Regulations, the auditors have also confirmed that they hold a valid certificate issued by the Peer Review Board of the Institute of Chartered Accountants of India..

(b) Secretarial Auditors

M/s. Kashyap Shah & Co., Company Secretaries, Vadodara, the Secretarial Auditors of the Company has conducted the audit of secretarial records for the FY 2024-2025.

Annual Secretarial Audit Report

The Secretarial Audit Report is annexed with the Board's Report as "**Annexure-B**" and has no material qualifications, reservations, adverse remarks or disclaimer therein for the FY 2024-2025. Observation mentioned in the report are self-explanatory.

Certificate of Non-Disqualification of Directors

{Pursuant to Regulation 34(3) read with amended Schedule V(C)(10)(i) of the SEBI (LODR) Regulations, 2015}

The Company has obtained the certificate from M/s. KSPS & Co LLP, Company Secretaries, Vadodara 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 Securities and Exchange Board of India, Ministry of Corporate Affairs or any such statutory authority and the same is annexed to Corporate Governance Report which forms an integral part of this Annual Report.

Further, the Board of Directors of the Company has recommended the appointment of M/s. KSPS & Co LLP, Company Secretaries for conducting audit of the secretarial records for 5 consecutive years starting from FY 2025-2026 to 2029-2030. The required consent to act as the Secretarial Auditors of the Company has been received by the Company from M/s. KSPS & Co LLP, Company Secretaries on terms & conditions as mutually agreed upon between the Secretarial Auditors and the Board/Management of the Company.

(c) Cost Auditors

M/s. K H Shah & Co., Cost Accountants has conducted the Audit of Cost Records for the FY 2024-2025 with no audit qualifications, reservations, adverse remarks or disclaimer in the Cost Audit Report for the FY 2024-2025.

Further, the Board has re-appointed M/s. K H Shah & Co., Cost Accountants as Cost Auditors to conduct the audit

of cost records of the Company for the FY 2025-2026; the consent of which along with a certificate confirming their independence and arm's length relationship has been duly received by the Company from the said Auditors.

The Ordinary Resolution seeking approval from members for ratification of remuneration to be paid to the said Cost Auditors, forms a part of the Notice of this Annual General Meeting.

(d) Internal Auditors

M/s. Sharp & Tannan Associates, Chartered Accountants (FRN: 109983W), Vadodara has been appointed as Internal Auditors of the Company from the financial year 2023-2024 onwards. The reports of the Internal Auditors are being reviewed by the audit committee from time to time.

18. OBSERVATION OF AUDITORS

There are no material qualifications, reservations or adverse remarks made by the Auditors. Observations of auditors are self-explanatory and do not call for further information. The auditors have not reported any frauds under sub Section 12 of Section 143.

19. REPORTING OF FRAUDS BY THE STATUTORY AUDITORS

There was no instance of fraud during the FY 2024-2025, which required the Statutory Auditors to report to the Audit Committee and/or Board. Therefore, there exists no details to be disclosed in this Director's Report pursuant to Section 134(3) of the Companies Act, 2013.

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

The information on conservation of energy, technology absorption and foreign exchange earnings and outgo is annexed as "**Annexure-C**" which forms an integral part of this Board's Report.

21. DISCLOSURE RELATING TO REMUNERATION OF DIRECTORS, KEY MANAGERIAL PERSONNEL AND PARTICULARS OF EMPLOYEES

The details of remuneration of Directors, Key Managerial Personnel and Particulars of Employees and other information required, are annexed as "**Annexure-D**" which forms an integral part of this Board's Report.

22. MANAGEMENT DISCUSSION AND ANALYSIS REPORT

A comprehensive Management Discussion and Analysis Report for the FY 2024-2025 inclusive of several significant aspects of your Company's performance and the industry landscape which includes Company's business operations and performance review, global & Indian industry trends, key financial ratios, other material changes/developments in the textiles Industry and future perspective of the Company's businesses and other required details is annexed as "**Annexure-E**" which forms an integral part of this Board's Report.

23. RELATED PARTY TRANSACTIONS

As a part of Company's philosophy of adhering to highest ethical standards, transparency and accountability, all the contracts/arrangements/transactions entered into by the Company with related parties were in the ordinary course of business and on an arm's length basis for the Financial Year under review. The transactions entered with related parties are periodically placed before the Audit Committee for review and approval.

During the FY 2024-2025, the Company had submitted the disclosures of related party transactions to the Stock Exchange within the prescribed timeline.

Pursuant to Schedule V, Part A, Para 2A of the SEBI (LODR) Regulations, 2015, the list of Related Party Transactions entered into by the Company with the promoters of the Company holding 10% or more shareholding in the Company is as follows:

Sr. No.	Names of Promoter who holds more than 10% shareholding	% of shareholding	Amount of transaction	Nature of transaction
1.	Mr. Alay Shah	25.58%	₹ 683.22 Lakhs	Director's remuneration (Including commission)
2.	Ms. Shilpa Shah	10.54 %	NIL	NA
3.	Mr. Aashay Shah	10.34 %	₹ 96.51 Lakhs	Director's remuneration
4.	Mr. Aatman Shah	10.34 %	₹ 81.37 Lakhs	Remuneration

The above disclosure along with other details of the Related Party Transactions as per the Indian Accounting Standards (IND-AS 24) are set out in Notes to the Standalone Financial Statements of the financial year under review, which forms part of this Annual Report.

The Board of Directors has approved a policy on Related Party Transactions and is available on the website of the Company at https://shilchar.com/upload/power_investor_relations/related-party-transaction-policy.pdf.

24. BUSINESS RESPONSIBILITY AND SUSTAINABILITY REPORT

ESG Reporting is changing the landscape of businesses globally. To meet the ever-increasing global challenges pertaining to ESG i.e., Environmental, Social and Governance dimensions, your Company adopted responsible and sustainable business practices.

Your Company is pleased to present the 2nd Business Responsibility and Sustainability Report (BRSR) for the FY 2024-2025 which forms integral part of this Board's Report and is annexed as "Annexure-G".

The "Business Responsibility Policy" is also available on the website of the Company at www.shilchar.com.

25. INFORMATION OF SUBSIDIARY/WHOLLY OWNED SUBSIDIARY/JOINT VENTURES/ASSOCIATE COMPANIES

The Company does not have any Subsidiary, Joint Venture or Associate Company.

A statement showing particulars of contracts and arrangements with related parties in the prescribed Form AOC-2 is annexed as "Annexure-F" which forms an integral part of this Board's Report.

During the FY 2024-2025, there were no materially significant Related Party Transactions made by the Company with its Promoters (except mentioned below), Directors or the Management or their relatives and with its associate Company that may have potential conflict with interest of the Company and requiring shareholders' approval except with its subsidiary Company the details of which are mentioned in Form AOC-2.

26. MATERIAL CHANGES

During the year:

During the Financial Year under review, there were no other material changes occurred or material commitments which affected the financial position of the Company except if any separately stated in this Board's Report and except as stated below:

i. Postal Ballot:

- During the year under review, the Board of Directors sought approval of the Shareholders of the Company through Postal Ballot process vide Postal Ballot notice dated 4th February, 2025 for the Special Business as set out herein below:
 - Appointment of Mrs. Nandini Ashish Tandon [DIN: 01657786] as a Non-Executive Independent Director.
 - Approval for increasing Authorised Share Capital from ₹ 10,00,00,000 to ₹ 15,00,00,000.

The resolution was passed with requisite majority of the Shareholders on 15th March, 2025 being the e-Voting end date.

27. BOARD MEETINGS

There were total 4 (four) Board Meetings held during the FY 2024-2025 for consideration and approval of the various agenda items which were circulated well in advance to the Board of Directors. The details of the meetings viz. dates, number of meetings held, attendance details etc. are mentioned in the Corporate Governance Report, which forms an integral part of the Annual Report.

28. BOARD OF DIRECTORS

The Board of Directors of the Company is fully committed to provide the strategic direction towards long-term success of the Company. They ensure long term sustainability, create value, delegate responsibilities, manage risks and ensure high-quality governance to keep the Company on the path of sustainable growth and development.

- The details of size and composition of the Board is provided in Corporate Governance Report, which forms an integral part of the Annual Report.
- During the financial year under review, the following changes took place in the board structure of the Company:
 - i) In accordance with the provisions of Section 152 of the Companies Act, 2013, Mr. Alay Shah (DIN: 00263538), was re-appointed as Director liable to retire by rotation.
 - ii) Ms. Reshma Patel (DIN: 00165162), Non-Executive Independent Director has completed her tenure as Non-Executive Independent Director of the

Company and ceased from the Directorship of the Company with effect from 27th March, 2024.

The Board places on record its sincere appreciation for invaluable contribution and expert guidance by Ms. Reshma Patel during her tenure as Independent Director.

- iii) In order to maintain the diverse and Independent Board to ensure good governance practices, on the recommendations of Nomination and Remuneration Committee and approval of Board of Directors at their meetings held on 30th January, 2025; the shareholders of the Company had considered and approved the appointment of Ms. Nandini Tandon (DIN: 01657786) as Non-Executive Independent Directors of the Company to hold office for a first term of 5 consecutive years w.e.f. 26th March, 2025, by passing the Special Resolutions through postal ballot notice dated 4th February, 2025 for a period of 5 years.
- iv) Mr. Rajesh Varma was re-appointed as Independent Director for 2nd term from 8th February, 2025 to 7th February, 2030.

29. KEY MANAGERIAL PERSONNEL

{Pursuant to provisions of Section 203 of the Act, 2013 read with relevant Rules thereunder}

The Company comprises of dynamic, well qualified, experienced, specialized and versatile professionals in the management of the Company who are designated as 'Key Managerial Personnel (KMPs)' in compliance with applicable provisions. The details of the Key Managerial Personnel of the Company are as under:

Sr. No.	Names of Key Managerial Personnel	Designation
1	Mr. Alay Shah	Managing Director (Executive Director)
2	Mr. Aashay Shah	Whole-Time Director (Executive Director)
3	Mr. Prajesh Purohit	Chief Financial Officer
4	Ms. Mauli Mehta (Upto 28 th February, 2025)	Whole-Time Company Secretary & Compliance Officer
5	Ms. Vishnupriya Civichan (w.e.f 1 st April, 2025)	Whole-Time Company Secretary & Compliance Officer

30. COMMITTEES OF THE BOARD OF DIRECTORS

The Board of Directors of the Company has various Committees the details of which viz. composition of committees, details of meetings held, attendance at the meetings etc. are provided in the Corporate Governance Report, which forms an integral part of the Annual Report.

31. PERFORMANCE EVALUATION OF THE BOARD OF DIRECTORS

Pursuant to the provisions of the Companies Act, 2013 and Regulation 17(10) of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, the Board has carried out an annual performance evaluation of its own performance, the directors individually as well as the evaluation of the working of its Audit, Nomination & Remuneration and Compliance Committees. The manner in which the evaluation has been carried out has been explained in the Corporate Governance Report.

32. OTHER STATUTORY DISCLOSURES

(i) Credit Rating

The Credit Rating details for Current Financial Year are as under:

Facilities	Amount (₹ in Crores)	Name of the Agency	Ratings
Long Term/Short Term Bank Facilities	103	Care Edge Ratings	CARE A-; Stable/CARE A2+
Short Term Bank Facilities	5		CARE A2+

Pursuant to Regulation 30 of the SEBI (LODR) Regulations, 2015, necessary disclosures were made to the Stock Exchanges in regards to above provisions and also were uploaded on the website of the Company.

(ii) Deposits

The Company neither has accepted or renewed any deposits nor has any outstanding deposits during the Financial Year under review. No unsecured loan from Directors received during the year.

(iii) Investor Education and Protection Fund ("IEPF")

In terms of Section 125 of the Companies Act, 2013, any unclaimed or unpaid Dividend relating to the financial year ended on 31st March, 2018 was due for remittance on or before 19.09.2025 to the Investor Education and Protection Fund established by the Central Government. Pursuant to the provisions of Section 125 of the Companies Act, 2013, every year the Company transfers shares to IEPF Account of Central Government for which dividend has remained unclaimed/unpaid for consecutive 7 years.

During the financial year 2024-25, the Company transferred unclaimed dividend amount of ₹ 1,66,314 with IEPF Account of Central Government on 2nd September, 2024. Further, the Company transferred Equity Shares with IEPF Account effective from 9th September, 2024, for which dividend/interim dividend were unclaimed for seven consecutive years. The amount of Unpaid/Unclaimed Dividend Account 2017-2018 ₹ 26,378/- and it will be transferred to Investor Education and Protection Fund by 19th September, 2025.

Accordingly, the Equity Share Capital of the Company as at 31st March, 2025 continues to stand same as per previous financial year with no changes as per the details below:

Share Capital Structure (including Capital & No. of Shares)

Type of Capital	No. of Shares	Face Value (in ₹)	Total Share Capital (in ₹)
Authorised Share Capital	1,50,00,000	10/-	15,00,00,000
Issued, Paid Up and Subscribed Capital	76,26,800	10/-	7,62,68,000

(v) Maintenance of Cost Records

In compliance with the above provisions, the Company ensures the preparation and maintenance of cost records of the Company on annual basis, the cost audit of which was carried by the Cost Accountants of the Company, M/s. K. H. SHAH & Co., Vadodara.

(vi) Particulars of Loans, Guarantees or Investments

{Pursuant to Section 186 of the Act and rules thereunder}

There were no loans, guarantees made by the Company under Section 186 of the Companies Act, 2013 during the year under review and hence the furnishing above information is not applicable. Particulars of Investments are mentioned in Note no. 8 of the Financial Statements.

(vii) Listing of the Company

The Equity Shares of the Company continues to be listed on "BSE Limited" since 6th November, 1995.

(iv) Changes in Share Capital

During FY 2024-2025, the Company has altered/modified its authorized share capital and but has not issued any shares including equity shares with differential rights as to dividend, voting or otherwise. The Company has not issued any sweat equity shares to its directors or employees.

Further, as on 31st March, 2025, none of the Directors of the Company hold instruments convertible into equity shares of the Company.

Shares**A. Buy back of securities**

The Company has not bought back any of its securities during the year under review.

b. Sweat equity

The Company has not issued any Sweat Equity Shares during the year under review.

c. Bonus shares

The Company has not issued any Bonus Shares during the year under review.

d. Employees stock option plan

The Company has not provided any Stock Option Scheme to the employees.

The annual listing fees for the FY 2024-2025 has been duly paid to these Stock Exchanges.

Further the Annual Custody Charges to National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) for the FY 2024-2025 & FY 2025-2026 has also been paid.

(viii) Compliance of Secretarial Standard

During the FY 2024-2025, the Company had complied with the applicable Secretarial Standards issued by ICSI and other laws, provisions and Acts.

(ix) Significant and Material Orders Passed by the Regulators

No significant material orders have been passed by the Regulators or Courts or Tribunals impacting the going concern status of the Company and its operations in future, during the FY 2024-2025.

(x) Application under the Insolvency and Bankruptcy Code, 2016

During FY 2024-2025, your Company has neither made any application nor were any proceedings initiated/pending against the Company under the Insolvency and Bankruptcy Code, 2016 as at the year ended on 31st March, 2025.

(xi) Details of settlement done with Banks or Financial Institutions

During the FY 2024-2025, there is no such settlement done with any Banks and Financial Institutions.

33. ACKNOWLEDGEMENT & APPRECIATION

Your Board expresses gratitude towards all the employees, business partners, institutions, banks and the Members, for their continued trust and support to the Company.

For and on behalf of Board of Directors
Shilchar Technologies Limited

Date: 21st April, 2025
Place: Gavasad, Vadodara

Sd/-
Alay Jitendra Shah
Chairman & Managing Director
DIN: 00263538

Annexure-A

ANNUAL REPORT ON CSR ACTIVITIES

{For the financial year 2024-2025}

[Pursuant to Section 135 of the act read with rule 8 of the Companies (Corporate Social Responsibility Policy) rules, 2014]

1. Brief outline on CSR Policy of the Company:

Corporate Social Responsibility is a business model by which companies make a concerted effort to operate in ways that enhance rather than degrade society and the environment.

The Company's ethical practices, transparent businesses, strong corporate governance and focused personnel have strived its success. The Company cherishes people and believes in inclusive growth to facilitate creation of a value-based and empowered society primarily in and around its area of operations. The Company's CSR initiatives focus on Promoting - Education, philanthropic endeavours and values, social health & family welfare.

The core theme of Company's CSR policy is giving back to the society from which it draws its resources. As a responsible corporate citizen, Company contributes to social and environmental causes having built-in function, self-regulating mechanism whereby the business will monitor and ensure its active compliance with the spirit of law, ethical standards and international norms. Through various social initiatives, the Company positively impacts the lives of its customers, suppliers, people and the community at large, driving development and inclusion. The CSR policy of the Company is available on the website of the Company at https://shilchar.com/upload/power_investor_relations/corporate-social-responsibility-policy.pdf.

2. Composition of CSR Committee:

Sr. No.	Name of Director	Designation/Nature of Directorship	Number of Committee meetings held during the year	Number of meetings attended
1	Mr. Alay Shah	Chairman & Executive Director	1	1
2	Mr. Zarkis Parabia	Member/Non-Executive Independent Director	1	1
3	Mr. Rakesh Bansal	Member/Non-Executive Independent Director	1	1
4	Mr. Rajesh Varma	Member/Non-Executive Independent Director	NA	NA

*Note - Mr. Rajesh Varma was appointed as a Member of the Committee w.e.f. 30.01.2025

3. Web link(s) for composition of CSR Committee, CSR policy and CSR projects approved by the Board:

- CSR Committee: https://shilchar.com/upload/power_investor_relations/board-of-director-and-committee-compostion.pdf
- CSR Policy & Details of CSR Projects: https://shilchar.com/upload/power_investor_relations/corporate-social-responsibility-policy.pdf

- Two percent of average net profit of the Company as per sub-section (5) of Section 135: **134.01 Lakhs**
- Surplus arising out of the CSR Projects or programmes or activities of the previous financial years: **NIL**
- Amount required to be set-off for the financial year, if any: **13 Lakhs**
- Total CSR obligation for the financial year [(b)+(c)-(d)]: **121.01 Lakhs**

4. The executive summary along with web-link(s) of Impact Assessment of CSR Projects carried out in pursuance of sub-rule (3) of rule 8, if applicable:

Not Applicable

5.

- Average net profit of the Company as per sub-section (5) of Section 135: **6,700.48 Lakhs**

6.

- Amount spent on CSR Projects (both Ongoing Project and other than Ongoing Project): **136.12 Lakhs**
- Amount spent in Administrative overheads: **NIL**
- Amount spent on Impact Assessment, if applicable: **NIL**
- Total amount spent for the Financial Year [(a)+(b)+(c)]: **136.12 Lakhs**

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

Total Amount Spent for the Financial Year. (in Lakhs)	Amount Unspent (in ₹)				
	Total Amount transferred to Unspent CSR Account as per sub-section (6) of Section 135		Amount transferred to any fund specified under Schedule VII as per second proviso to sub-section (5) of Section 135		
	Amount	Date of transfer	Name of the Fund	Amount	Date of transfer
136.12		NIL		NIL	

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

Sr. No.	Particular	Amount (in Lakhs)
(i)	Two percent of average net profit of the Company as per sub-section (5) of Section 135	134.01
(ii)	Total amount spent for the Financial Year	136.12
(iii)	Excess amount spent for the Financial Year [(ii)-(i)]	NIL
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous Financial Years, if any	13.00
(v)	Amount available for set off in succeeding Financial Years [(iii)-(iv)]	NIL

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

Sr. No.	Preceding Financial Year(s)	Amount transferred to Unspent CSR Account under sub-section (6) of Section 135 (in ₹)	Balance Amount in Unspent CSR Account under sub-section (6) of Section 135 (in ₹)	Amount Spent in the Financial Year (in ₹)	Amount transferred to a Fund as specified under Schedule VII as per second proviso to sub-section (5) of Section 135, if any		Amount remaining to be spent in succeeding Financial Years (in ₹)	Deficiency, if any
					Amt (in ₹)	Date of Transfer		
1	FY 2021-2022	NIL	NIL	13,50,000	NIL	NA	NIL	NA
2	FY 2022-2023	NIL	NIL	56,44,000	NIL	NA	NIL	NA
3	FY 2023-2024	NIL	NIL	1,34,01,000	NIL	NA	13,00,000	NA

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

No

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

Not applicable

Date: 21st April, 2025
Place: Gavasad, Vadodara

Sd/-
Mr. Alay Shah
Chairman - CSR Committee
Managing Director
DIN: 00263538

Sd/-
Zarksis Parabia
Member - CSR Committee
Non-Executive and Independent Director
DIN: 02667359

Annexure-B

FORM NO. MR-3

Secretarial Audit Report

(For the Financial year ended on 31st March, 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,
SHILCHAR TECHNOLOGIES LIMITED
Block No. 460, Near Muval Sub-Station,
Padra-Jambusar Highway,
Gavasad, Vadodara - 391430.

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

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

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company, for the financial year ended on 31st March, 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 and 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; **Not Applicable to the Company during the Audit Period;**
- D. The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; **Not Applicable to the Company during the Audit Period;**
- E. The Securities and Exchange Board of India (Issue and Listing of Non Convertible Securities) Regulations, 2021; **Not Applicable to the Company during the Audit Period;**
- 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;
- G. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; **Not Applicable to the Company during the Audit Period;** and
- H. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; **Not Applicable to the Company during the Audit Period;** and
- I. The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. ("Listing Regulations").

We have also examined compliance with the applicable clauses of the following: (i) The mandatory Secretarial Standards (SS-1 and SS-2) issued by The Institute of Company Secretaries of India.

During the period under review, the Company has generally complied with the provisions of the applicable Acts, Rules, Regulations, Guidelines, and Standards. However, there were delays or pending filings under Regulation 30 of the SEBI Listing Regulations, specifically concerning the intimation of changes in directors and the disclosure of outcomes of shareholder resolutions. It was observed that BSE Limited imposed a fine for non-compliance with Regulation 21(2) of the Listing Regulations, relating to the constitution of the Risk Management Committee. As clarified by the management, the Committee is duly constituted, and the Company has submitted application to the stock exchange seeking a waiver of the imposed fine.

Further, as per representation of management letter, considering its nature of business, process and location, the following Acts are specifically applicable to the Company. There are adequate systems and processes in the Company to monitor and ensure compliance.

1. The Water (prevention and control of pollution) Act, 1974 & Rules;
2. Air (Prevention & Control of Pollution) Act, 1981 & Rules;
3. Environment Protection Act, 1986 & Rules;
4. Water Cess Act, 1997 & Rules.

We further report that;

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

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were generally sent at least 7 days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and

for meaningful participation at the meeting. It is mentioned that Secretarial Standards were not mandatory to comply with during the Audit period.

We further report that as per the minutes of the meetings duly recorded and signed by the Chairman, the decisions were carried at meetings without any dissent.

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

During the year under review, the Company passed Special Resolutions at its 38th Annual General Meeting held on 12th August, 2024, approving the remuneration of Mr. Aashay Alay Shah (DIN: 06886870), Whole-Time Director, with effect from 1st November, 2024.

Additionally, on 14th March, 2025, the shareholders approved, through postal ballot, Special Resolutions for the appointment of Mrs. Nandini Ashish Tandon (DIN: 01657786) as an Independent Director for a term of five consecutive years commencing from 26th March, 2025, and for the increase in the Authorised Share Capital of the Company from ₹ 10 crores to ₹ 15 crores.

For Kashyap Shah & Co.

Practicing Company Secretaries

Kashyap Shah

Proprietor

FCS No.: 7662; CP No.: 6672

UDIN: F007662G000166898

PR No.: 1378/2021

Date: 21st April, 2025

Place: Vadodara

ANNEXURE TO SECRETARIAL AUDIT REPORT

To,
The Members,
Shilchar Technologies Limited
Block No. 460, Near Muval Sub-Station,
Padra-Jambusar Highway,
Gavasad, Vadodara - 391430.

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 the processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and the practices, we followed provided 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. The Compliance of applicable financial laws like direct and indirect laws have not been reviewed in this Audit since the same have been subject to review by Statutory Financial Audit and Other designated professionals.
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 the Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

For Kashyap Shah & Co.
Practicing Company Secretaries

Kashyap Shah
Proprietor
FCS No.: 7662; CP No.: 6672

Date: 21st April, 2025
Place: Vadodara

Annexure-C

Particulars under the Companies (Disclosure of Particulars in the Report of Board of Directors) Rules, 1988 for the year ended 31st March, 2025.

Sr. Particular No.		
[A] Conservation of Energy:		
(a) Energy conservation measures taken:		
1. Application of Gas based Ovens.		
2. The lighting changed to Picture Tube Lights (PL).		
3. The Company set up a wind mill project to generate eco-friendly electricity, being used for captive consumption.		
4. The numbers as well as capacity of capacitors changed to achieve improved power factor.		
5. The consumption of Diesel is under close supervision.		
6. Putting thrust on developing energy efficient transformers.		
(b) Additional investments and proposals if any, being implemented for reduction of consumption of energy.		
(c) Impact of measures at (a) & (b) above for reduction of energy consumption and consequent impact on the cost of production of goods: Saving in power cost		
(d) Total energy consumption and energy consumption per unit of production as per prescribed Form A:		
FORM A		
A. Power & Fuel Consumption	2024-2025	2023-2024
1. Electricity:		
a) Purchased		
Unit	1,209,112	939,215
Total Amount (in ₹)	11,655,096	10,087,658
Rate/Unit	9.63	10.74
b) Own Generation:		
i) Through Diesel Generator		
Diesel Qty (in Ltr.)	4,455	3,382
No. of Units Generated	14598	12,181
Total Amount (in ₹)	406,000	311,000
Unit per Ltr of Diesel Oil	3.27	3.60
Total Cost per Unit	27.82	25.53
ii) Through Steam	NIL	NIL
Turbine/Generator	---	---
Unit	---	---
Units per Ltr. of Fuel Oil/Gas	---	---
2. Coal (Specify quantity and - where used)	NIL	NIL
3. Furnace Oil:		
Quantity in Liters	NIL	NIL
Total Amount	NIL	NIL
Average Rate/Liter	NIL	NIL
4. Others:		
a) Light Diesel Oil:		
LDO Consumed in Liters	NIL	NIL
Total Amount	NIL	NIL
Average Rate/Liter	NIL	NIL

A. Power & Fuel Consumption		2024-2025	2023-2024
b)	Wind Generation:		
	Generated Units	413,078	481,435
	Total Amount (in ₹)	2,857,766	3,573,887
	Average Rate/Unit	6.91	7.42

B. Consumption per unit of production:

Since the Company manufactures different types of transformers, it is not practicable to give consumption per unit of production.

FORM B**[B] Technology Absorption:****(a) Research & Development:**

(1) Specific area in which R & D is carried out by the Company:

1.1 The Company is in the process of establishing state of the art facilities for research.

1.2 The Company has been investing in setting up optimum testing facilities at various stages of production process.

(2) Benefits derived as a result of the above R & D;

Improvement in quality and better product mix.

(3) Future plan of action;

To invest more in R & D activities.

(4) Expenditure on R & D;

During the financial year ended on 31st March, 2025, the Company spent ₹ 87.31 Lakhs on R & D activities, being 0.14% of its total turnover, as compared to ₹ 71.71 Lakhs, being 0.18% in the previous year.

(b) Technology Absorption, Adaptation & innovation:

(1) Efforts in brief, made towards technology absorption, adaptation and innovation;

Your Company has continued its efforts to upgrade its manufacturing facilities of Electronics & telecommunication transformers.

[C] Foreign Exchange earnings and outgo:

(in ₹)

Sr. No.	Particulars	2024-2025	2023-2024
1.	Earning from Export during the year	2,379,466,618	2,178,400,866
2.	Outgo:		
	a) CIF value of Imports	197,288,788	78,271,363
	b) Expenditure in foreign currency	5,464,576	4,071,502
	c) Travelling	2,360,929	1,961,817

For and on behalf of Board of Directors
Shilchar Technologies Limited

Date: 21st April, 2025
Place: Gavasad, Vadodara

Sd/-
Alay Jitendra Shah
Chairman & Managing Director
DIN: 00263538

Annexure-D

DETAILS OF REMUNERATION OF DIRECTORS AND EMPLOYEES

Pursuant to Section 197(12) of the Companies Act, 2013 read with rule 5 of companies (appointment & remuneration of managerial personnel) rules, 2014

Sr. No.	Name of Director/ KMP and Designation	% increase/decrease (-) in Remuneration in the Financial Year 2024-2025	Ratio of remuneration of each Director/to median remuneration of employees
1.	Mr. Alay Shah, Managing Director	0%	46.67:1
2.	Mr. Aashay Alay Shah Whole-Time Director	299.75%	39.97
3.	Mr. Prajesh Purohit, Chief Financial Officer	121.08%	4.79
4.	Ms. Mauli Rushil Mehta (Upto 01.03.2025) Company Secretary	111.78%	1:1
Percentage increase/(decrease) in the median remuneration of employees in the FY 2024-2025		During FY 2024-2025, the percentage increase/(decrease) in the median remuneration of employees as compared to previous year was approximately 109.48%.	
Number of permanent employees on the rolls of the Company (including Corporate Office & Factory Premises)		There were 163 employees as on 31 st March, 2025.	
Average percentile increase/(decrease) in salaries of employees other than Managerial Personnel		The average percentile increases in salaries of employees other than Managerial Personnel is 10.06% on account of increment provided to employee during the year. There was no other exceptional circumstance for increase in remuneration for employees other than managerial personnel in the FY 2024-2025.	
Affirmation that the remuneration is as per the remuneration policy of the Company		It is hereby affirmed that the remuneration paid during the year is as per the Remuneration Policy of the Company.	

Note:

- Median Remuneration of the FY 2024-2025 is ₹ 30,000/- and of the Financial Year 2023-2024 is ₹ 27,400/-.
- Managerial Personnel include Managing Director, Chief Financial Officer and Company Secretary which has been excluded from calculation of average percentile.

Statement of Particulars of Top Ten employees pursuant to the Rule 5(2) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 of the Company is given below:

A. Remuneration of Executive Directors as on 31st March, 2025:

Particulars	Mr. Alay Shah	Mr. Aashay Shah
Gross salary for the FY 2024-2025	1,68,00,000	1,43,88,000
Nature of employment whether contractual or otherwise	Regular Employment	Regular Employment
Qualification & Experience	BS (Electronics Engineering Technology) and experience of more than 33 years.	Bachelor of Science in Electrical Engineering from University of Illinois, Urbana-Champaign, USA and Masters in Business Administration from Cass Business School, London, UK and experience of more than 9 years
Date of commencement of employment	01/11/1988	01/01/2014
Age	59 Years	34 Years

A. Remuneration of Executive Directors as on 31st March, 2025: (Contd.)

Particulars	Mr. Alay Shah	Mr. Aashay Shah
Last employment held by such employee before joining the Company	NA	NA
% of shares held of the Company	19,51,032 equity shares - 25.58%	7,88,764 equity shares - 10.34%
Whether employee is relative of any director of the Company	Yes (Father of Mr. Aashay Shah - Whole-Time Director)	Yes (Son of Mr. Alay Shah - Chairman and Managing Director)

B. Remuneration of Other Employees (Top 10 Employees):

Sr. No.	Name of Employee	Designation/ Department	Nature of employment whether contractual or otherwise	Qualification & Experience	Date of commencement of employment	Age	Whether employee is relative of any director of the Company
1	Ashok Bhambhani	Head - Business Development	Regular Employment	BE & 37 Years of experience	02/04/2019	63	No
2	Rajendra Nath	COO	Regular Employment	BE Mechanical, MBA and 32 Years of experience	22/07/2019	57	No
3	Prajesh Purohit	CFO	Regular Employment	B.Com and 39 Years of experience	11/09/1995	63	No
4	Chandrakant Arora	General Manager - F&A	Regular Employment	CA and 19 Years of experience	12/11/2024	50	No
5	H G Manjunath	DGM	Regular Employment	BE EC and 22 Years of experience	08/04/2018	46	No
6	Gaurav Mewada	D.G.M - Design & Development	Regular Employment	BE-Electrical and 11 Years of experience	31/01/2025	33	No
7	Varun Rekhi	Sr. Business Div North Region	Regular Employment	BE-Electrical and 13 Years of experience	12/04/2021	37	No
8	Sohil Dave	Sr. Manager	Regular Employment	BE-Electrical and 16 Years of experience	01/05/2018	38	No
9	Vishwas Desai	Sr. Manager	Regular Employment	MSW, DLP & PGDHRD and 17 Years of experience	22/06/2015	40	No
10	Nisarg Upadhyay	Sr. Manager	Regular Employment	BE-Mechanical and 16 Years of experience	20/01/2025	40	No

C. Details of employees employment throughout the financial year and was in receipt of remuneration for that year which, in the aggregate, was not less than one crore and two Lakhs rupees per annum:

For the FY 2024-2025, No employee other than Mr. Alay Shah, Chairman & Managing Director (Executive Director) and Mr. Aashay Shah, Whole-Time Director (Executive Director), was in receipt of remuneration of one crore and two Lakhs rupees or more.

D. Details of employees employed for a part of the financial year and was in receipt of remuneration for any part of that year, at a rate which, in the aggregate, was not less than eight Lakhs and fifty thousand rupees per month:

For the FY 2024-2025, it is hereby confirming that there was no such employee.

E. Employees employed throughout the financial year or part thereof, was in receipt of remuneration in that year which, in the aggregate, or as the case may be, at a rate which, in the aggregate, is in excess of that drawn by the Managing Director or Whole-Time Director or Manager and holds by himself or along with his spouse and dependent children, not less than two percent of the equity shares of the Company:

For the FY 2024-2025, it is hereby confirming that there was no such employee.

For and on behalf of Board of Directors
Shilchar Technologies Limited

Date: 21st April, 2025
Place: Gavasad, Vadodara

Sd/-
Alay Jitendra Shah
Chairman & Managing Director
DIN: 00263538

Annexure-E

Management Discussion and Analysis

ECONOMIC OVERVIEW

Global economy

Global economic growth is forecasted to remain steady at 3.3% in both 2025 and 2026, falling short of the historical average of 3.7%. Inflationary pressures are anticipated to ease, with global headline inflation projected to decline to 4.2% in 2025 and further to 3.5% in 2026. Advanced economies are expected to achieve their inflation targets more swiftly compared to emerging markets and developing economies. While medium-term risks to this outlook lean toward the downside, the near-term scenario presents a mix of divergent risks. In the United States, upside risks could bolster already strong growth in the short term, whereas other countries face downside risks due to heightened policy uncertainties. Disruptions stemming from policy measures could impede the ongoing disinflation process, delaying shifts toward monetary easing and potentially affecting fiscal sustainability and financial stability. Addressing these challenges will require careful policy calibration to balance inflation control with real economic activity, rebuild buffers, and enhance medium-term growth prospects through structural reforms and stronger international cooperation.

The global economy has shown resilience but continues to exhibit uneven performance across regions. During the third quarter of 2024, global GDP growth fell slightly below projections made in the October 2024 World Economic Outlook (WEO), primarily due to weaker-than-expected data from several Asian and European economies. China's growth slowed to 4.7% year-over-year, underperforming expectations as a faster decline in consumption — linked to delays in stabilizing the property market and persistently low consumer confidence — was only partially offset by stronger-than-anticipated net export growth. Similarly, India experienced a sharper-than-expected deceleration in industrial activity, contributing to slower overall growth.

In Europe, economic activity remained subdued, particularly in the eurozone, where Germany lagged other member states due to continued weaknesses in manufacturing and goods exports, despite a recovery in consumption driven by rising real incomes. Japan also faced challenges during this period, with output contracting slightly due to temporary supply chain disruptions. By contrast, the United States demonstrated robust momentum, recording a year-over-year growth rate of 2.7% in the third quarter of 2024. This expansion was primarily fuelled by strong consumer spending, underscoring the resilience of its economy amidst global uncertainties.

Looking ahead, navigating these complexities will demand a concerted effort from policymakers worldwide. Striking a balance between inflation management and economic activity remains crucial while simultaneously addressing structural challenges and fostering international collaboration to support sustainable growth trajectories.

Source: IMF - World Economic Outlook Update - January 2025





Indian economy

India's economy continues to demonstrate remarkable resilience and growth, solidifying its position as the fastest-growing major economy globally. For the year 2025-26, India's GDP is projected to grow at 6.5%, according to estimates from Moody's, the IMF, and the World Bank. This growth rate surpasses that of advanced and emerging G20 nations, underscoring India's robust economic fundamentals amidst a challenging global environment. While this represents a slight moderation from the previous fiscal year's growth of 6.7%, it remains strong relative to global growth, which is expected to average just 2.7% during the same period.

Several factors are fuelling India's economic expansion:

- 1. Domestic Consumption and Rural Recovery:** Private final consumption expenditure (PFCE) has been a key driver of growth, supported by a rebound in rural demand and increased disposable income due to tax relief measures announced in the Union Budget for FY25-26. PFCE as a share of GDP is expected to rise from 60.3% in FY24 to 61.8% in FY25, marking its highest level since FY03.
- 2. Government Spending and Infrastructure Development:** Increased government expenditure on infrastructure projects has boosted construction activity, which continues to operate well above pre-pandemic levels. Investments in housing and utilities have further strengthened this sector.
- 3. Services Sector Momentum:** The services sector remains a cornerstone of India's growth, with robust activity in financial services, real estate, professional services, public administration, and defence driving expansion. Services sector growth is expected to remain strong at 7.2% for FY25.
- 4. Agriculture and Manufacturing:** Agriculture is projected to grow at 3.8%, supported by favourable monsoon conditions and increased food grain production. Manufacturing exports, particularly in high-value-added sectors like electronics and pharmaceuticals, are also contributing positively despite challenges such as weak global demand.

Management Discussion and Analysis

Challenges and Risks

While India's economic outlook remains optimistic, several challenges could temper its growth trajectory:

- 1. Global Uncertainties:** Geopolitical tensions, trade disruptions, and volatile commodity prices pose risks to exports and foreign investment inflows.
- 2. Inflationary Pressures:** Although headline inflation has moderated to an average of 4.5% for FY25, core inflation remains sticky due to supply chain disruptions and elevated food prices.
- 3. Currency Depreciation and Foreign Portfolio Outflows:** Persistent foreign portfolio outflows have led to currency volatility, which could impact investor confidence.
- 4. Structural Bottlenecks:** Land acquisition challenges, labour market rigidities, and slow legal reforms continue to hinder rapid industrial expansion.

Sectoral Performance Highlights

India's sectoral performance reflects both resilience and uneven recovery:

- **Construction:** This sector has been a standout performer since mid-FY21, operating approximately 15% above pre-pandemic levels due to robust infrastructure development and housing demand.
- **Utilities:** Electricity, gas, and water supply have consistently exceeded pre-pandemic trends since FY23.
- **Manufacturing:** Although recovering steadily, manufacturing remains slightly below pre-pandemic levels due to global trade uncertainties.
- **Services:** Financial services have surpassed pre-pandemic trends, while trade, hotels, transport, and communication are gradually catching up after prolonged disruptions during lockdowns.

Outlook

Looking ahead to FY26, India's GDP growth is anticipated to range between 6.7% and 7.3%, driven by strong domestic demand and sustained government spending. However, achieving higher growth rates will require addressing structural challenges through comprehensive reforms in land acquisition laws, labour markets, and legal systems. Additionally, fostering greater foreign direct investment (FDI) inflows will be crucial for boosting manufacturing capacity and enhancing global competitiveness.

Inflation is expected to ease further as agricultural output improves and proactive government measures stabilize food prices. The Reserve Bank of India (RBI) is likely to maintain a cautious monetary policy stance while supporting liquidity management to sustain economic momentum.

India stands at a pivotal juncture in its economic journey. As the fastest-growing major economy globally in 2025, it has demonstrated resilience against global headwinds while capitalizing on domestic strengths such as consumption-led growth and infrastructure development. However, sustaining this momentum will require bold policy decisions aimed at overcoming structural bottlenecks and fostering inclusive growth. With careful management of inflationary pressures and geopolitical risks, India is well-positioned not only to maintain its growth trajectory but also to emerge as a key driver of global economic stability in the years ahead.

Source: Economic Survey 2024-25, Reuters, and Moody's

INDUSTRY OVERVIEW

Indian transformer industry

The Indian transformer industry is undergoing a period of significant transformation and growth, driven by a confluence of factors such as rising electricity demand, renewable energy integration, infrastructure modernization, and technological advancements. The growth in the transformer industry underscores the critical role transformers play in India's evolving power sector as the nation strives to meet its increasing energy needs while transitioning toward a cleaner and more efficient grid.

This growth is fuelled by several key drivers:

- 1. Rising Electricity Demand:** India's rapid urbanization, industrialization, and population growth have led to an unprecedented surge in electricity consumption across residential, commercial, and industrial sectors. As per a study conducted by ICRA, the country's electricity consumption rose by 4.1% in 10M-FY25 compared to the previous year, necessitating upgrades to transmission and distribution (T&D) infrastructure and spurring demand for transformers.
- 2. Renewable Energy Integration:** India's ambitious renewable energy targets — 450 GW by 2030 — are driving investments in specialized transformers capable of managing variable energy inputs from solar and wind sources. By 2025, renewable energy is expected to account for nearly 30% of India's total installed power capacity, up from 23% in 2023. Advanced transformers with smart monitoring systems are being deployed to ensure grid stability and optimize energy distribution.
- 3. Infrastructure Modernization:** Government initiatives such as the "Make in India" program, Smart Cities Mission, and Deendayal Upadhyaya Gram Jyoti Yojana are fostering investments in T&D networks across urban and rural areas. These programs aim to enhance grid reliability, reduce losses, and improve access to electricity nationwide.

- 4. Technological Advancements:** The adoption of smart transformers equipped with digital monitoring systems, real-time diagnostics, and predictive maintenance capabilities is revolutionizing the industry. These innovations improve operational efficiency while reducing costs and energy losses.
- 5. Industrial Expansion:** The rapid growth of industries such as railways, electric vehicles (EVs), data centres, and manufacturing has further boosted demand for high-capacity transformers to support uninterrupted power supply and operational efficiency within industrial complexes.

Sectoral Trends

The Indian transformer market is witnessing notable shifts across various segments:

- **Power Transformers:** With increasing investments in high-voltage transmission systems, power transformers are seeing strong demand to support large-scale projects like renewable energy parks and cross-border transmission lines.
- **Distribution Transformers:** These remain critical for last-mile connectivity in both urban and rural areas as India continues its electrification drive under schemes such as Saubhagya and Revamped Distribution Sector Scheme (RDSS).
- **Converter Transformers:** The growing adoption of high-voltage direct current (HVDC) systems for long-distance power transmission is driving demand for converter transformers that enable efficient integration of renewable energy into the grid.

Challenges Facing the Industry

Despite its promising outlook, the Indian transformer industry faces certain challenges:

- 1. Supply Chain Disruptions:** Global shortages of key raw materials like cold-rolled grain-oriented (CRGO) steel have led to extended lead times for transformer manufacturing, impacting project timelines for solar parks and other infrastructure developments.
- 2. Price Volatility:** Fluctuations in CRGO, copper prices and other raw material costs pose risks to profitability for transformer manufacturers.
- 3. Regulatory Compliance:** Meeting stringent guidelines issued by the Central Electricity Authority (CEA) has reduced the pool of eligible suppliers while increasing production costs due to diverse rating requirements from developers.

Opportunities Ahead

The industry is poised to benefit from several emerging opportunities:

- **Green Transformers:** With a growing emphasis on environmental sustainability, there is increasing adoption of eco-friendly transformers that comply with international standards for reduced losses and improved energy efficiency.
- **Smart Grid Technologies:** The integration of smart grids under initiatives like the National Smart Grid Mission is creating demand for advanced transformers capable of real-time monitoring and automated control.
- **Export Potential:** Indian manufacturers are increasingly catering to global markets as engineering procurement contractors (EPCs) utilize domestic supply chains for overseas projects.
- **Electric Vehicle Infrastructure:** As EV adoption accelerates in India, investments in charging infrastructure will require specialized transformers capable of handling high loads efficiently.

In 2025, the Indian transformer industry is positioned at the forefront of the country's energy transition journey. The combination of government policies encouraging domestic manufacturing under "Make in India," significant investments in renewable energy projects, and modernization of aging T&D infrastructure will continue to drive growth across all segments of the market.

Source: Wood Mackenzie, Imarc Group, Moneycontrol, Technavio



Management Discussion and Analysis

INDIA POWER SECTOR

As of 2025, India's power sector stands at the forefront of global energy transition efforts, with a strong emphasis on renewable energy deployment, grid modernization, and sustainable development. The sector is critical to India's economic growth and its commitment to achieving net-zero carbon emissions by 2070.

As of January 31, 2025, India's total installed power generation capacity has reached 466.25 GW, a testament to the country's sustained focus on expanding its energy infrastructure. The energy mix reflects a gradual but determined shift toward clean and renewable energy sources, in line with India's climate goals and its Nationally Determined Contributions (NDCs) under the Paris Agreement.

- **Coal Power:** Despite the push for cleaner energy, coal remains the dominant source of electricity in India, with an installed capacity of 220.49 GW, accounting for approximately 47.29% of total capacity. Coal continues to be a reliable base-load source for meeting India's growing electricity demand.
- **Renewable Energy:** Renewable energy sources have seen exponential growth over the last decade. As of 2025, renewables (solar, wind, biomass, small hydro) contribute 45.51% of total installed capacity:
 - Solar power has emerged as a key pillar of India's energy strategy with an installed capacity of 100.33 GW, contributing 21.52% to the total.
 - Wind power follows with 48.37 GW, accounting for 10.37%.
 - Biomass and waste-to-energy projects contribute 11.41 GW, while small hydro projects add another 5.10 GW.
 - Large hydro projects remain an important component of India's clean energy portfolio with an installed capacity of 46.97 GW (10.07%). However, environmental concerns and delays in project execution have slowed their growth.
- **Nuclear Power:** Nuclear energy contributes a modest share of 8.18 GW (1.75%) but is expected to grow significantly in the coming years as part of India's long-term strategy for clean base-load power.
- **Gas and Oil-Based Power:** Gas-based power plants account for 25.41 GW (5.45%) but face challenges due to high fuel costs and limited domestic availability.

Energy Generation

India's electricity generation has kept pace with its growing demand, driven by rapid urbanization, industrialization, and electrification in rural areas. Between April 2024 and January 2025, total electricity generation stood at approximately 1,527.45 Billion Units (BU).

Thermal power plants (coal, gas, oil) remain the backbone of electricity generation, contributing nearly 74% of total output during this period. However, renewable energy sources are steadily increasing their share in actual generation as well:

- Solar and wind power have shown remarkable year-on-year growth in generation capacity utilization.
- Renewables accounted for approximately 22.49% of total electricity generated during this period.

The government's focus on improving efficiency in thermal plants and integrating renewable energy into the grid has helped reduce transmission losses and ensure reliable power supply.

Transmission and Distribution Infrastructure

India operates one of the largest synchronous grids globally with a transmission network spanning over 200,000 circuit kilometres at voltage levels above 220 kV as of 2025. The country's inter-regional transmission capacity now stands at over 150 GW, enabling efficient power transfer across regions and ensuring grid stability.

The government has invested heavily in modernizing the grid under initiatives like the Green Energy Corridor project to facilitate the seamless integration of renewable energy into the national grid. Technologies such as high-voltage direct current (HVDC) systems and smart grids are being deployed to improve reliability and efficiency.

Despite these advancements, challenges persist in distribution networks:

- Aggregate technical and commercial (AT&C) losses remain high in some states due to outdated infrastructure and theft.
- Financial health issues faced by distribution companies (DISCOMs) continue to hinder investments in modernization.

Achievements in Reducing Power Deficits

India has made remarkable progress in addressing its historical power deficits:

- Peak demand shortages have been reduced to a negligible level of just 0.001% as of FY25.
- Energy shortages during this period were also minimal at around 0.1%, reflecting improved generation capacity and grid management practices.

This achievement underscores India's transition from a power-deficit nation to one that is largely self-sufficient in meeting its electricity needs.

Challenges Facing the Sector

While progress has been commendable, several challenges remain:

- **Grid Integration:** The variability and intermittency associated with solar and wind power pose challenges for grid stability.

- **Energy Storage:** Large-scale deployment of battery storage systems is critical but remains expensive.
- **Financial Stress on DISCOMs:** Many state-owned DISCOMs continue to face financial difficulties due to high AT&C losses and unsustainable tariff structures.
- **Land Acquisition:** Land availability for renewable projects remains a bottleneck in densely populated regions.
- **Environmental Concerns:** Large hydro projects face opposition due to their ecological impact on river ecosystems and displacement issues.

Policy Support and Government Initiatives

The government has introduced several policies to support the sector's growth:

- The Production Linked Incentive (PLI) Scheme for manufacturing high-efficiency solar PV modules aims to reduce import dependency.
- The National Green Hydrogen Mission seeks to position India as a global hub for green hydrogen production.
- Schemes like UDAY (Ujwal DISCOM Assurance Yojana) aim to improve DISCOM finances while reducing AT&C losses.
- The Electricity (Amendment) Act proposes reforms aimed at promoting competition in distribution through multiple licensees.

Conclusion

The Indian power sector in 2025 reflects a dynamic landscape marked by robust growth in renewable energy capacity, improved grid infrastructure, reduced deficits, and enhanced policy support for sustainable development goals. While challenges persist — particularly around financial health, grid integration, and storage solutions — India's commitment to clean energy transition positions it as a global leader in sustainable energy development by mid-century.

Sources: Central Electricity Authority (CEA), Ministry of Power (MoP), MNRE Reports

INDIA RENEWABLE ENERGY SECTOR

India's renewable energy (RE) sector has emerged as a global leader in clean energy transformation, driven by ambitious targets, robust policy frameworks, and substantial investments. With a total installed RE capacity of 212.17 GW as of January 31, 2025 (including solar, wind, biomass, small hydro, and waste-to-energy), the sector accounts for 45.51% of India's total installed power capacity.

Renewable energy generation has grown significantly in recent years. From April 2024 to January 2025, renewable sources accounted for approximately 22.49% of India's cumulative electricity generation of 1,527.45 Billion Units (BU). In January 2025 alone, RE generation increased by 27.47% compared to January 2024, reflecting improved capacity utilization and grid integration. Solar power

generation increased by 36.38%, driven by expanded rooftop installations and utility-scale projects while wind power generation grew by 38.34%, supported by favourable wind conditions and new capacity additions. Biomass power saw a modest increase of 16.34%, while small hydro generation rose by 29.34%.

Key Achievements in Renewable Energy

India has made remarkable strides in renewable energy development:

- **Record Capacity Additions:** In 2024 alone, India added over 24.5 GW of solar capacity and 3.4 GW of wind capacity, marking significant year-on-year growth.
- **Global Leadership:** As per IRENA (International Renewable Energy Agency), India ranks globally:
 - 4th in overall renewable energy capacity
 - 4th in wind power capacity
 - 5th in solar power capacity
- **Rooftop Solar Growth:** The rooftop solar segment expanded rapidly with over 7 lakh installations facilitated under schemes like PM Surya Ghar: Muft Bijli Yojana.

Policy Frameworks Driving Growth

The Ministry of New and Renewable Energy (MNRE) has implemented several forward-looking policies to promote clean energy:

- **National Solar Mission (NSM):** A flagship initiative aimed at establishing India as a global leader in solar energy through large-scale deployment.
- **Green Energy Corridor:** Facilitates seamless integration of renewable energy into the national grid through enhanced transmission infrastructure.
- **Waiver on Inter-State Transmission Charges:** Extended for solar and wind projects commissioned before June 30, 2025.
- **Renewable Purchase Obligations (RPOs):** Mandates state utilities to procure a certain percentage of their electricity from renewable sources.
- **Production Linked Incentive (PLI) Scheme:** Encourages domestic manufacturing of high-efficiency solar PV modules.

India has set ambitious targets for its renewable energy sector

- By 2030, India aims to achieve a total non-fossil fuel-based capacity of at least 500 GW, including significant contributions from solar (280 GW) and wind (140 GW).
- Offshore wind projects are expected to gain traction, particularly along the coasts of Gujarat and Tamil Nadu.
- Green hydrogen is emerging as a key focus area under the National Green Hydrogen Mission, with plans to utilize surplus renewable power for hydrogen production.

Management Discussion and Analysis

Conclusion

The Indian renewable energy sector in 2025 exemplifies rapid growth and global leadership in clean energy adoption. With strong policy support, increasing private investment, and growing technological advancements, India is well on track to meet its ambitious climate goals while ensuring sustainable economic growth and energy security for its population.

Sources: Central Electricity Authority (CEA), Ministry of New & Renewable Energy (MNRE), Press Information Bureau (PIB).

COMPANY OVERVIEW

Shilchar Technologies Limited has been a key player in the Indian transformer industry for nearly four decades, offering innovative and high-quality transformer solutions that power industries, communities, and lives. Since its establishment in 1986, the Company has grown into one of India's premier manufacturers of Power & Distribution transformers, as well as Electronics & Telecom transformers. This growth has been fuelled by a strong focus on precision engineering, operational excellence, and sustainability. Over the years, Shilchar has expanded its product portfolio, starting with R-core transformers, followed by Ferrite transformers in 1995, and subsequently entering the Power and Distribution transformer segments around 2000. Today, it has the capability to manufacture transformers up to 50 MVA and 132 kV class, reinforcing its reputation as a trusted name in the energy sector.

The Company operates a state-of-the-art manufacturing facility in Gavasad, Gujarat, spread over 17 acres. This facility is a testament to Shilchar's technological expertise and commitment to delivering high-performance products. With an annual production capacity of 7,500 MVA, Shilchar caters to diverse

applications such as renewable energy generation (solar, wind, hydro), industrial needs, and specialized solutions like furnace and converter duty transformers. Each product is designed with precision engineering and long-term reliability in mind to meet the evolving energy needs of both domestic and international markets. Shilchar's global footprint spans over 25 countries across five continents. Exports contribute more than 43% of its revenue, reflecting its strong customer relationships and reputation for quality.

The Company places significant emphasis on quality, sustainability, and employee welfare. Its certifications – ISO 9001:2015 for Quality Management, ISO 14001:2015 for Environmental Management, and ISO 45001:2018 for Occupational Health and Safety – demonstrate its adherence to the highest standards across all operations. Shilchar also operates as a zero-discharge pollution unit, showcasing its environmental stewardship while optimizing manufacturing efficiencies.

FY25 PERFORMANCE REVIEW

Shilchar Technologies Limited demonstrated exceptional financial performance in FY25, with Revenue from Operations surging to ₹ 623.15 Crores, marking a robust 57% year-on-year growth from ₹ 396.88 Crores in FY24. The Company's operating profitability significantly improved, as evidenced by the EBITDA (excluding Other Income) of ₹ 184.75 Crore in FY25, a significant 63% increase from ₹ 113.30 Crores in the previous year. This translated into a moderate expansion of the EBITDA margin, which rose from 28.5% in FY24 to 29.6% in FY25. Profit After Tax mirrored this strong performance, growing by 60% to reach ₹ 146.85 Crores, up from ₹ 91.89 Crores in FY24. Notably, Shilchar Technologies maintains a robust financial position with a debt-free balance sheet and substantial cash reserves, positioning the company favourably for future growth initiatives.

Key financial ratios

Particulars	FY25	FY24	Change (%)
Current Ratio	3.03	3.07	(1.12)
Debt Equity Ratio	-	-	-
Debt Service Coverage Ratio	-	-	-
Return on Equity Ratio	52.78%	55.52%	(4.92)
Inventory Turnover Ratio	8.17	9.60	(14.95)
Trade Receivables Turnover Ratio	3.87	4.27	(9.52)
Trade Payable Turnover Ratio	5.17	6.28	(17.69)
Net Capital Turnover Ratio	2.20	2.41	(8.68)
Net Profit Ratio	23.57%	23.15%	1.79
Return on Capital Employed	56.65%	58.28%	(2.81)
Return on Investment	7.12%	9.27%	(23.17)

OUTLOOK

Looking ahead, Shilchar is well-positioned to capitalize on the growing Indian & global demand for transformers driven by infrastructure development, increased electrification, and the shift toward renewable energy. The Company has ambitious plans to scale its manufacturing capabilities in the coming years. Through strategic expansions and a clear vision for the future, Shilchar Technologies remains committed to driving progress in the energy sector while delivering value to its stakeholders and contributing to a sustainable future.

RISKS & CONCERNS

The prevailing geo-political landscape, supply chain disruptions, and fluctuating commodity prices remain critical factors to monitor when assessing future business opportunities. Price volatility in essential raw materials poses a significant challenge, particularly for fixed-price transformer orders, as sudden cost escalations can impact profitability. Additionally, the exchange rate fluctuations of the Indian Rupee against the US Dollar continue to affect margins, given that key raw materials such as copper, transformer oil, and special steels for lamination are primarily sourced through imports. Managing these uncertainties remains a key focus to ensure sustained operational efficiency and financial stability.

EFFECTIVENESS OF INTERNAL CONTROL SYSTEMS

We have established robust and comprehensive internal control systems to safeguard our assets, prevent unauthorised use or disposal, and ensure the accurate authorisation, recording, and reporting of transactions. These controls are designed to optimise resource utilisation, enhance operational efficiency, and maintain continuous oversight of operations, while ensuring strict compliance with applicable laws and regulations.

Our commitment to strong governance and financial integrity is reinforced by regular audits, with auditors affirming the adequacy and effectiveness of our internal controls. These measures not only strengthen our governance framework but also instil confidence in the accuracy, reliability, and transparency of our financial and operational activities.

HUMAN RESOURCE DEVELOPMENT AND INDUSTRIAL RELATIONS

At Shilchar Technologies, our employees are at the heart of our success and growth. We are deeply committed to their development, offering comprehensive training programmes that enhance their skills and expertise. Our goal is to attract and retain top talent by fostering a workplace that is both rewarding and inspiring, positioning ourselves as an employer of choice.

We have cultivated a collaborative and inclusive work environment that values open communication, mutual respect, and teamwork. Ensuring the safety, well-being, and professional growth of our employees is a top priority, and we integrate rigorous occupational health, safety, and environmental sustainability practices into our operations. Through careful planning, continuous training, and effective execution, we uphold our commitment to responsible and sustainable business practices.

During the year under review, we proudly maintained our status as a 'Zero Discharging Pollution Unit', reinforcing our dedication to environmental responsibility. As of March 31, 2025, our workforce comprised over 163 permanent employees and 304 indirect employees, reflecting our steady expansion and focus on strengthening human capital.

We firmly believe that by investing in our people and maintaining strong industrial relations, we will continue to drive sustained success and long-term growth.

CAUTIONARY STATEMENT

In the Management Discussion and Analysis and other sections of this report, we have outlined our objectives, projections, estimates, and expectations, which may include forward-looking statements. However, actual results may vary significantly due to various risks and uncertainties beyond our control. Several factors could impact our performance, including economic and political conditions in India and other countries where we operate, fluctuations in interest rates, changes in government regulations, policies, and tax laws, and other unforeseen circumstances. We do not undertake any obligation to update these statements.

Annexure-F

FORM NO. AOC-2

(Pursuant to clause (h) of sub-section (3) of Section 134 of the Companies Act, 2013 and rule 8(2) of the companies (accounts) rules, 2014)

{For the financial year 2024-2025}

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 arms length transactions under third proviso thereto

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

There were no contracts or arrangements or transactions entered into during the year ended 31st March, 2025, which were not at arm's length basis.

- (a) Name(s) of the related party and nature of relationship: **NA**
- (b) Nature of contracts/arrangements/transactions: **NA**
- (c) Duration of the contracts/arrangements/transactions: **NA**
- (d) Salient terms of the contracts or arrangements or transactions including the value, if any: **NA**
- (e) Justification for entering into such contracts or arrangements or transactions: **NA**
- (f) date(s) of approval by the Board: **NA**
- (g) Amount paid as advances, if any: **NA**
- (h) Date on which the special resolution was passed in general meeting as required under first proviso to Section 188: **NA**

2. Details of material contracts or arrangement or transactions at arm's length basis:

The details of material contracts or arrangement or transactions at arm's length basis as entered into during the year ended 31st March, 2025 is as follows:

Sr. No.	Name(s) of the related party	Nature of relationship	Nature of contracts/arrangements/transactions	Duration of the contracts/arrangements/transactions	Salient terms of the contracts or arrangements or transactions including the value, if any	Date(s) of approval by the Board, if any	Amount paid as advances, if any
1.	Mr. Aatman Alay Shah	Related to Mr. Alay Shah, MD	Employment	Financial Year 2024-2025	Working as manager operations ₹ 81.08 Lakhs per annum	NA	NIL
2.	Mr. Aashay Alay Shah	Related to Mr. Alay Shah, MD	Employment	Financial Year 2024-2025	Director. Remuneration of ₹ 95.57 Lakhs per annum	NA	NIL
3.	Mr. Alay Shah	Managing Director	Employment	Financial Year 2024-2025	Director. Remuneration & commission paid/ payable ₹ 784.18 Lakhs per annum	NA	NIL
4.	Nile Transformers Limited	Common Director	Manufacturing of Distributing & Power Transformers	Financial Year 2024-2025	Sales of transformers during the year ₹ 114.04 Lakhs during the year.	NA	NIL

Notes:

1. As defined under Regulation 23 of the SEBI (LODR) Regulations, 2015 and the Related Party Transactions Policy adopted by the Board of Directors of the Company, there was no Material Related Party Transaction entered during the Financial Year 2024-2025.
2. All transactions with related parties were in the Ordinary Course of Business and at arm's length basis and were specifically approved by the Audit Committee and the Board of Directors of the Company.

For and on behalf of Board of Directors
Shilchar Technologies Limited

Date: 21st April, 2025
Place: Gavasad, Vadodara

Sd/-
Alay Jitendra Shah
Chairman & Managing Director
DIN: 00263538

Annexure-G

BUSINESS RESPONSIBILITY & SUSTAINABILITY REPORT

SECTION A: GENERAL DISCLOSURES

I. Details of the listed entity

Sr. No.	Details	Response
1.	Corporate Identity Number (CIN) of the Listed Entity	L29308GJ1986PLC008387
2.	Name of the Listed Entity	Shilchar Technologies Limited
3.	Year of incorporation	1986
4.	Registered office address	Near Muval Sub Station, Padra Jambusar Highway, Gavasad, Vadodara, Gujarat, India - 391430
5.	Corporate address	Shilchar Technologies Limited, Bil Road, Bil, Vadodara, Gujarat, India - 391410
6.	E-mail	cs@shilchar.com
7.	Telephone	+91 7624090901/2
8.	Website	https://shilchar.com/
9.	Financial year for which reporting is being done	2024-25
10.	Name of the Stock Exchange(s) where shares are listed	BSE Limited (BSE)
11.	Paid-up Capital	₹ 7,62,68,000/-
12.	Name and contact details (telephone, email address) of the person who may be contacted in case of any queries on the BRSR report	a. Name of Responsible Person: Mr. Alay Shah b. Designation of Responsible Person: Managing Director c. E-mail ID: cs@shilchar.com d. Contact Number-Mobile/Telephone/Landline: +91 9898344068
13.	Reporting boundary - Are the disclosures under this report made on a standalone basis (i.e. only for the entity) or on a consolidated basis (i.e. for the entity and all the entities which form a part of its consolidated financial statements, taken together).	Standalone Basis
14.	Name of assurance provider	N.A.
15.	Type of assurance obtained	N.A.

II. Products/services

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

S. No.	Description of Main Activity	Description of Business Activity	% of Turnover of the entity
1	Electricity, gas, steam and air condition supply	Electric power generation, transmission and distribution	100%

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

S. No.	Product/Service	NIC Code	% of total Turnover contributed
1	Power & Distribution Transformers	27102	100%

III. Operations

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

Location	Number of plants	Number of offices	Total
National	1	0	1
International	0	0	0

19. Markets served by the entity:

a. Number of locations

Locations	Number
National (No. of States)	22
International (No. of Countries)	22

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

43.48%

c. A brief on types of customers

We serve customers National and internationally catering to diverse industry segments such as Private Utility Companies, Renewable Energy Solar, Wind & Hydel, Cement, Sugar, Steel & Hydrocarbon Industries, Large Scale EPC Contractor, Corporate, Client, Power Plant Developers

IV. Employees

20. Details as at the end of Financial Year:

a. Employees and workers (including differently abled):

S . No.	Particulars	Total (A)	Male		Female	
			No. (B)	% (B/A)	No. (C)	% (C/A)
EMPLOYEES						
1.	Permanent (D)	106	106	100.00%	0	0.00%
2.	Other than Permanent (E)	6	6	100.00%	0	0.00%
3.	Total employees (D + E)	112	112	100.00%	0	0.00%
WORKERS						
4.	Permanent (F)	50	46	92.00%	4	8.00%
5.	Other than Permanent (G)	304	285	93.75%	19	6.25%
6.	Total workers (F + G)	354	331	93.50%	23	6.50%

b. Differently abled Employees and workers:

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

21. Participation/Inclusion/Representation of women:

	Total (A)	No. and percentage of Females	
		No. (B)	% (B/A)
Board of Directors **	6	1	16.67%
Key Management Personnel*	1	0	0.00%

*KMP includes Chief Financial Officer

**BOD includes Managing Director & Chairman, Independent Director and Wholetime Director

22. Turnover rate for permanent employees and workers:

(Disclose trends for the past 3 years)

	FY 24-25			FY 23-24			FY 22-23		
	Male	Female	Total	Male	Female	Total	Male	Female	Total
Permanent Employees	26.92%	100%	28.57%	23.96%	50.00%	24.49%	12.90%	0.00%	12.90%
Permanent Workers	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%

V. Holding, Subsidiary and Associate Companies (including joint ventures)**23. (a) Names of holding/subsidiary/associate companies/joint ventures**

S. No.	Name of the holding/subsidiary/associate companies/joint ventures (A)	Indicate whether holding/Subsidiary/Associate/Joint Venture	% of shares held by listed entity	Does the entity indicated at column A, participate in the Business Responsibility initiatives of the listed entity? (Yes/No)
Not Applicable				

The Company does not have any holding/subsidiary/associate companies/joint ventures

VI. CSR Details**24. (i) Whether CSR is applicable as per Section 135 of Companies Act, 2013: (Yes/No): Yes**

(ii) Turnover (in ₹): 6,23,14,75,472

(iii) Net worth (in ₹): 3,46,82,76,559

VII. Transparency and Disclosures Compliances**25. Complaints/Grievances on any of the principles (Principles 1 to 9) under the National Guidelines on Responsible Business Conduct:**

Stakeholder group from whom complaint is received	Grievance Redressal Mechanism in Place (Yes/No) (If Yes, then provide web-link for grievance redress policy)	FY 24-25			FY 23-24		
		Number of complaints filed during the year	Number of complaints pending resolution at close of the year	Remarks	Number of complaints filed during the year	Number of complaints pending resolution at close of the year	Remarks
Communities		NIL	N.A.	N.A.	NIL	N.A.	N.A.
Investors (other than shareholders)		NIL	N.A.	N.A.	NIL	N.A.	N.A.
Shareholders	https://shilchar.com/power/investors-desk	NIL	N.A.	N.A.	NIL	N.A.	N.A.
Employees and workers		NIL	N.A.	N.A.	NIL	N.A.	N.A.
Customers		NIL	N.A.	N.A.	NIL	N.A.	N.A.
Value Chain Partners		NIL	N.A.	N.A.	NIL	N.A.	N.A.
Other (please specify)		NIL	N.A.	N.A.	NIL	N.A.	N.A.

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

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

S. No.	Material issue identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk/opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
1	Climate change	Opportunity	<p>We recognize the growing demand for energy-efficient and environmentally sustainable electrical products.</p> <p>Climate change represents a huge opportunity for our organization to innovate and align with the global transition towards a low-carbon economy.</p> <p>The company strives to focus on the development & production of transformers that emit less GHG across their lifecycle—through enhanced design, materials, and energy efficiency. We are well-positioned to meet the evolving expectations of customer base seeking to reduce their carbon footprint.</p> <p>This enables us to contribute meaningfully to climate action goals as a responsible and future-ready manufacturer in the clean energy value chain.</p>		Positive
2	Flammable Material Spillage/Fire	Risk	<p>Flammable chemicals used in the unit. Leak can take place from Drum, it is vulnerable to any spark, flame ignition. An accidental rise in temperature during process or static electricity may also lead to fire.</p>	<p>Flame proof electric fittings in the plant and all electrical equipment's, pump set, motors, switches, are of spark-ignition proof and firmly earthed to prevent static electricity. Sand is kept nearby tanks. A wide range of fire extinguishing equipment's is available in the warehouse area to extinguish any fire.</p>	Negative
3	Employee Wellbeing	Opportunity	<p>We view our employees as integral members of our extended family. By prioritizing their development, understanding their concerns, and addressing their expectations, we foster a supportive work environment that enhances well-being, boosts engagement, and drives organizational growth. Investing in our people is a strategic opportunity to build a resilient, skilled, and motivated workforce.</p>		Positive

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

S. No.	Material issue identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk/opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
4	Occupational health and safety	Risk	Occupational Health and Safety (OHS) is a critical risk area for our operations, given the nature of transformer manufacturing involving heavy equipment, high-voltage testing, and material handling. Safeguarding our workforce is not only a moral responsibility but a core component of our business strategy, directly impacting productivity, compliance, and reputation.	We adopt a proactive approach to OHS by implementing robust safety protocols, conducting regular training and awareness programs, and ensuring strict compliance with statutory and industry standards. Continuous monitoring, risk assessments, and employee feedback mechanisms are integral to creating a safe and responsive work environment.	Negative
5	Energy Management, Carbon Footprint & Net Zero Transition	Opportunity	Efficient energy management and transitioning towards net zero presents strategic opportunities to enhance sustainability and operational performance. We have leveraged this by adopting renewable energy solutions, including a rooftop solar installation and a captive windmill, to reduce dependence on conventional power sources, significantly reducing our carbon footprint. Additionally, our initiatives such as constructing eight rainwater recharge borewells and maintaining green cover over 30% of our plant area further support our commitment to environmental stewardship and offset carbon footprint. These efforts not only lower our environmental impact but also contribute to long-term cost savings and regulatory readiness. These efforts position us as a forward-looking organization contributing to a cleaner, more resilient future.		Positive
6	Social engagement & impact	Opportunity	Social engagement through CSR initiatives presents a valuable opportunity to contribute to the upliftment of vulnerable and marginalized communities. By actively supporting social development, we not only fulfill our responsibility as a corporate citizen but also enhance our brand perception, strengthen stakeholder trust, and improve our appeal to customers, employees, and investors—ultimately contributing to long-term business success.		Positive

SECTION B: MANAGEMENT AND PROCESS DISCLOSURES

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

Disclosure Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
Policy and management processes									
1. a. Whether your entity's policy/policies cover each principle and its core elements of the NGRBCs. (Yes/No)	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
b. Has the policy been approved by the Board? (Yes/No)	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
c. Web Link of the Policies, if available	https://shilchar.com/power/investors-desk								
2. Whether the entity has translated the policy into procedures. (Yes/No)	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
3. Do the enlisted policies extend to your value chain partners? (Yes/No)	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
4. Name of the national and international codes/certifications/labels/standards (e.g. Forest Stewardship Council, Fairtrade, Rainforest Alliance, Trustea) standards (e.g. SA 8000, OHSAS, ISO, BIS) adopted by your entity and mapped to each principle.	The Company continuously aspires to incorporate industry best practices and latest technological advances in its operations. The Company has accreditations per international frameworks and standards like ISO 9001 5 for Quality Management System, ISO 14001 for Environmental Management System, ISO 45001 2018 for Occupational Health and Safety Management System. Various components of each of these accreditations align with the 9 NGRBC principles.								
5. Specific commitments, goals and targets set by the entity with defined timelines, if any.	While the Company has not yet established formal ESG targets or goals, it remains committed to enhancing its environmental and social impact. This is achieved through ongoing initiatives and continuous improvements guided by industry best practices and the adoption of advanced technologies.								
6. Performance of the entity against the specific commitments, goals and targets along-with reasons in case the same are not met.	Not Applicable								
Governance, leadership and oversight									
7. Statement by director responsible for the business responsibility report, highlighting ESG related challenges, targets and achievements (listed entity has flexibility regarding the placement of this disclosure)	An overview of ESG aspects of our business operations is covered as part of Board Report								
8. Details of the highest authority responsible for implementation and oversight of the Business Responsibility policy(ies).	Mr. Alay Jitendra Shah								
9. Does the entity have a specified Committee of the Board/Director responsible for decision making on sustainability related issues? (Yes/No). If yes, provide details.	<p>The Board of Directors of the Company has constituted a Corporate Social Responsibility Committee comprising of following directors:</p> <p>Mr. Alay Jitendra Shah Mr. Rakesh Dhanraj Bansal Mr. Zarksis Jahangir Parabia Mr. Rajesh Rama Varma</p> <p>Also, the BOD of the Company has constituted a Risk Management Committee comprising of the following directors:</p> <p>Mr. Aashay Shah - Director (Chairman) Mr. Rajendra Nath - COO Mr. Rajesh Rama Varma - Independent Director</p>								

10. Details of Review of NGRBCs by the Company:

Subject for Review	Indicate whether review was undertaken by Director/Committee of the Board/Any other Committee									Frequency (Annually/Half yearly/Quarterly/Any other - please specify)								
	P 1	P 2	P 3	P 4	P 5	P 6	P 7	P 8	P 9	P 1	P 2	P 3	P 4	P 5	P 6	P 7	P 8	P 9
Performance against above policies and follow up action	All the statutory policies of the Company are approved by the Board of Directors whereas the operational policies are approved and signed by the CFO or the functional heads. The CFO, the Corporate Social Responsibility Committee and the Risk management committee review the performance of various aspects of business responsibility on a regular basis.																	
Compliance with statutory requirements of relevance to the principles, and, rectification of any non-compliances	P 1	P 2	P 3	P 4	P 5	P 6	P 7	P 8	P 9									

11. Has the entity carried out independent assessment/evaluation of the working of its policies by an external agency? (Yes/No). If yes, provide name of the agency.

No

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

Questions	P 1	P 2	P 3	P 4	P 5	P 6	P 7	P 8	P 9
The entity does not consider the Principles material to its business (Yes/No)									
The entity is not at a stage where it is in a position to formulate and implement the policies on specified principles (Yes/No)									
The entity does not have the financial or/human and technical resources available for the task (Yes/No)									
It is planned to be done in the next financial year (Yes/No)									
Any other reason (please specify)									

Not Applicable

SECTION C: PRINCIPLE WISE PERFORMANCE DISCLOSURE

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

Essential Indicators

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

Segment	Total number of training and awareness programmes held	Topics/principles covered under the training and its impact	%age of persons in respective category covered by the awareness programmes
Board of Directors	3	5S Awareness, ISO refresher training, Sustainability"	100%
Key Managerial Personnel	3		100%
Employees other than BoD and KMPs	18	EHS Awareness, Awareness of All Policies, Fire & Safety, Workplace Discipline, 5S Awareness, ISO & QMS Awareness,	95%
Workers	16	Supervisory Development Leadership, Negotiation and Communication Skills	79%

2. Details of fines/penalties/punishment/award/compounding fees/settlement amount paid in proceedings (by the entity or by directors/KMPs) with regulators/law enforcement agencies/judicial institutions, in the financial year, in the following format:

(Note: the entity shall make disclosures on the basis of materiality as specified in Regulation 30 of SEBI (Listing Obligations and Disclosure Obligations) Regulations, 2015 and as disclosed on the entity's website):

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

Non-Monetary				
	NGRBC Principle	Name of the regulatory/enforcement agencies/judicial institutions	Brief of the Case	Has an appeal been preferred? (Yes/No)
Imprisonment	N.A.	N.A.	N.A.	No
Punishment	N.A.	N.A.	N.A.	

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

Case Details	Name of the regulatory/enforcement agencies/judicial institutions
	N.A.

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

The Company upholds an anti-corruption and anti-bribery policy, which outlines a comprehensive framework of principles and standards reflecting our organizational goals and values. This policy serves as a cornerstone for conducting business with integrity and trustworthiness, effectively combating corrupt practices. Our Company maintains a strict zero-tolerance stance towards bribery and fraud, bolstered by the implementation of a robust Whistleblower Policy. This policy serves as a vital safeguard, empowering our employees to raise concerns regarding unethical conduct or any instances of suspected fraud. The Company practices no-gift policy. In order to avoid conflict of interest, the Company and its employees do not accept gifts from vendors, suppliers, customers, potential employees, potential vendors or suppliers, or any other individual or organization, under any circumstances. In addition to that the Company has inplaced whistleblower policy and code of conduct which applies to any person dealing with the Company. Under the whistleblower policy, they can report any unethical behaviour or any fraud or instances of corruption and bribery. Sufficient safeguards are in place to prevent any negative victimization against the reporting person. While the code of conduct of the Company provides standards and guidelines for employees in relation to responsible and transparent business conduct, it also deals with the issues related to unethical behaviour or business conduct, including corruption, bribery and prevention of insider trading. Weblink: <https://shilchar.com/power/investors-desk>

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

	FY 24-25	FY 23-24
Directors		
KMPs		
Employees	NIL	NIL
Workers		

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

	FY 24-25		FY 23-24	
	Number	Remarks	Number	Remarks
Number of complaints received in relation to issues of Conflict of Interest of the Directors	NIL	N.A.	NIL	N.A.
Number of complaints received in relation to issues of Conflict of Interest of the KMPs	NIL	N.A.	NIL	N.A.

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

Not Applicable

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

	FY 24-25	FY 23-24
Number of days of accounts payables	85.27	88.00

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

Parameter	Metrics	FY 24-25	FY 23-24
Concentration of Purchases	a. Purchases from trading houses as % of total purchases	N.A.	N.A.
	b. Number of trading houses where purchases are made from	N.A.	N.A.
	c. Purchases from top 10 trading houses as % of total purchases from trading houses	N.A.	N.A.
Concentration of Sales	a. Sales to dealers/distributors as % of total sales	N.A.	N.A.
	b. Number of dealers/distributors to whom sales are made	N.A.	N.A.
	c. Sales to top 10 dealers/distributors as % of total sales to dealers/distributors	N.A.	N.A.
Share of RPTs in	a. Purchases (Purchases with related parties/Total Purchases)	N.A.	N.A.
	b. Sales (Sales to related parties/Total Sales)	0.18%	0.74%
	c. Loans & advances (Loans & advances given to related parties/Total loans & advances)	N.A.	N.A.
	d. Investments (Investments in related parties/Total Investments made)	N.A.	N.A.

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

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

	FY 24-25	FY 23-24	Details of improvements in environmental and social impacts
R&D	NIL	NIL	N.A.
Capex	NIL	NIL	N.A.

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

No, No formal sustainable sourcing process presently in place.

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

N.A.

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

Not Applicable. Being a transformer manufacturing Company, there is no scope for reclaiming products for further processing

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

Not Applicable.

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

Essential Indicators

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

Category	% of employees covered by										
	Total (A)	Health insurance		Accident insurance		Maternity benefits		Paternity Benefits		Day Care facilities	
		Number (B)	% (B/A)	Number (C)	% (C/A)	Number (D)	% (D/A)	Number (E)	% (E/A)	Number (F)	% (F/A)
Permanent employees											
Male	106	20	18.87%	106	100.00%	0	0.00%	0	0.00%	0	0.00%
Female	0	0	0.00%	0	0.00%	0	0.00%	0	0.00%	0	0.00%
Total	106	20	18.87%	106	100.00%	0	0.00%	0	0.00%	0	0.00%
Other than Permanent employees											
Male	6	2	33.33%	6	100.00%	0	0.00%	0	0.00%	0	0.00%
Female	0	0	0.00%	0	0.00%	0	0.00%	0	0.00%	0	0.00%
Total	6	2	33.33%	6	100.00%	0	0.00%	0	0.00%	0	0.00%

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

Category	% of employees covered by										
	Total (A)	Health insurance		Accident insurance		Maternity benefits		Paternity Benefits		Day Care facilities	
		Number (B)	% (B/A)	Number (C)	% (C/A)	Number (D)	% (D/A)	Number (E)	% (E/A)	Number (F)	% (F/A)
Permanent workers											
Male	46	11	23.91%	22	47.83%	0	0.00%	0	0.00%	0	0.00%
Female	4	0	0.00%	4	100.00%	4	100.00%	0	0.00%	0	0.00%
Total	50	11	22.00%	26	52.00%	4	8.00%	0	0.00%	0	0.00%
Other than Permanent workers											
Male	285	0	0.00%	0	0.00%	0	0.00%	0	0.00%	0	0.00%
Female	19	0	0.00%	0	0.00%	0	0.00%	0	0.00%	0	0.00%
Total	304	0	0.00%	0	0.00%	0	0.00%	0	0.00%	0	0.00%

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

	FY 24-25	FY 23-24
Cost incurred on well-being measures as a % of total revenue of the Company	0.20%	0.06%

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

Benefits	FY 24-25			FY 23-24		
	No. of employees covered as a % of total employees	No. of workers covered as a % of total workers	Deducted and deposited with the authority (Y/N/N.A.)	No. of employees covered as a % of total employees	No. of workers covered as a % of total workers	Deducted and deposited with the authority (Y/N/N.A.)
PF	94.64	100.00	Yes	100.00	100.00	Yes
Gratuity	94.64	14.12	N.A.	100.00	100.00	N.A.
ESI	2.68	95.76	Yes	39.00	100.00	Yes
Others – please specify	-	-	-	-	-	-

3. Accessibility of workplaces.

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

The Company's manufacturing facilities are designed to be accessible to persons with disabilities. The Company remains committed to enhancing accessibility and is continuously working towards upgrading its infrastructure in alignment with industry best practices and evolving operational requirements.

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

Yes, the Company has the policy in place. Weblink: <https://shilchar.com/power/investors-desk>

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

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

Note: No female permanent worker availed maternity leave in the reporting period hence return to work and retention rate are zero.

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

	Yes/No (If Yes, then give details of the mechanism in brief)
Permanent Workers Other than Permanent Workers	Yes, the Company has a formal grievance redressal mechanism for all categories of employees and workers.
Permanent Employees Other than Permanent Employees	As per the policy of the Company, the Grievances are initially addressed through the concerned Department Head. If unresolved, employees may submit a written complaint to the HR Department. HR, along with the relevant department, reviews the issue and works toward resolution. If necessary, the matter can be escalated to the Managing Director for final intervention, ensuring a fair and structured redressal process."

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

Category	FY 24-25			FY 23-24		
	Total employees/workers in respective category (A)	No. of employees/workers in respective category, who are part of association(s) or Union (B)	% (B/A)	Total employees/workers in respective category (C)	No. of employees/workers in respective category, who are part of association(s) or Union (D)	% (D/C)
Total Permanent Employees	106			84		
- Male	106			81		
- Female	0	N.A.		3	N.A.	
Total Permanent Workers	50			23		
- Male	46			20		
- Female	4			3		

8. Details of training given to employees and workers:

Category	FY 24-25					FY 23-24				
	Total (A)	On Health and safety measures		On Skill upgradation		Total (D)	On Health and safety measures		On Skill upgradation	
		No. (B)	% (B/A)	No. (C)	% (C/A)		No. (E)	% (E/D)	No. (F)	% (F/D)
Employees										
Male	112	55	49.11%	65	58.04%	79	29	36.71%	40	50.63%
Female	0	0	0.00%	0	0.00%	2	0	0.00%	0	0.00%
Total	112	55	49.11%	65	58.04%	81	29	35.80%	40	49.38%
Workers										
Male	331	156	47.13%	72	21.75%	19	19	100.00%	10	52.63%
Female	23	0	0.00%	0	0.00%	3	3	100.00%	0	0.00%
Total	354	156	44.07%	72	20.34%	22	22	100.00%	10	45.45%

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

Category	FY 24-25			FY 23-24		
	Total (A)	No. (B)	% (B/A)	Total (C)	No. (D)	% (D/C)
Employees						
Male	112	112	100.00%	79	79	100.00%
Female	0	0	0.00%	2	2	100.00%
Total	112	112	100.00%	81	81	100.00%
Workers						
Male	331	331	100.00%	19	19	100.00%
Female	23	23	100.00%	3	3	100.00%
Total	354	354	100.00%	22	22	100.00%

10. Health and safety management system:

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

Yes, the Company has implemented an Occupational Health and Safety Management System in accordance with ISO 45001:2018, which is duly certified.

The system covers all operational sites and activities of the Company, ensuring comprehensive management of occupational health and safety risks. Regular internal and external audits are conducted to ensure compliance, and employees are periodically trained to promote a safe and healthy work environment.

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

The Company has in place systematic risk management process to identify and control all the hazards in production facilities and offices. The Company’s risk management process is applied through five steps and is the key driver for controlling the risk of EHS in business. All relevant stakeholders are involved in risk assessments and the risk management process, Risk Assessments & Safe Work Method Statement are developed and approved prior to starting any work activity. All identified risks and risk mitigation plans are required to be documented, approved and communicated to all relevant parties involved in the activity.

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

"Yes, the Company has established processes that enable workers to report work-related hazards and, where necessary, remove themselves from situations involving imminent risk.

Workers are encouraged to promptly report unsafe conditions to their supervisors. The Company fosters a safety-first culture and ensures that no punitive action is taken against any worker who refuses to perform work under hazardous conditions until appropriate corrective measures are taken.

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

Yes, the employees and workers of the Company have access to non-occupational medical and healthcare services.

On-site first aid facilities are available to all employees and workers. Additionally, employees are covered under accident insurance, while workers are covered under the Employees’ State Insurance (ESI) scheme, ensuring access to broader medical and healthcare support.

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

Safety Incident/Number	Category*	FY 24-25	FY 23-24
Lost Time Injury Frequency Rate (LTIFR) (per one million-person hours worked)	Employees	NIL	NIL
	Workers	NIL	NIL
Total recordable work-related injuries	Employees	NIL	NIL
	Workers	NIL	NIL
No. of fatalities	Employees	NIL	NIL
	Workers	NIL	NIL
High consequence work-related injury or ill-health (excluding fatalities)	Employees	NIL	NIL
	Workers	NIL	NIL

*Including in the contract workforce

During FY 24-25, there have been no safety related incidents involving any workers or employees.

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

The Company has implemented a comprehensive Environment, Health, and Safety (EHS) Management System to ensure a safe and healthy workplace across all its operations. The company undertakes periodic checks in relation to safety practices and processes in accordance with ISO 45001:2018 and 14001:2015 reflecting its commitment to workplace safety and employee well-being.

The company proactively identifies, assesses, and controls hazards within both production facilities and office premises. As part of the EHS plan, hazardous operations and associated risks are identified, and appropriate preventive controls are defined to mitigate the risks.

During the FY 2024-25, the company has undertaken the following initiatives to ensure a safe and healthy work environment:

- > The company has conducted trainings focused on Environment, Health and safety for its employees and workers.
- > The participants gained knowledge related to EHS practices and compliance contributing to increasing awareness and promoting a safer and healthier work environment within our organization.

- > Certification audit has been conducted by an external accredited agency to assess effectiveness of the health & safety procedures in place to maintain 'zero accident' levels. There have been zero safety accidents/fatalities during the year.
- > Periodic safety committee meetings were being held to discuss various activities on health and safety trainings, mockdrill reports, awareness programmes on EHS and ISO etc.

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

	FY 24-25			FY 23-24		
	Filed during the year	Pending resolution at the end of year	Remarks	Filed during the year	Pending resolution at the end of year	Remarks
Working Conditions	NIL	NIL	NIL	NIL	NIL	NIL
Health & Safety	NIL	NIL	NIL	NIL	NIL	NIL

14. Assessment for the year:

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

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

There have been no significant risks or concerns identified as part of the health & safety assessments and hence no corrective actions have been required.

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

Essential Indicators

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

Cultivating meaningful engagement with stakeholders is imperative for our organization. By actively listening to their needs, collaborating to mitigate risks, upholding social legitimacy, enhancing credibility, and fostering trust, we aim to forge enduring relationships built on mutual respect and shared values.

The Company has identified various internal and external stakeholders for the business which includes Communities, customers, employees, investors, government and regulatory bodies, vendors and lenders.

The above stakeholders are identified based on the material financial as well as non financial impact they have on the Company and vice versa.

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

Stakeholder Group	Whether Identified as Vulnerable & Marginalized Group (Yes/No)	Channels of Communication (Email, SMS, Newspaper, Pamphlets, Advertisement, Community Meetings, Notice Board, Website) Other	Frequency of Engagement (Annually/Half yearly/Quarterly/others-please specify)	Purpose and scope of engagement including key topics and concerns raised during such engagement
Communities	Yes	Meetings	Annually	CSR Activities
Customers	No	E-mails/Meeting	Annually	Customer Satisfaction/Feedback
Employees	No	Meeting/Notice Board/Website	Half Yearly	Grievances/Employees concern
Investors	No	E-mails	Annually	Meetings
Government and regulatory bodies	No	Meeting	Annually	Statutory Compliances
Vendors	No	Meetings/E-mail	Half Yearly	Negotiation and quality aspect
Lenders	No	Meetings/E-mail	Half Yearly	Modification for working capital facilities

PRINCIPLE 5 Businesses should respect and promote human rights**Essential Indicators**

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

Category	FY 24-25			FY 23-24		
	Total (A)	No. of employees/ workers covered (B)	% (B/A)	Total (C)	No. of employees/ workers covered (D)	% (D/C)
Employees						
Permanent	106	50	47.17%	81	39	48.15%
Other than permanent	6	0	0.00%	24	24	100.00%
Total Employees	112	50	44.64%	105	63	60.00%
Workers						
Permanent	50	50	100.00%	22	18	81.82%
Other than permanent	304	50	16.45%	275	60	21.82%
Total Workers	354	100	28.25%	297	78	26.26%

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

Category	FY 24-25				FY 23-24					
	Total (A)	Equal to Minimum Wage		More than Minimum Wage		Total (D)	Equal to Minimum Wage		More than Minimum Wage	
		No. (B)	% (B/A)	No. (C)	% (C/A)		No. (E)	% (E/D)	No. (F)	% (F/D)
Employees										
Permanent										
Male	106	-	-	106	100.00%	79	-	-	79	100.00%
Female	0	-	-	0	0.00%	2	-	-	2	100.00%
Other than Permanent										
Male	6	-	-	6	100.00%	23	-	-	23	100.00%
Female	0	-	-	0	0.00%	1	-	-	1	100.00%
Workers										
Permanent										
Male	46	-	-	46	100.00%	19	-	-	19	100.00%
Female	4	-	-	4	100.00%	3	-	-	3	100.00%
Other than Permanent										
Male	285	212	74.39%	73	25.61%	259	209	80.69%	50	19.31%
Female	19	19	100.00%	0	0.00%	16	16	100.00%	-	-

3. Details of remuneration/salary/wages:

a. Median remuneration/wages:

	Male		Female	
	Number	Median remuneration/ salary/wages of respective category	Number	Median remuneration/ salary/wages of respective category
Board of Directors (BoD)*	5	1,55,94,000	1	N.A.
Key Managerial Personnel**	1	18,67,320	0	-
Employees other than BoD and KMP	111	4,90,068	0	-
Workers	331	2,04,640	23	1,76,620

Note: Pertains to employees as at 31.03.2025 and does not include those left during the year.

*BOD includes Managing Director & Chairman, Independent Director and Wholetime Director. Director Sitting fees is not considered here

**KMP includes CFO of the Company

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

	FY 24-25	FY 23-24
Gross wages paid to females as % of total wages	0.74%	1.12%

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

Yes, Mr. Vishwas Desai, Head of Human Resource department of the Company is responsible for addressing human rights impact/issues arising from the end-to-end business operations.

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

"Yes, the Company has a formal grievance redressal mechanism for all categories of employees and workers.

As per the policy of the Company, the Grievances are initially addressed through the concerned Department Head. If unresolved, employees may submit a written complaint to the HR Department. HR, along with the relevant department, reviews the issue and works toward resolution. If necessary, the matter can be escalated to the Managing Director for final intervention, ensuring a fair and structured redressal process.

Additionally, they have access to mechanism prescribed as part of the Whistleblower policy to raise any human rights issues or complaints. The requisite steps/actions to address the grievance shall be taken by the HR.

The Company also has a standalone policy for Prevention of Sexual Harrassment ('POSH') of women at workplace. An internal committee in the Company oversees implementation & effectiveness of the processes to mitigate sexual harrassment within the Company operations.

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

	FY 24-25			FY 23-24		
	Filed during the year	Pending resolution at the end of year	Remarks	Filed during the year	Pending resolution at the end of year	Remarks
Sexual Harassment	NIL	N.A.	N.A.	NIL	N.A.	N.A.
Discrimination at workplace	NIL	N.A.	N.A.	NIL	N.A.	N.A.
Child Labour	NIL	N.A.	N.A.	NIL	N.A.	N.A.
Forced Labour/Involuntary Labour	NIL	N.A.	N.A.	NIL	N.A.	N.A.
Wages	NIL	N.A.	N.A.	NIL	N.A.	N.A.
Other human rights related issues	NIL	N.A.	N.A.	NIL	N.A.	N.A.

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

	FY 24-25	FY 23-24
Total Complaints reported under Sexual Harassment on of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 (POSH)	NIL	NIL
Complaints on POSH as a % of female employees/workers		
Complaints on POSH upheld	N.A.	N.A.

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

The Company has put in place mechanisms to prevent any adverse consequences to complainants in cases of discrimination and harassment. A zero-tolerance policy is enforced against all forms of harassment.

Additionally, the Company's Whistle Blower Policy enables employees and stakeholders to report concerns safely and anonymously, without fear of retaliation. All disclosures are handled with confidentiality, and safeguards are in place to protect complainants from victimization.

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

Yes

10. Assessments for the year:

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

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

There were no significant risks/concerns arising from the above assessments.

PRINCIPLE 6 Businesses should respect and make efforts to protect and restore the environment**Essential Indicators****1. Details of total energy consumption (in Giga Joules) and energy intensity, in the following format:**

Parameter	FY 24-25	FY 23-24
From renewable sources		
Total electricity consumption (A)	3,882.79	3,984.39
Total fuel consumption (B)	0	-
Energy consumption through other sources (C)	0	-
Total energy consumed from renewable sources (A+B+C)	3,882.79	3,984.39
From non-renewable sources		
Total electricity consumption (D)	3,949.13	3,112.00
Total fuel consumption (E)	153.90	128.37
Energy consumption through other sources (F)	0	-
Total energy consumed from non- renewable sources (D+E+F)	4,103.03	3,240.37
Total energy consumed (A+B+C+D+E+F)	7,985.82	7,224.76
Turnover (₹ Lakhs)	62,314.75	39,687.82
Energy intensity per rupee of turnover (Total energy consumed/ Revenue from operations in ₹ Lakhs)	0.13	0.18
Energy intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total energy consumed/Revenue from operations adjusted for PPP)	2.65	3.72
Energy intensity in terms of physical output (Total energy consumed in Giga Joules/Total output in number of transformers)	0.01	0.01

Note: The revenue from operations has been adjusted for PPP based on the latest PPP conversion factor for India published by The International Monetary Fund (IMF) for 2024 (20.43) and for 2025 (20.66)

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

No

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

The Company does not have any sites/facilities identified as designated consumers (DCs) under the Performance, Achieve and Trade (PAT) Scheme of the Government of India.

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

Parameter	FY 24-25	FY 23-24
Water withdrawal by source (in kilolitres)		
(i) Surface water	0	-
(ii) Groundwater	728	732
(iii) Third party water	0	-
(iv) Seawater/desalinated water	0	-
(v) Others	0	-
Total volume of water withdrawal(in kilolitres) (i + ii + iii + iv + v)	728	732
Total volume of water consumption (in kilolitres)	728	732
Water intensity per rupee of turnover (Total water consumption/ Revenue from operations in ₹ Lakhs)	0.0117	0.0184
Water intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total water consumption/Revenue from operations adjusted for PPP)	0.24	0.38
Water intensity in terms of physical output (Total water consumption in kilolitres/Total output in number of transformers)	0.001	0.001

Note: The revenue from operations has been adjusted for PPP based on the latest PPP conversion factor for India published by The International Monetary Fund (IMF) for 2024 (20.43) and for 2025 (20.66)

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

No

4. Provide the following details related to water discharged:

Parameter	FY 24-25	FY 23-24
Water discharge by destination and level of treatment (in kilolitres)		
(i) To Surface water		
- No treatment	728	732
- With treatment – please specify level of treatment	0	0
(ii) To Groundwater		
- No treatment	0	0
- With treatment – please specify level of treatment	0	0
(iii) To Seawater		
- No treatment	0	0
- With treatment – please specify level of treatment	0	0
(iv) Sent to third-parties		
- No treatment	0	0
- With treatment – please specify level of treatment	0	0
(v) Others		
- No treatment	0	0
- With treatment – please specify level of treatment	0	0
Total water discharged (in kilolitres)	728	732

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

No

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

The Company is engaged in the manufacturing of transformers, and its production processes do not involve the use of water. Therefore, the implementation of a Zero Liquid Discharge (ZLD) mechanism is not applicable to the Company's operations.

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

Parameter	Please specify unit	FY 24-25	FY 23-24
NOx		N.A.	N.A.
SOx		N.A.	N.A.
Particulate matter (PM)		N.A.	N.A.
Persistent organic pollutants (POP)		N.A.	N.A.
Volatile organic compounds (VOC)		N.A.	N.A.
Hazardous air pollutants (HAP)		N.A.	N.A.
Others - please specify		N.A.	N.A.

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

"The Company periodically engages government-accredited third-party agencies to monitor and measure air emissions from its plant operations. During the financial year, all recorded air emission levels remained within the permissible limits prescribed by regulatory authorities.

The Company regularly submits air emissions data to the Gujarat State Pollution Control Board (GPCB) and remains committed to ongoing monitoring. It also continues to implement environmental control measures and adopt advanced technologies to further minimize air emissions.

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

Parameter	Unit	FY 24-25	FY 23-24
Total Scope 1 emissions (Break-up of the GHG into CO ₂ , CH ₄ , N ₂ O, HFCs, PFCs, SF ₆ , NF ₃ , if available)	Metric tonnes of CO ₂ equivalent	11.44	9.54
Total Scope 2 emissions (Break-up of the GHG into CO ₂ , CH ₄ , N ₂ O, HFCs, PFCs, SF ₆ , NF ₃ , if available)	Metric tonnes of CO ₂ equivalent	797.50	628.45
Total Scope 1 and Scope 2 emission intensity per rupee of turnover (Total Scope 1 and Scope 2 GHG emissions/Revenue from operations in ₹ Lakhs)		0.013	0.016
Total Scope 1 and Scope 2 emission intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total Scope 1 and Scope 2 GHG emissions/Revenue from operations adjusted for PPP)		0.27	0.33
Total Scope 1 and Scope 2 emission intensity in terms of physical output (Total emission in Metric tonnes of CO ₂ equivalent/Total output in number of transformers)		0.001	0.001

Note: The revenue from operations has been adjusted for PPP based on the latest PPP conversion factor for India published by The International Monetary Fund (IMF) for 2024 (20.43) and for 2025 (20.66)

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

No

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

Yes, the Company has undertaken multiple initiatives aimed at reducing Greenhouse Gas (GHG) emissions.

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

Parameter	FY 24-25	FY 23-24
Total Waste generated (in metric tonnes)		
Plastic waste (A)	-	-
E-waste (B)	-	-
Bio-medical waste (C)	-	-
Construction and demolition waste (D)	-	-
Battery waste (E)	-	-
Radioactive waste (F)	-	-
Other Hazardous waste. Please specify, if any. (G)	-	-
Contaminated cotton - Hazardous waste (H)	0.01	0.04
Copper Scrap - Non Hazardous (I)	0.35	1.30
Oil Scrap - Non Hazardous (J)	-	24.45
Aluminium Scrap - Non Hazardous (K)	0.21	-
MS Scrap - Non Hazardous (L)	9.53	-
Other Non-hazardous waste generated (M). Please specify, if any. (Break-up by composition i.e. by materials relevant to the sector)	-	-
Total (A + B + C + D + E + F + G + H + I + J + K + L + M)	10.10	25.79
Waste intensity per rupee of turnover (Total waste generated/ Revenue from operations)	0.0002	0.0006
Waste intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total waste generated/Revenue from operations adjusted for PPP)	0.003	0.013
Waste intensity in terms of physical output (Total waste generated in MT/Total output in number of transformers)	0.00001	0.00003
For each category of waste generated, total waste recovered through recycling, re-using or other recovery operations (in metric tonnes)		
Category of waste		
(i) Recycled	0.01	0.04
(ii) Re-used	-	-
(iii) Other recovery operations	-	-
Total	0.01	0.04
For each category of waste generated, total waste disposed by nature of disposal method (in metric tonnes)		
Category of waste		
(i) Incineration	-	-
(ii) Landfilling	-	-
(iii) Other disposal operations	10.09	25.75
Total	10.09	25.75

Note: The revenue from operations has been adjusted for PPP based on the latest PPP conversion factor for India published by The International Monetary Fund (IMF) for 2024 (20.43) and for 2025 (20.66)"

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

No

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

The Company, engaged in the manufacturing of transformers, generates only a very minimal quantity of hazardous waste as part of its operations. This waste is responsibly managed and disposed of through authorized dealers approved by the Gujarat State Pollution Control Board (GPCB), ensuring compliance with all applicable regulations.

Given the negligible volume of hazardous waste generated, the scope for reduction is limited. However, the Company remains committed to continuous improvement and will explore opportunities to further minimize the use and generation of hazardous substances in its processes.

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

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

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

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

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

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

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

Essential Indicators

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

Three

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

S. No.	Name of the trade and industry chambers/associations	Reach of trade and industry chambers/associations (State/National)
1	Gujarat Employer Organization	State
2	FGI	State
3	IEEMA	State

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

Name of Authority	Brief of the Case	Corrective Action Taken
N.A.		

PRINCIPLE 8 Businesses should promote inclusive growth and equitable development

Essential Indicators

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

Name and brief details of project	SIA Notification No.	Date of notification	Whether conducted by independent external agency (Yes/No)	Results communicated in public domain (Yes/No)	Relevant Web link
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During FY 24-25, there has been no requirement for the Company to conduct any SIA.

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

S. No	Name of Project for which R&R is ongoing	State	District	No. of Project Affected Families (PAFs)	% of PAFs covered by R&R	Amounts paid to PAFs in the FY (In ₹)
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During FY 24-25, there have been no projects undertaken by the Company which require any Rehabilitation and Resettlement (R&R).

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

The Company recognizes local communities as key stakeholders and has established mechanisms to address their grievances. Community members can raise concerns through the grievance redressal process outlined in the Company's Whistleblower Policy.

The Audit committee or the Chairman of the audit committee serves as the primary point of contact and is responsible for addressing grievances promptly. If the resolution provided by the he Audit committee or the Chairman of the audit committee is not satisfactory, the matter can be escalated to the senior management for further review and mediation.

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

	FY 24-25	FY 23-24
Directly sourced from MSMEs/small producers	23.30%	15.71%
Directly from within India	95.78%	81.54%

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

Location	FY 24-25	FY 23-24
Rural	100	21
Semi-urban	0	0
Urban	0	79
Metropolitan	0	3

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

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

Essential Indicators

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

The QA Department & Purchase Department of the Company engages with the key customers on an ongoing basis to discuss any issues/concerns and take measures to resolve them proactively.

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

	As percentage to total turnover
Environmental and social parameters relevant to the product	N.A.
Safe and responsible usage	
Recycling and/or safe disposal	

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

	FY 24-25			FY 23-24		
	Received during the year	Pending resolution at end of year	Remarks	Received during the year	Pending resolution at end of year	Remarks
Data privacy	NIL	N.A.	N.A.	NIL	N.A.	N.A.
Advertising	NIL	N.A.	N.A.	NIL	N.A.	N.A.
Cyber-security	NIL	N.A.	N.A.	NIL	N.A.	N.A.
Delivery of essential services	NIL	N.A.	N.A.	NIL	N.A.	N.A.
Restrictive Trade Practices	NIL	N.A.	N.A.	NIL	N.A.	N.A.
Unfair Trade Practices	NIL	N.A.	N.A.	NIL	N.A.	N.A.
Other	NIL	N.A.	N.A.	NIL	N.A.	N.A.

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

	Number	Reasons for recall
Voluntary recalls		
Forced recalls	NIL	

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

Yes, <https://shilchar.com/power/investors-desk>

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

During FY 24-25, there have been no issues relating to advertising, and delivery of essential services; cyber security and data privacy of customers.

As mentioned above, there was no product recalls during the year.

Additionally, during FY 24-25, no penalty/action has been taken by regulatory authorities on safety of the Companys products/ services.

7. Provide the following information relating to data breaches:

- Number of instances of data breaches: **NIL**
- Percentage of data breaches involving personally identifiable information of customers: **Not Applicable**
- Impact, if any, of the data breaches: **Not Applicable**

Corporate Governance Report

A report on Corporate Governance is set out in compliance with the Corporate Governance requirements as stipulated in Regulation 34(3) read with Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations').

1. COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE

Corporate Governance refers to a set of laws, regulations and good practices that enables an organisation to perform its business efficiently and ethically to generate long-term wealth and create value for all its stakeholders. Good Corporate Governance emerges from the application of the best and sound management practices and compliance with the laws coupled with adherence to the highest standards of transparency and business ethics.

The Company is committed to good Corporate Governance and your Company's actions are governed by its Values and Code of Conduct. The Company provides thorough information to its shareholders on a variety of subjects impacting the Company's business and financial performance. The Company upholds that effective Corporate Governance is integral to enhancing sustainable value creation, harmonizing individual interests with corporate objectives and adhering to standards of integrity, equity, responsibility, fairness, trust and transparency. Good corporate governance is the basis for decision-making and control processes.

Key aspects of the Company's Governance Processes are:

- Clear statements of Board Processes and Board Executive linkage.
- Disclosure, accountability, transparency, adequate systems and procedures to monitor the state of affairs of the Company to enable the Board in effectively discharging its responsibilities to the stakeholders of the Company.
- Identification and management of key risks to delivery of performance of the Company.

2. BOARD OF DIRECTORS

The Management of your Company is entrusted to the Managing Director.

At Shilchar, the Board of Directors plays an oversight role. The Board clearly understands the business dynamics and environment under which the Company operates, challenges and opportunities associated with the business operations.

The Board provides guidance and strategic direction to the Management in achievement of overall objectives. The Board always acts in good faith, with due diligence and care and in the best interests of all stakeholders.

(a) Board Composition and Category

The Board is well-structured and has optimum combination of executive and non-executive directors. The composition of the Board of Directors of the Company is in conformity with the requirements under the Companies Act, 2013 ("the Act") and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, from time to time ("the SEBI Listing Regulations").

The Chairman of the Board is a Executive Director. As on the date of this Report, the Board comprises of 6 Directors including 2 Executive and 4 Non-Executive Independent Director.

There is one Women Independent Director on the Board. There is no inter se relationship between the Directors.

Brief profile of Board of Directors of the Company is available on the website of the Company at www.shilchar.com

The changes taken place in the Board composition during the year under review has been stated in the Board's Report which forms an integral part of this Annual Report.

Composition of Board as on 31st March, 2025

Executive Directors

33.33%

Mr. Alay Shah

Managing Director

Mr. Aashay Alay Shah

Whole Time Director

Other Non-Executive Directors

-

Non-executive and Independent Directors

66.67%

Ms. Nandini Tandon

Mr. Rajesh Varma

Mr. Zarksis J Parabia

Mr. Rakesh Dhanraj Bansal

None of the Directors on the Board holds directorships in more than 20 companies, which includes 10 public companies. None of the Directors serves as Director or Independent Director in more than seven listed companies.

Pursuant to Regulation 26(1) of the SEBI (LODR) Regulations, 2015, none of the Directors on the Board is member of more than 10 (ten) committees or Chairperson of more than 5 (Five) committees across all the public limited companies in which they are Director excluding private limited companies, foreign companies and companies under Section 8 of the Act, where for the purpose of determination of limit, chairpersonship and membership of the audit committee and the Stakeholders' Relationship Committee alone shall be considered.

Further, none of the Directors of the Company served as Director or as an Independent Director in more than the prescribed limit of listed entities.

Name of Directors and their DIN	Category	Date of Appointment	Relationship Between Directors Inter-Se	Number of Directorships in listed entities including this listed entity	Number of Independent Directorships in listed entities including this listed entity	Number of Membership in Audit/Stakeholders Relationship Committee including this listed entity	Number of post of Chairperson in Audit/Stakeholders Relationship Committee including this listed entity	Shareholding in the Company (No. of Equity Shares of ₹ 10/- each)
Mr. Alay Shah	Managing Director (Executive Director) & Promoter	01/10/2007	Father of Mr. Aashay Shah	1	0	0	0	19,51,032
Mr. Aashay Shah	Whole Time Director (Executive Director) & Promoter	01/11/2021	Son of Mr. Alay Shah	1	0	0	0	7,88,764
*Ms. Reshma Patel	Non-Executive Non-Independent Director	27/03/2015	Not related	2	2	4	0	Nil
Ms. Nandini Tandon	Non-Executive Non-Independent Director	15/03/2025	Not related	1	1	2	0	Nil
Mr. Rajesh Varma	Non-Executive Non-Independent Director	08/02/2020	Not related	2	2	2	2	Nil
Mr. Zarkhis Parabia	Non-Executive Non-Independent Director	14/03/2016	Not related	1	1	1	0	Nil
Mr. Rakesh Bansal	Non-Executive Non-Independent Director	06/02/2024	Not related	1	1	2	1	Nil

*ceased w.e.f 27/03/2025.

Details of other listed entities along with the category of Directorship where the Directors of the Company are Directors as on 31st March, 2025 are appended separately below:

Sr. No.	Name of Director (as on 31 st March, 2025)	Name of other listed entities in which the concerned Director is a Director	Category of Directorship in the other listed companies
1	Mr. Alay Shah	-	-
2	Mr. Aashay Shah	-	-
3	Ms. Nandini Tandon	-	-
4	Mr. Rajesh Varma	Excel Industries Limited	Non-Executive Independent Director
5	Mr. Zarksis Parabia	-	-
6	Mr. Rakesh Bansal	-	-

Chart/Matrix highlighting core skills/expertise/competencies of the Board of Directors:

Identifying the key competencies of the Board members is very much essential to ensure that the qualified persons undertake this cardinal role.

Accordingly, pursuant to the compliance of SEBI (LODR) Regulations, 2015, the Board of Directors have identified the following core skills/expertise/competencies actually available with the Board and which are required in the context of the effective functioning of the Company's business activities:

Skills/expertise/attributes/competencies	Mr. Alay Shah	Mr. Aashay Shah	Ms. Nandini Tandon	Mr. Rajesh Varma	Mr. Zarksis Parabia	Mr. Rakesh Bansal
Finance	✓	✓	✓	✓	✓	✓
Strategy/Business Leadership	✓	✓	✓	✓	✓	✓
Governance/Regulatory	✓	✓	✓	✓	✓	✓
Banking Treasury, Forex Management & Insurance	✓	-	-	✓	-	-
Human Resources	✓	✓	✓	✓	-	-
Marketing & Sales	✓	✓	✓	-	✓	✓
Risk Management	✓	✓	✓	✓	✓	✓

Details of Board Meetings held:

Board meetings are vital for the Company as they provide a structured forum for Directors to review strategies, assess financial performance, and make informed decisions. It ensures compliance with legal and regulatory requirements, promote transparency, and uphold accountability to shareholders and stakeholders. Effective board meetings are instrumental in driving organizational growth, enhancing corporate governance practices, and safeguarding the Company's long-term sustainability and success.

The Board of Shilchar meets at consistent intervals to review the business strategies/policies and review the financial performance of the Company and its subsidiary/wholly owned subsidiary and other day to day operations of the Company.

The Meeting of Board of Directors and its Committees are held and convened in compliance with the provisions of the Companies Act, 2013 read with rules made thereunder, Secretarial Standards and SEBI (LODR) Regulations, 2015.

The Board of Directors receives comprehensive information as outlined in Part A of Schedule II to SEBI (LODR)

Regulations, 2015 for discussion and consideration at each Board meeting. Additionally, the Board regularly reviews compliance reports for all applicable laws as mandated by Regulation 17(3) of the SEBI (LODR) Regulations, 2015.

The schedule of Board Meetings and Committee Meetings are circulated to the members of the Board well in advance to the event date in order to facilitate them to plan their schedule accordingly and to ensure their meaningful participation in the meetings. The Board of Directors are provided with an appropriate information of agenda items; which are backed by comprehensive background information; in a timely manner, to enable them to deliberate on each agenda item and make informed decisions and provide appropriate directions to the Management. The members of the Board are at liberty to bring up any matter for discussion at the Board Meeting.

During the FY 2024-2025 total 4 (four) meetings of the Board of Directors were held with the required quorum present.

The maximum gap between two consecutive Board meetings was not more than 120 days.

Attendance of Board of Directors at the Board Meetings and 38th Annual General Meeting held during the FY 2024-2025 is as under:

Name of the Director	Category & Designation	Attendance at Board Meeting Held on				% of Attendance	Attendance at previous virtual AGM 12 th August, 2024
		30 th April, 2024	12 th August, 2024	24 th October, 2024	30 th January, 2025		
Mr. Alay Shah	Managing Director (Executive Director) & Promoter	✓	✓	✓	✓	100	✓
Mr. Aashay Shah	Whole Time Director (Executive Director) & Promoter	✓	✓	✓	✓	100	✓
Ms. Reshma Patel ¹	Non-Executive Non-Independent Director	✓	✓	✓	x	75	✓
Ms. Nandini Tandon ²	Non-Executive Non-Independent Director	Not Applicable					
Mr. Rajesh Varma	Non-Executive Non-Independent Director	✓	✓	✓	✓	100	✓
Mr. Zarksis Parabia	Non-Executive Non-Independent Director	✓	x	✓	✓	75	✓
Mr. Rakesh Bansal	Non-Executive Non-Independent Director	✓	✓	✓	✓	100	✓

¹ceased w.e.f 27/03/2025.

²Appointed w.e.f 26/03/2025.

Independent Directors and Details of Meetings held:

The Independent Directors of the Company are individuals of eminence & repute in their respective fields and help in bringing an independent judgment to bear on the Board's deliberations who guides the Company in improving corporate credibility and governance standards, especially on issues of strategy, performance, risk management, resources, key appointments, corporate governance and standards of conduct. They bring diverse expertise across finance, accounts, legal, banking, business strategy, insurance, marketing, leadership development and general management. With a wealth of skills in each area, they ensure rigorous oversight, strategic foresight and effective decision-making, driving our Company towards sustained growth and excellence. They play an active role in various committees set up by Company to ensure good governance.

The Independent Directors of the Company have been appointed in pursuance to the conditions of independence specified under Section 149 of the Companies Act, 2013 and Regulation 16(1)(b) and 25 of the SEBI (LODR) Regulations, 2015. The formal letter of appointment/re-appointment is issued to Independent Director as provided in Companies Act, 2013 and the SEBI (LODR) Regulations, 2015 as and when it is required within the prescribed time frame. The Company has also obtained declarations from all the Independent Directors pursuant to Section 149(7) of the

Companies Act, 2013 and under Regulation 16(1)(b) of the SEBI (LODR) Regulations, 2015.

None of the Independent Directors serves as Independent Director in more than seven listed companies in line with the requirements of the SEBI (LODR) Regulations, 2015. The terms and conditions of appointment of Independent Director is available on the website of the Company at www.shilchar.com. The tenure of Independent Directors is in accordance with the Companies Act, 2013 and SEBI (LODR) Regulations, 2015. The performance evaluation of independent directors was duly carried out by the entire Board of Directors of the Company, excluding the director being evaluated.

To exercise free and fair judgment in all matters related to the functioning of the Company as well as the Board, the Independent Directors of the Company met on 30th January, 2025 in FY 2024-2025 without the presence of Non-Independent Directors and management team. At the aforesaid meeting, the Independent Directors reviewed and evaluated the performance of Chairman, Managing Director and other Non-Independent Directors, performance of the Board as a whole and performance of the organization. Independent Directors also assessed the quality, quantity and timeliness of the flow of information between the management of the organization and the Board of Directors which is necessary for the Board to effectively and reasonably perform their duties.

Details of Independent Directors as on 31st March, 2025, their separate meeting and attendance in the FY 2024-2025:

Independent Directors	Male	Female	Separate Meeting	Attendance
4	75%	25%	1	75%

During the FY 2024-2025 following Independent Directors resigned/ceased to be Director of the Company:

Sr. No.	Name of Director	Effective Date	Reason	Confirmation of any other material reason
1.	Ms. Reshma Patel	27 th March, 2025	Expiry of second consecutive term of appointment on 27 th March, 2025	Not Applicable

Familiarization Programme for Independent Directors:

The Company places a strong emphasis on ensuring that its Independent Directors are well-informed, competent and deeply familiar with the Company and its operations on a regular basis. Accordingly, in order to achieve this, various familiarization programs are conducted for Independent Directors in accordance with Regulation 25(7) of the SEBI (LODR) Regulations, 2015 and Schedule IV of the Act. These programs are designed to keep Independent Directors updated on the business environment, overall operations, future business plans, internal policies and the operating environment of the Company.

Overall, these initiatives aim to equip the Independent Directors with the knowledge and understanding needed to effectively meet stakeholder expectations and contribute meaningfully to the Company's governance and strategic direction. The details of the Familiarization Programme for Independent Directors for the FY 2024-2025 is available on the website of the Company at www.shilchar.com.

3. COMMITTEES OF THE BOARD

The Committees of the Board are structured in accordance with the provisions of the Companies Act, 2013 and SEBI (LODR) Regulations, 2015, ensuring they have an appropriate composition of Board members. The meetings of Committees are convened regularly to fulfil its

responsibilities as assigned by the Board from time to time while adapting to the evolving business requirements.

Committees of the Board (as on 31st March, 2025)

- Audit Committee
- Nomination and Remuneration Committee
- Stakeholders Relationship Committee
- Risk Management Committee
- Corporate Social Responsibility Committee

(i) Audit Committee

{In Pursuant to Section 177 of the Companies Act, 2013 and Regulation 18 of the SEBI (LODR) Regulations, 2015}

Audit Committee of the Board has been constituted in accordance of Regulation 18 of the SEBI (LODR) Regulations, 2015 and Section 177 of the Companies Act, 2013, as amended from time to time. The members of the Audit Committee are financially literate and have experience in financial management. The Company Secretary of the Company acts as the Secretary of the Committee.

During the Financial Year 2024-2025, the Audit Committee met 4 times with necessary quorum present. The maximum gap between two meetings was not more than 120 days.

Details of composition of Audit Committee, its meetings and attendance for the FY 2024-2025 and as on 31st March, 2025:

Name of Member	Designation	Category	Dates of Meetings				% of Attendance
			30 th April, 2024	12 th August, 2024	24 th October, 2024	30 th January, 2025	
Mr. Rajesh Varma	Chairman	Non-Executive Independent Director	✓	✓	✓	✓	100
Mr. Rakesh Varma	Member	Non-Executive Independent Director	✓	✓	✓	✓	100
Ms. Reshma Patel	Member	Non-Executive Independent Director	✓	✓	✓	x	75

The previous Annual General Meeting of the Company was held on 12th August, 2024 and the same was attended by the Chairman (Mr. Rajesh Varma) of the Audit Committee.

The terms of reference of this Committee include matters mandated in the Listing Regulations and the Companies Act, 2013, respectively. The Audit Committee reviews the audit reports submitted by the Internal Auditors, Cost Auditors and Statutory Auditors and to meet them to discuss their findings, suggestions and other related matters, financial results, effectiveness of internal audit processes, Company's risk management strategy and Company's established systems and procedures. The Audit Committee also reviews the functioning of the Whistle Blower mechanism. Besides having access to all the required information from within the Company, the Committee may obtain external professionals' advice, whenever required. The Committee acts as a link between the Statutory and the Internal Auditors and the Board of Directors of the Company.

(ii) Nomination and Remuneration Committee

{In Pursuant to Section 178 of the Companies Act, 2013 and Regulation 19 of the SEBI (LODR) Regulations, 2015}

Nomination and Remuneration Committee of the Board has been constituted in terms of the Regulation 19 of the SEBI (LODR) Regulations, 2015 and Section 178 of the Companies Act, 2013, as amended from time to time. The Committee oversees key processes through which the Company recruits new members to its Board, motivates and retains outstanding senior management.

To decide, review and recommend to the Board of Directors of the Company about the recruitment, selection, appointment, re-appointment and remuneration of Directors or of relative of Director or of Key Managerial Personnel of the Company and to decide the increase/modification in the terms of appointment, re-appointment and/or remuneration of any such person are the key responsibilities of the Committee. The Company Secretary of the Company acts as the Secretary of the Committee.

During the Financial Year 2024-2025, the Nomination and Remuneration Committee met 2 times with necessary quorum present.

Details of composition of Nomination and Remuneration Committee, its meetings and attendance for the FY 2024-2025 and as on 31st March, 2025:

Name of Member	Designation	Category	Dates of Meetings		% of Attendance
			30 th April, 2024	30 th January, 2025	
Mr. Zarksis Parabia	Chairman	Non-Executive Independent Director	✓	✓	100
Mr. Rakesh Bansal	Member	Non-Executive Non-Independent Director	✓	✓	100
Ms. Reshma Patel	Member	Non-Executive Independent Director	✓	x	75

The previous Annual General Meeting of the Company was held on 12th August, 2024 and the same was attended by the Chairman (Mr. Rakesh Bansal) of the Nomination and Remuneration Committee.

This Committee shall identify the persons, who are qualified to become Directors of the Company/who may be appointed in Senior Management in accordance with the criteria laid down, recommend to the Board their appointment and removal and also shall carry out evaluation of every director's performance. Committee shall also formulate the criteria for determining qualifications, positive attributes, independent of the Directors and recommend to the Board a Policy, relating to the remuneration for the Directors, Key Managerial Personnel and other employees.

Nomination and Remuneration Policy: Policy for selection and appointment of Directors, Key Managerial Personnel, Senior Management and their remuneration:

Nomination and Remuneration Committee (NRC) has adopted a Charter which, inter alia, deals with the manner of selection of Board of Directors and Key Managerial Personnel, their appointment, reappointment and remuneration.

On recommendation of Nomination and Remuneration Committee, the Board of Directors have formulated a 'Nomination and Remuneration Policy' for the purpose of selection and appointment of the directors, key managerial personnel (KMP), Senior Management Personnel and other employees as required under Section 178(3) of the Companies Act, 2013 and further fixation of their remuneration thereof. The Policy, inter-alia, includes criteria for determining qualifications, positive attributes, independence of a director, and expertise and experience required for appointment of Directors, KMPs and Senior Management.

Remuneration policy of the Shilchar is designed to create a high-performance culture. It enables the Company to attract, retain and motivate employees to achieve results. During the Year under review, the Company has not paid any remuneration to its Non-Executive Director and there were no pecuniary relationships or transactions between the Company and any of its Non-Executive and Independent Directors. The Company has not granted stock options to Non-Executive and Independent Directors.

Subject to the approval of the Board and shareholders thereof in the general meeting and such other approvals as may be necessary, the executive Directors are paid remuneration as per the limit approved by shareholders.

The Company affirms that the remuneration paid to Directors, senior management and other employees is in accordance with the 'Nomination and Remuneration policy' of the Company.

The Nomination and Remuneration Policy is placed on the Company's website at https://shilchar.com/upload/power_investor_relations/nomination-remuneration-policy.pdf

Details of Remuneration to Directors and Key Managerial Personnel:

The remuneration of the Managing Director, other Directors and Key Managerial Personnel is determined by the Nomination and Remuneration Committee on the basis of Performance Evaluation carried out taking in consideration, participation and contribution by a director, commitment, effective deployment of knowledge and expertise, integrity and maintenance of confidentiality and independence of behaviour and judgement. Such remuneration is in accordance with their terms of appointment, the Company's Nomination and Remuneration Policy, with the maximum limits prescribed under the Section 197 of the Companies Act, 2013 read with relevant rules thereunder and upon approval by the Board and the Shareholders at their respective meetings.

The details of the Remuneration paid to the Managing Director, other Directors and Key Managerial Personnel are stated in the Form MGT-7 - Annual Return which is available on the website of the Company.

During the year under review, there were no pecuniary relationships or transactions between the Company and any of its Non-Executive and Independent Directors other than those disclosed herewith. Further, the Company has not granted any stock options to Non-Executive and Independent Directors.

*Remuneration includes Salary/Sitting Fees/Other emoluments.

(iii) Stakeholders Relationship Committee

The Stakeholders Relationship Committee is constituted in compliance with the provisions of Section 178 of the Companies Act, 2013 and Regulation 20 of the SEBI (LODR) Regulations, 2015. It specifically looks into various aspects of interest of shareholders. The primary objective of the Committee is to consider and resolve the concerns and complaints relating to transfer/transmission of shares, non-receipt of declared dividends, non-receipt of annual reports, dematerialization of shares, and all such other Investors queries/complaints as received from time to time.

To expedite the process and for effective resolution of grievances/complaints and to redress all various aspects of interest of the Members/Investors of the Company, the Company Secretary of the Company acts as a Secretary of the Stakeholders Relationship Committee and under her supervision, the Committee redresses the issues/grievances/complaints of Members/Investors.

During the Financial Year 2024-2025, the Stakeholders Relationship Committee met 4 times with necessary quorum present.

Details of Composition of Stakeholders Relationship Committee, its meetings and attendance for the FY 2024-2025 and as on 31st March, 2025:

Name of Member	Designation	Category	Dates of Meetings				% of Attendance
			30 th April, 2024	12 th August, 2024	24 th October, 2024	30 th January, 2025	
Mr. Rakesh Bansal	Chairman	Non-Executive Non-Independent Director	✓	✓	✓	✓	100
Mr. Zarksis Parabia	Member	Non-Executive Non-Independent Director	✓	x	✓	✓	75
Mr. Reshma Patel	Member	Non-Executive Non-Independent Director	✓	✓	✓	x	75

The Stakeholders Relationship Committee of the Company is, inter alia, entrusted with the below roles and responsibilities:

- Resolve the grievances of the security holders of the Company including complaints related to transfer/transmission of shares, non-receipt of annual report, non-receipt of declared dividends, issue of new/duplicate certificates, general meetings etc.;
- Review measures taken for effective exercise of voting rights by shareholders;
- Review adherence to the service standards adopted by the Company in respect of various services being rendered by the Registrar & Share Transfer Agent;
- Review various measures and initiatives taken by the Company for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/annual reports/statutory notices by the shareholders of the Company;

- e. to attend matters relating to compliance with the SEBI (LODR) Regulations, 2015 and other statutory requirements concerning the interests of holders of shares and other securities;
- f. Carrying out such other functions as may be required pursuant to the decision of the Board of Directors of the Company and other provisions of the Companies Act, 2013 or the SEBI (LODR) Regulations, 2015 or any other applicable law.

Details of Investor complaints received/resolved/pending during the Financial Year 2024-2025:

The Committee meets at regular intervals to review the status of redressal of Investors' Grievances. The Secretarial Department of the Company along with the Registrar and Share Transfer Agent "MCS Share Transfer Agent Limited", addressed all shareholder(s) complaint(s)/grievance(s), if any received through directly addressing to the Company or through other modes i.e. from SEBI SCORES, Stock Exchanges, Ministry of Corporate Affairs (Registrar of Companies) etc., from time to time. The status of the complaint(s)/grievance(s), if any received, is subsequently placed at the Stakeholders Relationship Committee meeting.

No. of investor complaints pending at the beginning of the Financial Year i.e. 1 st April, 2024	No. of investor complaints received during the year	No. of investor complaints resolved and disposed off	No. of investor complaints remaining unresolved at the end of the Financial Year i.e. 31 st March, 2025
Nil	Nil	Nil	Nil

(iv) Risk Management Committee {In pursuant to Regulation 21 of the SEBI (LODR) Regulations, 2015}

The Risk Management Committee is constituted in compliance with the provisions of Regulation 21 of the SEBI (LODR) Regulations, 2015.

During the Financial Year 2024-2025, the Risk Management Committee met 4 times with necessary quorum present. The maximum gap between two meetings was not more than 210 days.

Details of Composition of Risk Management Committee, its meetings and attendance for the FY 2024-2025 and as on 31st March, 2025:

Name of Member	Designation	Category	Dates of Meetings		% of Attendance
			13 th September, 2024	30 th January, 2025	
Mr. Aashay Shah	Chairman	Non-Executive Non-Independent Director	✓	✓	100
Mr. Rajendra Nath	Member	Chief Operational Officer	✓	✓	100
Mr. Rajesh Varma	Member	Non-Executive Independent Director	x	✓	75

The Risk Management Committee of the Company is, inter alia, entrusted with the roles and responsibilities as stated below:

- a. To formulate a detailed risk management policy which shall include:
 - framework for identification of internal and external risks faced by the Company, in particular including financial, operational, sectoral, sustainability (particularly ESG related risks), information, cyber security risks or any other risk as may be determined by the Committee;
 - Measures for risk mitigation including systems and processes for internal control of identified risks;
 - Business continuity plan.
- b. To ensure that appropriate methodology, processes and systems are in place to monitor and evaluate risks associated with the business of the Company;

- c. To monitor and oversee implementation of the risk management policy, including evaluating the adequacy of risk management systems;
- d. To evaluate significant risk exposures of the Company and assess the Management's actions to mitigate the exposures in a timely manner;
- e. To periodically review the risk management policy, by considering the changing industry dynamics and evolving complexity;
- f. To keep the Board of Directors informed about the nature and content of its discussions, recommendations and actions to be taken;
- g. the appointment, removal and terms of remuneration of the Chief Risk Officer (if any), shall be subject to review by Risk Management Committee;

- h. Carrying out any other function as may be required in pursuance of the decision of the Board of Directors of the Company or any provision under the Companies Act, 2013 or the SEBI (LODR) Regulations, 2015 or any other applicable law.

The Risk Management policy of the Company is available on the website of the Company at https://shilchar.com/upload/power_investor_relations/risk-management-policy.pdf

(v) Corporate Social Responsibility Committee {In pursuant to Section 135 of the Companies Act, 2013}

The Composition of CSR Committee is pursuant to the provisions of Section 135 of the Companies Act, 2013 and the Companies (Corporate Social Responsibility Policy) Rules, 2014, as amended from time to time.

During the Financial Year 2024-2025, the Corporate Social Responsibility (CSR) Committee met 1 time with necessary quorum present.

Details of Composition of Corporate Social Responsibility Committee, its meetings and attendance for the FY 2024-2025 and as on 31st March, 2025:

Name of Member	Designation	Category	Dates of Meetings	% of Attendance
			30 th April, 2024	
Mr. Alay Shah	Chairman	Managing Director (Executive Director)	✓	100
Mr. Zarksis Parabia	Member	Non-Executive Non-Independent Director	✓	100
Mr. Rakesh Bansal	Member	Non-Executive Non-Independent Director	✓	100
*Mr. Rajesh Varma	Member	Non-Executive Non-Independent Director	x	NA

*Mr. Rajesh Varma appointed w.e.f from 30th January, 2025.

The Corporate Social Responsibility Committee of the Company is, inter-alia, entrusted with the roles and responsibilities as stated below:

- Formulate and recommend to the Board, Corporate Social Responsibility Policy which shall indicate the activities to be undertaken by the Company;
- Identifying the areas of CSR activities;
- Recommend the amount of expenditure to be incurred on the activities;
- Monitor, implementation and adherence to the CSR Policy of the Company from time to time;
- Prepare transparent monitoring mechanism for ensuring implementation of the projects/programmes/activities proposed to be undertaken by the Company; and

- Carrying out any other function as may be required in pursuance of the decision of the Board of Directors of the Company or any provision under the Companies Act, 2013 or the SEBI (LODR) Regulations, 2015 or any other applicable law.

CSR Policy of the Company

The Company has formulated a Corporate Social Responsibility (CSR) Policy aligned with Schedule VII of the Act and other applicable provisions thereunder, outlining the specific activities to be undertaken in accordance with statutory provisions and regulations. The CSR Committee is tasked with recommending the budget allocation for CSR initiatives and overseeing the effective implementation of the Company's CSR Policy on a regular basis.

The Company's CSR Policy can be accessed on its official website viz. https://shilchar.com/upload/power_investor_relations/corporate-social-responsibility-policy.pdf

4. GENERAL BODY MEETINGS

(i) Details of last three Annual General Meetings along with summary of Special Resolution(s) passed therein are as under:

AGM	Date of AGM	Time	Venue/Mode	Summary of Special Resolution(s) passed
36 th AGM	8 th August, 2022	11:00 A.M. (IST)	Held through Video Conferencing/Other Audio Visual Means	1) Re-appointment of Mr. Alay Jitendra Shah as Managing Director of the Company. 2) Re-appointment of Mr. Aashay Alay Shah as Whole Time Director of the Company.
37 th AGM	25 th August, 2023	11:00 A.M. (IST)	Held through Video Conferencing/Other Audio Visual Means	1) Approval of commission to Mr. Alay Jitendra Shah (DIN: 00263538) as Managing Director of the Company. 2) Approval of managerial remuneration of Mr. Alay Jitendra Shah (DIN: 00263538) as Managing Director of the Company. 3) Shifting of Registered Office of the Company.

(i) Details of last three Annual General Meetings along with summary of Special Resolution(s) passed therein are as under: (Contd.)

AGM	Date of AGM	Time	Venue/Mode	Summary of Special Resolution(s) passed
38 th AGM	12 th August, 2024	11:00 A.M. (IST)	Held through Video Conferencing/Other Audio Visual Means	1) Approval of Remuneration limit of Mr. Aashay Alay Shah, Whole-Time Director (DIN: 06886870) of the Company.

(ii) Extra Ordinary General Meeting:

There was no Extra Ordinary General Meeting held during the Financial Year 2024-2025.

(iii) Postal Ballot:

Pursuant to Sections 108 and 110 and other applicable provisions, if any, of the Companies Act, 2013, (the "Act"), read with Rule 22 of the Companies (Management and Administration) Rules, 2014, (the "Rules") and the Regulation 44 of the SEBI (LODR) Regulations, 2015 including any statutory modification or re-enactment thereof for the time being in force, all read together with MCA & SEBI Circulars as referred in the Notice of AGM; the shareholders of the Company had passed the following special resolutions through postal ballot procedure for the Special Businesses as set out herein below:

Sr. No.	Date of postal ballot notice	Approval Date	Special Resolution Passed	Scrutinizer	Link for postal ballot notice and scrutinizer report
1	5 th February, 2024	17 th March, 2024	1. Appointment of Mr. Rakesh Dhanraj Bansal (DIN: 00002179), As Non-Executive Independent Director.	M/s. Kashyap Shah & Co., Practicing Company Secretaries, Vadodara (Membership No.: F7662; COP No.: 6672)	https://shilchar.com/upload/power_investor_relations/voting-results-postal-ballot-march-15-2025.pdf
			2. Approval for Increasing the Limit of Investment by Non-Resident Indian Or Overseas Citizen of India In the Share Capital of The Company.		
			3. Approval for Continuation to Hold Office of Mr. Mukesh D Patel, Non-Executive Independent Director of the Company till his Current Tenure of Appointment.		
2	4 th February, 2025	15 th March, 2025	1. Appointment of Independent Director.		
			2. Approval for increasing Authorised Share Capital ₹ 10,00,00,000 to ₹ 15,00,00,000.		

5. MEANS OF COMMUNICATIONS**(i) Quarterly/Half Yearly/Annual Results:**

Quarterly/Half Yearly/Annual Results are approved and taken on record by the Board of Directors and submitted to the Stock Exchanges as per requirement of the SEBI (LODR) Regulations, 2015.

(ii) Newspaper Publication of financial results:

Financial Results of the Company are published in the leading English and vernacular language newspapers, viz., Business Standard and Vadodara Samachar, respectively.

(iii) Website and News Release:

The Company's website "www.shilchar.com" contains a separate dedicated Section "Investor Desk" where all the shareholders' information are available.

(iv) Presentations made to Institutional Investors or to the Analysts:

Company regularly informs/intimates the stock exchanges about meetings/calls with the Institutional Investors/Analysts.

(v) Stock Exchanges:

Your Company makes timely disclosures of necessary information to BSE Limited in terms of the SEBI (LODR) Regulations, 2015 and other rules and regulations issued by the SEBI.

(vi) SEBI Complaints Redressal System (SCORES):

To protect the interest of investors, SEBI has initiated processing of investors complaints in a centralized web-based complaints redress system 'SCORES'.

The salient features of this system are:

- Centralized database of all complaints;
- Online movement of complaints to the concerned listed companies;
- Online upload of Action Taken Reports (ATRs) by the concerned companies; and
- Online viewing by investors of actions taken on the complaint and its current status.

The Company is registered on SCORES portal and has not received any complaint during the FY 2024-2025.

6. OTHER CERTIFICATIONS & DECLARATIONS FOR THE FINANCIAL YEAR 2024-2025

(i) Certification of Non-Disqualification of Directors (In pursuance to Regulation 34(3) and Schedule V - Para C - Clause (10)(i) of the SEBI (LODR) (Amendment) Regulations, 2018):

A certificate from M/s. Kashyap Shah & Co., Company Secretaries, Vadodara duly certifying 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-1" to the Corporate Governance Report which forms an integral part of this Annual Report.

(ii) Certification by Managing Director and Chief Financial Officer (In pursuance to Regulation 17(8) read with Part B of Schedule II of the SEBI (LODR) Regulations, 2015):

The Certification by Managing Director and Chief Financial Officer of the Company as received is annexed as "Annexure-2" to the Corporate Governance Report which forms an integral part of this Annual Report.

(iii) Declaration for Compliance of 'Code of Conduct for Board of Directors & Senior Management' (In pursuance to Regulation 17 of the SEBI (LODR) Regulations, 2015):

The Company has implemented a 'Code of Conduct for Board of Directors & Senior Management, establishing guidelines for ethical business practices expected from Directors and Senior Management Personnel. These standards encompass integrity in workplace behaviour, business dealings, and interactions with stakeholders.

The aforesaid code of conduct is available on the website of the Company viz. https://shilchar.com/upload/power_investor_relations/code-of-conduct-of-directors-policy.pdf.

A declaration for the year ended 31st March, 2025 signed by the Managing Director of the Company stating that the members of Board of Directors & Senior Management Personnel have affirmed compliance with the 'Code of Conduct of Board of Directors and Senior Management' is annexed as "Annexure-3" to this Corporate Governance Report which forms an integral part of this Annual Report.

(iv) Certification on Corporate Governance (In pursuance to Schedule V - Para E of the SEBI (LODR) Regulations, 2015):

A compliance certificate from the Statutory Auditors of the Company certifying the compliance of 'Corporate Governance' by the Company is annexed as "Annexure-4" to this Corporate Governance Report which forms an integral part of this Annual Report.

7. GENERAL SHAREHOLDERS INFORMATION

a) 39th Annual General Meeting

Tuesday, 12th August, 2025 at 11:00 A.M. (IST) through Video Conference/Other Audio-Visual Means.

b) Financial Calendar

Financial Year: From 1st April, 2025 to 31st March, 2026

Quarter Ending: 30th June, 2025, 30th September, 2025, 31st December, 2025 and 31st March, 2026

Tentative schedule for declaration of result:

14th August, 2025, 14th November, 2025, 14th February, 2026 and 30th May, 2026.

As per the SEBI (Prohibition of Insider Trading) Regulations, 2015, the trading window closes from the day after each quarter end and reopens 48 hours after financial results declaration.

c) Dividend Payment Date

Record Date: Friday, 8th August, 2025

The Board of the Company has recommended a final dividend @125% on Paid-up Equity Share Capita (i.e. of ₹ 12.50/- per equity share) for the FY 2024-2025 at its Meeting held on 21st April, 2025 which will be paid within 30 days of the date of ensuing annual general meeting, if the same is approved and declared by the members of the Company.

d) Stock Exchanges

BSE Limited (BSE)

Phiroze Jeejeebhoy Towers,
25th Floor, Dalal Street,
Mumbai - 400 001
Scrip Code: 531201
INE024F01011

The Annual Listing Fees for the FY 2025-2026 have been paid to the Stock Exchange.

e) Registrar and Transfer Agent

M/s. MCS Share Transfer Agent Limited
CIN: U67120WB2011PLC165872
Administrative Office:
1st Floor, Neelam Apartment, 88, Sampatrao Colony,
Above Chappanbhog Sweet,
Alkapuri, Vadodara - 390 007, Gujarat.
Ph.Nos.: 231 4757, 2350490
Email: mcsltbaroda@gmail.com

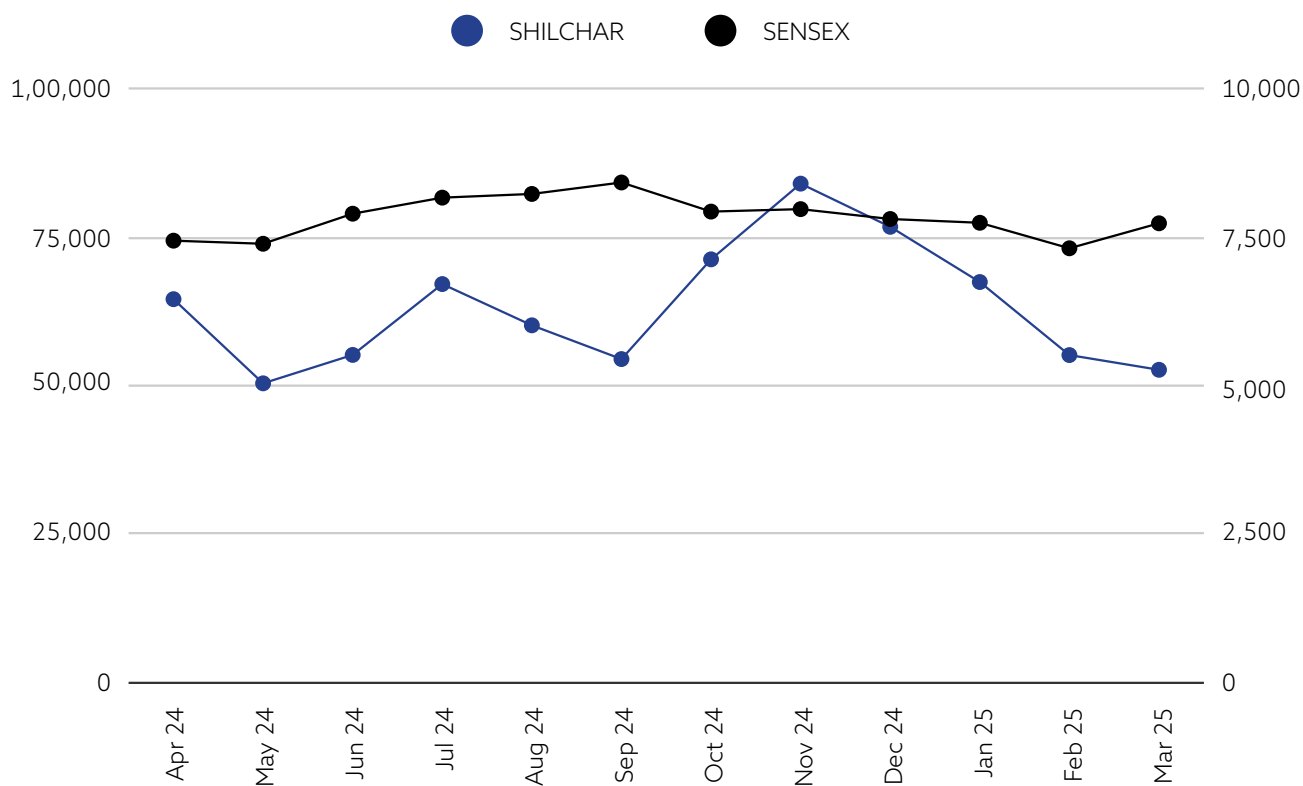
f) Share Transfer System

All the transfer and transmission requests are processed on fortnightly basis by MCS Share Transfer Agent Limited, being the Registrar & Transfer Agent (RTA). To facilitate prompt services, the RTA is also authorized to approve the transfers and dispatch the share certificates within stipulated time frame.

g) Market Price Data

The monthly high and low prices and volumes of Company's shares at BSE for FY 2024-2025 are as below:

Month	Shilchar BSE Price			No. of Shares	Sensex
	High Price	Low Price	Close Price		Closing Price
Apr-24	6,769.50	3,800.00	6,461.50	5,75,091	74,482.78
May-24	6,138.45	4,800.00	5,041.75	3,42,185	73,961.31
Jun-24	5,964.00	4,777.70	5,521.15	2,11,526	79,032.73
Jul-24	6,716.45	5,691.30	6,716.45	2,68,012	81,741.34
Aug-24	7,052.00	5,950.00	6,020.40	1,77,942	82,365.77
Sep-24	6,265.00	5,351.60	5,451.10	1,80,038	84,299.78
Oct-24	7,756.70	5,317.50	7,133.35	4,94,756	79,389.06
Nov-24	8,763.15	6,915.80	8,410.35	3,52,154	79,802.79
Dec-24	8,899.00	7,285.00	7,682.25	1,97,216	78,139.01
Jan-25	8,860.00	6,204.25	6,750.75	2,87,486	77,500.57
Feb-25	6,650.00	4,703.05	5,518.55	4,48,104	73,198.10
Mar-25	6,158.00	4,958.00	5,270.20	3,85,302	77,414.92



h) Distribution of shareholding @ Face Value of ₹ 10/- per equity shares as on 31st March, 2025

Distribution Category (Amount)	No. of Holders	% of Holders	Total Number of Shares (at 10/- each)	% of Amount
Up to 500	35,969	98.85	8,68,657	11.39
501 to 1,000	220	0.60	1,60,092	2.10
1,001 to 2,000	108	0.30	1,55,412	2.04
2,001 to 3,000	23	0.06	54,534	0.72
3,001 to 4,000	11	0.03	39,246	0.51
4,001 to 5,000	10	0.03	44,075	0.58
5,001 to 10,000	21	0.06	1,53,702	2.02
10,001 to 50,000	13	0.04	3,00,236	3.94
50,001 to 1,00,000	2	0.01	1,17,288	1.54
AND ABOVE	8	0.02	57,33,558	75.18
Total	36,385	100.00	76,26,800	100.00

i) Details of shares in dematerialized & physical form as on 31st March, 2025

Mode of Holding	No. of Shares	% of Total shares
Physical	8,100	0.11
Electronic - NSDL	59,26,033	77.70
Electronic - CDSL	16,92,667	22.19
Total	76,26,800	100%

As of 31st March, 2025, out of the total Company's equity shareholding 99.89% equity shares are in dematerialized form and trading in Equity Shares of the Company is permitted only in dematerialized form. Shareholders holding shares in physical form are urged to dematerialize the same to avail the various benefits of dealing in securities.

j) Outstanding global depository receipts (GDRs)/ American Depository Receipts (ADR)/Warrants and Convertible instruments

The Company has not issued any GDRs/ADRs/Warrants or any other instrument, which is convertible into Equity Shares of the Company during the FY 2024-2025.

k) Commodity price risk or foreign exchange risk and hedging activities

The Company does not have material exposure of any commodity and accordingly, no hedging activities for the same are carried out. Further, the Company takes suitable steps from time to time for protection against foreign exchange risk(s).

l) Factory Premises

Block No. 460, Near Muval Sub-Station, Padra-Jambusar Highway, Gavasad, Vadodara, Gujarat, India, 391430.

m) Address of Correspondence

i. Shareholders correspondence should be addressed to either at Registered Office of the Company or at the address of RTA M/s. MCS Share Transfer Agent Limited given as above.

ii. Shareholders holding shares in electronic mode should address all their correspondence to their respective Depository Participant.

n) Credit Rating

The details of Credit Rating have been detailed in the Board's Report which forms an integral part of this Annual Report.

8. OTHER DISCLOSURES**(i) Related Party Transactions**

All transaction entered into by the Company with related parties, during the Financial Year 2024-2025, were in ordinary course of business and on arm's length basis. The Disclosure of the Related Party Transactions as per IND AS 24 are set out in Notes to Standalone Financial Statements which forms part of this Annual Report. Also, the Related Party Transactions undertaken by the Company were in compliance with the provisions set out in the Companies Act, 2013 read with the Rules issued thereunder and Regulation 23 of the SEBI (LODR) Regulations, 2015. There were no material Related Party Transactions having potential conflict with the interest of the Company at large during the Financial Year 2024-2025.

As required under Regulation 23(1) of the SEBI (LODR) Regulations, 2015, the Company has formulated a policy on dealing with Related Party Transactions. The Policy is available on the website of the Company viz. "www.shilchar.com".

(ii) Penalties & Strictures

The Company follows all the laws, regulations and provisions of the Stock Exchanges, SEBI, ROC, MCA and all other statutory authorities. There were no non-compliances and no penalties or strictures were imposed on the Company during preceding three financial years. BSE limited had imposed a fine on the Company with respect to Composition of the Risk Management Committee. However, the Company further proved that the Composition of the Committee is proper and hence the Company has applied for revocation of the fine.

(iii) Vigil Mechanism/Whistle Blower Policy

The details have been detailed in the Board's Report which forms an integral part of this Annual Report.

(iv) Disclosure on Compliance - Mandatory/ Non-mandatory requirements

The Company has complied with all the requirements of Corporate Governance Report as required under Schedule V - Part C - Clause 2 to 10 the SEBI (LODR) Regulations, 2015, to the extent applicable and thus there exist no requirement of disclosing the reasons of any non-compliance.

The Company has complied with corporate governance requirements specified in Regulations 17 to 27 and 46(2)(b) to (i) of the SEBI (LODR) Regulations, 2015, to the extent applicable.

Adoption of non-mandatory requirements of SEBI (LODR) Regulations, 2015 is being reviewed by the Board from time to time.

(v) Company Policies

Policy on Related Party Transactions:	https://shilchar.com/upload/power_investor_relations/related-party-transaction-policy.pdf
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(vi) Disclosure of utilization of funds raised through preferential allotment or qualified institutions Placement as specified under Regulation 32(7A) of SEBI (LODR) Regulations, 2015

During the FY 2024-2025, the Company has not raised any funds through preferential allotment or qualified institutional placement as specified under Regulation 32(7A) of SEBI (LODR) Regulations, 2015.

(vii) Recommendations of Committee(s) of the Board of Directors

During the Financial Year 2024-2025, the Board has accepted all the recommendations made by various committees of Board.

(viii) Fees Paid to Statutory Auditors by Company

In accordance with Regulation 34 read with Part C of the Schedule V of the SEBI (LODR) Regulations, 2015, the details of total fees paid by the Company to the Statutory Auditors are mentioned in the notes to the Standalone Financial Statements of the Companies.

(ix) Disclosures in relation to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013

- Number of complaints filed during the Financial Year: **Nil**
- Number of complaints disposed of during the Financial Year: **Nil**
- Number of complaints pending as on end of the Financial Year: **Nil**

(x) Loans and advances by listed entity and its subsidiaries

Not Applicable

(xi) Disclosures with Demat suspense account/ unclaimed suspense account

In Pursuant to Regulation 39(4) of the SEBI (LODR) Regulations, 2015, the unclaimed shares lying in the possession of the Company are required to be dematerialized and transferred in special demat account held by the Company.

The Company some of its shareholders and their outstanding shares lying into demat suspense account or unclaimed suspense account at the beginning of the year, during the financial year and as at the end of the financial year.

(xii) Disclosure of certain types of agreements binding listed entities

No agreement entered and executed by the Company pursuant to clause 5A of paragraph A of Part A of Schedule III of the SEBI (LODR) Regulations, 2015 during the FY 2024-2025.

(xiii) Accounting Treatment

The details of Accounting Treatment have been duly mentioned in the Board of Directors' Report and Financial Statements which forms part of this Annual Report. Further, the significant accounting policies which are consistently applied are set out in the Notes to the Financial Statements which forms an integral part of this Annual Report.

For and on behalf of Board of Directors
Shilchar Technologies Limited

Sd/-
Alay Jitendra Shah
Chairman & Managing Director
DIN: 00263538

Date: 21st April, 2025
Place: Gavasad, Vadodara

Annexure-1

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,
Shilchar Technologies Limited
Block No. 460, Near Muval Sub-Station,
Padra-Jambusar Highway,
Gavasad, Vadodara - 391430.

I/We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **Shilchar Technologies Limited** having CIN: L29308GJ1986PLC008387 and having registered Office at Block No. 460, Near Muval Sub-Station, Padra-Jambusar Highway, Gavasad, Vadodara, 391430. (hereinafter referred to as 'the Company'), produced before me/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 my/our opinion and to the best of my/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 me/us by the Company & its officers, I/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, 2023 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, any such other Statutory Authority except Mr. N.A.DIN- N.A. who has been debarred/disqualified by N.A. [give name of Statutory Authority and reason].

Sr. No.	Name of Director	DIN	Date of appointment in Company
1	ALAY JITENDRA SHAH	00263538	01/10/2007
2	ZARKSIS JAHANGIR PARABIA	02667359	14/03/2016
3	RAJESH RAMA VARMA	01034325	08/02/2020
4	AASHAY ALAY SHAH	06886870	01/11/2021
5	RAKESH DHANRAJ BANSAL	00002179	06/02/2024
6	NANDINI ASHISH TANDON	01657786	26/03/2025

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 Kashyap Shah & Co.
Practicing Company Secretaries

Kashyap Shah
Proprietor
FCS No.: 7662; CP No.: 6672
UDIN: F007662G000166953
PR No.: 1378/2021

Date: 21st April, 2025
Place: Vadodara

Annexure-2

CERTIFICATE UNDER REGULATION 17(8) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

To,
The Board of Directors
Shilchar Technologies Limited,
Near Muval Sub-Station,
Padra-Jambusar Highway,
Gavasad, District Vadodara.

Dear Sir,

We, Alay J. Shah, Managing Director and Prajesh P. Purohit, CFO of Shilchar Technologies Limited (the Company), hereby report that during the fourth quarter ended on 31st March, 2025:

- A. We have reviewed financial statements statement for the quarter and that to the best of our knowledge and belief:
- (1) These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading.
 - (2) These statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- B. There are to the best of our knowledge and belief, no transactions entered into by the listed entity during the year which are fraudulent, illegal or violative of the Company's code of conduct.
- C. We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting and we have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.
- D. We have indicated to the auditors and the Audit Committee:
- (1) Significant changes in internal control over financial reporting during the year,
 - (2) Significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements, and
 - (3) 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.

For Shilchar Technologies Limited

Date: 14th April, 2025
Place: Gavasad, Vadodara

Sd/-
Alay J. Shah
Managing Director

Sd/-
Prajesh Purohit
CFO

Annexure-3

DECLARATION REGARDING COMPLIANCE WITH CODE OF CONDUCT

[Pursuant to Part D of Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

To,
The Members of
Shilchar Technologies Limited

In terms of Part D of the Schedule V read with Regulation 34(3) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, I hereby declare that all Board members and the Senior Management personnel of the Company have affirmed compliance with the Code of Conduct of the Company for the Financial Year ended 31st March, 2025.

For and on behalf of Board of Directors
Shilchar Technologies Limited

Date: 21st April, 2025
Place: Gavasad, Vadodara

Sd/-
Alay Jitendra Shah
Managing Director
DIN: 00263538

Annexure-4

CERTIFICATE ON COMPLIANCE WITH THE CONDITIONS OF CORPORATE GOVERNANCE

To
the Members of
Shilchar Technologies Limited

We have examined the compliance of the conditions of Corporate Governance by "**Shilchar Technologies Limited**" (hereinafter referred to as the Company), for the financial year ended on 31st March, 2025 as stipulated in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as Listing Regulations).

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

In our opinion and to the best of our information and according to the explanations given to us, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above-mentioned Listing Regulations during the financial year 2024-2025.

We state that in respect of investor grievances received during the year ended 31st March, 2025, no investor grievance is pending against the Company, as per the records maintained by the Company and presented to the Stakeholders Relationship Committee.

It is neither an audit nor an expression of opinion on the financial statements of the Company.

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

For Kashyap Shah & Co.
Practicing Company Secretaries

Kashyap Shah
Proprietor
FCS No.: 7662; CP No.: 6672
UDIN: F007662G000166920
PR No.: 1378/2021

Date: 21st April, 2025
Place: Vadodara

Independent Auditor's Report

To the members of Shilchar Technologies Limited

Report on the Audit of the Financial Statements

OPINION

We have audited the accompanying Financial Statements of **SHILCHAR TECHNOLOGIES LIMITED** ("the Company"), which comprise the Balance Sheet as at 31st March, 2025, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year then ended and notes to the Financial Statements, including a summary of material accounting policies and other explanatory information.

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

BASIS FOR OPINION

We conducted our audit of the Financial Statements in accordance with the Standards on Auditing (SAs) specified under Section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements Section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the independence requirements that are relevant to our audit of the Financial Statements under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the Financial Statements.

KEY AUDIT MATTERS

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the 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.

INFORMATION OTHER THAN THE FINANCIAL STATEMENT AND AUDITOR'S REPORT THEREON

The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in Board's Report including Annexure to that Board's Report, Corporate Governance, and Shareholder's Information, 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 during the course of our audit or otherwise appears to be materially misstated.

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

RESPONSIBILITIES OF 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 Companies Act, 2013 ("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, changes in equity and cash flows of the Company in accordance with the Ind AS and other 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 Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error;

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

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

AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF FINANCIAL STATEMENTS

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 Financial Statements.

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

- Identify and assess the risks of material misstatement of the Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control;
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Companies Act, 2013, 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 of the Company of which we are the independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit;

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the 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 Companies Act, 2013, we give in the "Annexure A", a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

2. As required by Section 143(3) of the Act, we report that:
- (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;
 - (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
 - (c) The Balance Sheet, the Statement of Profit and Loss (including other comprehensive income), the Statement of Changes in Equity and the Cash Flow Statement dealt with by this Report are in agreement with the relevant books of account;
 - (d) In our opinion, the aforesaid Financial Statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014;
 - (e) On the basis of the written representations received from the directors 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 over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "**Annexure B**";
 - (g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of Section 197(16) of the Act, as amended:

In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of Section 197 of the Act;
 - (h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company has disclosed the impact of pending litigations on its financial position in its financial statements – Refer Note 34 to the Financial Statements;
 - ii. The Company did not have any long-term contracts including derivative for which there were any material foreseeable losses;
- iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.
 - iv.
 - i. 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;
 - ii. The Management has represented, that, to the best of its knowledge and belief, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, 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
 - iii. Based on such audit procedures that we have considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) contain any material mis-statement.
 - v. The final dividend paid by the Company during the year in respect of the same declared for the previous year is in accordance with Section 123 of the Companies Act 2013 to the extent it applies to payment of dividend.
- As stated in note 50 to the financial statements, the Board of Directors of the Company have proposed final dividend for the year which is subject to the approval of the members at the ensuing Annual General Meeting. The dividend declared is in accordance with Section 123 of the Act, to the extent it applies to declaration of dividend.

- vi. Based on our examination, which includes test checks, the Company has used accounting software for maintaining its books of accounts for the year ended 31st March, 2025 which has a feature of recording audit trails (edit log) facility and the same has been operated throughout the year for all the relevant transactions recorded in the software. Further, during the course of our audit, we did not come across any instance of audit trail feature being tampered with. Additionally, the audit trail has been preserved by the Company as per the statutory requirements for record retention.

For CNK & Associates LLP

Chartered Accountants

Firm Registration No. 101961W/W-100036

Rachit Sheth

Partner

Membership No.158289

Place: Vadodara

Date: 21st April, 2025

UDIN: 25158289BMHZTU7828

Annexure "A"

To The Independent Auditor's Report

Referred to in Para 1 'Report on Other Legal and Regulatory Requirements' in our Independent Auditor's Report to the members of the Company on the Financial Statements for the year ended 31st March, 2025.

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

- I. (a) (A) Based on our verification of the documents provided to us and according to the information and explanations given by the Management, the Company is maintaining proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment;
 - (B) Based on our verification of the documents provided to us and according to the information and explanations given by the Management, the Company is maintaining proper records showing full particulars of intangible assets;
 - (b) The Company has formulated a phased programme for physical verification of fixed assets, designed to cover all items over a period of three years. According to the programme, the Company has during the year, physically verified the relevant assets. In our opinion, the frequency of the verification is reasonable having regard to the size of the Company and the nature of its assets. According to the information and explanations given to us, no material discrepancies were noticed on such verification;
 - (c) Based on our verification of the documents provided to us and according to the information and explanations given by the Management, the title deeds of all the immovable properties (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee) as disclosed in the financial statements, are held in the name of the Company as at the Balance Sheet date;
 - (d) According to information and explanations given to us, the Company has not revalued its Property, Plant and Equipment and intangible assets during the year;
 - (e) Based on our verification of the documents provided to us and according to the information and explanations given by the Management, the Company does not have any proceedings initiated or pending for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder. Hence the requirements under paragraph 3(i)(e) of the Companies (Auditor's Report) Order, 2020 ("the Order") are not applicable to the Company.
- II. (a) Based on our verification of the documents provided to us and according to the information and explanations given by the Management, the inventory have been physically verified by the Management at reasonable intervals. Considering the size of the Company, the frequency of verification is reasonable and the procedures are adequate. No discrepancies have been noticed on such verification;
 - (b) Based on our verification of the documents provided to us and according to the information and explanations given by the Management, the Company has working capital limits sanctioned from banks or financial institutions exceeding ₹ 5 crores during the year and the quarterly returns/statements filed by the Company are generally in agreement with the books of accounts and no material discrepancy was observed.
- III. Based on our verification of the documents provided to us and according to the information and explanations given by the Management, the Company has not made any investments in, provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties. Hence the requirements of paragraph 3(iii) of the Companies (Auditor's Report) Order, 2020 ("the Order") are not applicable to the Company.
 - IV. Based on our verification of the documents provided to us and according to the information and explanations given by the Management, in respect of loans, investments, guarantees, and security, the Company has complied with the provisions of Section 185 and 186 of the Companies Act, 2013.
 - V. Based on our verification of the documents provided to us and according to the information and explanations given by the Management, the Company has not accepted any deposits or the amounts which are deemed to be deposits within the provisions of sections 73 to 76 or any other relevant provisions of the Companies Act, 2013 and the rules framed there under, therefore, the provisions of paragraph 3(v) of the Order are not applicable to the Company.
 - VI. According to the information and explanations given to us and the records of the Company as examined by us, maintenance of cost records has been specified by the Central Government under sub-section (1) of Section 148 of the Companies Act, 2013, and prima facie, the prescribed cost records have been maintained by the Company. We have, however, not made a detailed examination of the cost records with a view to determine whether they are accurate or complete.

- VII. According to the information and explanations given to us, in respect of statutory dues:
- (a) Based on our verification of the documents provided to us and according to the information and explanations given by the Management, the Company is regular in depositing with appropriate authorities undisputed statutory dues including Goods and Service tax, Provident Fund, Employees' State Insurance, Income-Tax, Sales-Tax, Service Tax, duty of Customs, duty of Excise, Value Added Tax, Cess and any other material statutory dues applicable to it.
- According to the information and explanations given to us, no undisputed amounts payable in respect of the aforesaid dues, were outstanding, as on 31st March, 2025, for a period of more than six months from the date they became payable.
- (b) According to the records of the Company examined by us and information and explanations given by the management, there are no statutory dues of referred in sub-clause (a) that has not been deposited on account of disputes.
- VIII. According to the information and explanations given to us, Company has no transactions which were not recorded in the books of account, have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961)
- IX. (a) Based on our verification of the documents provided to us and according to the information and explanations given by the Management, the Company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender;
- (b) Based on our verification of the documents provided to us and according to the information and explanations given by the Management, the Company is not declared wilful defaulter by any bank or financial institution or other lender;
- (c) Based on the procedures performed by us and according to the information and explanations given by the Management, we report that the no term loans were applied during the year therefore, this provisions of the Order is not applicable to the Company.
- (d) Based on the procedures performed by us and according to the information and explanations given by the Management, we report that no funds raised on short-term basis have been used for long-term purposes by the Company;
- (e) According to the information and explanations given to us, and the records examined by us, the Company has no subsidiaries, associates or joint ventures. Accordingly, reporting under the clause 3(ix)(e) and (f) is not applicable.
- X. (a) Based on the procedures performed by us and according to the information and explanations given by the Management, the Company has not raised moneys by way of initial public offer or further public offer including debt instruments, and term loans were applied for the purposes for which those are raised during the year;
- (b) Based on our verification of the documents provided to us and according to the information and explanations given by the Management, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review. Therefore, the provisions of paragraph 3(x)(b) of the Order are not applicable.
- XI. (a) During the course of our examination of the books of account and records of the Company, carried out in accordance with the generally accepted auditing practices in India and according to the information and explanations given to us, we have neither came across any incidence of fraud on or by the Company noticed or reported during the year, nor we have been informed of any such case by the management;
- (b) No report under sub-section (12) of Section 143 of the Companies Act has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and up to the date of this report.
- (c) As represented to us by the management, there are no whistle blower complaints received by the Company during the year.
- XII. The Company is not a nidhi Company and hence the reporting under clause 3(xii) of the order is not applicable to the Company.
- XIII. Based on our verification of the documents provided to us and according to the information and explanations given by the Management, the Company is in compliance with Section 177 and 188 of the Companies Act where applicable, for all transactions with the related parties and the details of related party transactions have been disclosed in the Financial Statements as required by the applicable accounting standards;
- XIV. (a) In our opinion and based on our examination, the Company has an internal audit system commensurate with the size and nature of its business.
- (b) We have considered report of the internal auditors for the period under audit;
- XV. Based on our verification of the documents provided to us and according to the information and explanations given by the Management, during the year the Company has not entered into any non-cash transactions with its

directors or persons connected with him. Therefore, the provisions of paragraph 3(xv) of the Order are not applicable.

- XVI. Based on our verification of the documents provided to us and according to the information and explanations given by the Management, the Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934 and therefore, the provisions of paragraph 3(xvi) of the Order are not applicable.
- XVII. Based on our verification of the documents provided to us and according to the information and explanations given by the Management, the Company has not incurred any cash losses in the financial year and in the immediately preceding financial year.
- XVIII. There has been no resignation of the statutory auditors during the year and accordingly the reporting under clause 3(xviii) is not applicable.
- XIX. On the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements and our knowledge of the Board of Directors and Management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that Company is not capable of meeting its liabilities existing

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

- XX. (a) Based on our verification of the documents provided to us and according to the information and explanations given by the Management, there are no unspent amounts towards Corporate Social Responsibility (CSR) on other than ongoing projects requiring a transfer to a Fund specified in Schedule VII to the Companies Act in compliance with second proviso to sub-section (5) of Section 135 of the said Act. Accordingly, reporting under clause 3(xx)(a) of the Order is not applicable for the year.
- (b) Based on our verification of the documents provided to us and according to the information and explanations given by the Management, the Company has not spent amount towards Corporate Social Responsibility (CSR) on ongoing project. Accordingly, reporting under clause 3(xx)(b) of the Order is not applicable for the year.
- XXI. As the Company is not required to prepare consolidated financial statements, reporting under clause 3(xxi) of the Order is not applicable.

For CNK & Associates LLP

Chartered Accountants

Firm Registration No. 101961W/W-100036

Rachit Sheth

Partner

Membership No.158289

Place: Vadodara

Date: 21st April, 2025

UDIN: 25158289BMHZTU7828

Annexure "B"

To The Independent Auditor's Report

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

We have audited the internal financial controls over financial reporting of **SHILCHAR TECHNOLOGIES LIMITED** ("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 Board of Directors of the Company is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls with reference to financial statements of the Company that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to respective Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

AUDITORS' RESPONSIBILITY

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the "Guidance Note") and the Standards on Auditing prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements of the Company were established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls with reference to financial statements of the Company and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, 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 judgment, 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 over financial reporting.

MEANING OF INTERNAL FINANCIAL CONTROLS OVER FINANCIAL REPORTING

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

INHERENT LIMITATIONS OF INTERNAL FINANCIAL CONTROLS OVER FINANCIAL REPORTING

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

OPINION

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an internal financial controls with reference to financial statements of the Company and such internal financial controls over financial reporting were operating effectively as at 31st March, 2025, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For CNK & Associates LLP

Chartered Accountants

Firm Registration No. 101961W/W-100036

Rachit Sheth

Partner

Membership No.158289

Place: Vadodara**Date:** 21st April, 2025

UDIN: 25158289BMHZTU7828

Balance Sheet

As at 31st March, 2025

CIN: L29308GJ1986PLC008387

All amounts are in ₹ Lakhs unless otherwise stated

Sr. No.	Particulars	Note No.	As at 31 st March, 2025	As at 31 st March, 2024
ASSETS				
(1)	Non-current Assets			
	(a) Property, Plant and Equipment	3.1	5,811.48	3,995.19
	(b) Intangible Assets	3.2	12.75	7.81
	(c) Capital work-in-progress	3.3	-	453.34
	(d) Investment Property	4	60.33	63.10
	(e) Financial Assets			
	(i) Other financial asset	5	710.41	191.63
	(f) Other Non-Current Assets	6	220.00	141.59
(2)	Current assets			
	(a) Inventories	7	9,307.37	5,956.03
	(b) Financial Assets			
	(i) Investments	8	5,387.51	2,042.93
	(ii) Trade receivables	9	22,869.30	9,362.37
	(iii) Cash and cash equivalents	10	2,981.74	3,345.51
	(iv) Bank balances other than Cash and cash equivalents	11	692.11	2,670.56
	(v) Other financial assets	12	155.53	214.60
	(c) Other current assets	13	783.52	803.71
	Total Assets		48,992.06	29,248.36
EQUITY AND LIABILITIES				
(1)	Equity			
	(a) Equity Share capital	14	762.68	762.68
	(b) Other Equity	15	33,920.09	20,196.15
	Total equity attributable to equity holders of the Company		34,682.77	20,958.83
LIABILITIES				
(2)	Non-Current liabilities			
	(a) Financial Liabilities			
	(i) Other financial liabilities	16	14.71	7.50
	(b) Provisions	17	137.56	81.31
	(c) Deferred Tax Liability (Net)	18	245.75	244.17
(3)	Current liabilities			
	(a) Financial Liabilities			
	(i) Trade payables	19		
	(a) total outstanding dues of micro enterprises and small enterprises		1,472.65	437.14
	(b) total outstanding dues of creditors other than micro enterprises and small enterprises		9,341.77	5,054.33
	(ii) Other financial liabilities	20	34.06	107.00
	(b) Other current liabilities	21	2,074.35	2,095.65
	(c) Provisions	22	85.39	73.96
	(d) Current Tax Liability (net)		903.05	188.48
	Total Liabilities		14,309.29	8,289.54
	Total Equity and Liabilities		48,992.06	29,248.36

The accompanying notes are an integral part of the financial statements.

As per our report of even date

For C N K & Associates LLP
 CHARTERED ACCOUNTANTS
 Firm Registration No. 101961W/W-100036

Rachit Sheth
 Partner
 Membership No. 158289

Alay Shah
 Managing Director
 DIN: 00263538

Aashay Shah
 Director
 DIN: 06886870

Vishnupriya Civchan
 Company Secretary

Prajesh Purohit
 Chief Financial officer

Place: Gavasad, Vadodara
Date: 21st April, 2025

Place: Gavasad, Vadodara
Date: 21st April, 2025

Statement of Profit and Loss

For the year ended 31st March, 2025

CIN: L29308GJ1986PLC008387

All amounts are in ₹ Lakhs unless otherwise stated

Particulars	Note No.	For the year ended 31 st March, 2025	For the year ended 31 st March, 2024
Revenue from Operations	23	62,314.75	39,687.82
Other Income	24	1,647.00	1,283.34
Total Income		63,961.75	40,971.16
EXPENSES			
Cost of materials consumed	25	40,156.10	25,733.79
Changes in Inventories of Finished goods and work-in-progress	26	(1,215.44)	(645.03)
Employee benefits expense	27	2,044.38	1,413.13
Finance costs	28	44.13	20.97
Depreciation and amortization expense	3,4	340.59	259.84
Other expenses	29	2,855.09	1,856.00
Total expenses		44,224.84	28,638.69
Profit/(loss) before tax		19,736.91	12,332.47
Tax expense:			
(1) Current tax	30	5,051.80	3,131.16
(2) Deferred tax		4.18	11.60
(3) Short/(Excess) provision of earlier year		(4.26)	0.90
Profit (Loss) for the period		14,685.18	9,188.81
Other Comprehensive Income			
(i) Items that will not be reclassified to profit or loss			
- Remeasurement of Defined benefit plans		(10.38)	9.54
Income tax relating to items that will not be reclassified to profit or loss			
- Income tax relating to Remeasurement of Defined benefit plans		2.61	(2.40)
Total other comprehensive income		(7.77)	7.14
Total comprehensive income for the period		14,677.42	9,195.95
Earnings per equity share:			
(1) Basic		192.55	120.48
(2) Diluted		192.55	120.48

The accompanying notes are an integral part of the financial statements.

As per our report of even date

For C N K & Associates LLP
 CHARTERED ACCOUNTANTS
 Firm Registration No. 101961W/W-100036

For and on behalf of Board of Directors of
Shilchar Technologies Limited

Rachit Sheth
 Partner
 Membership No. 158289

Alay Shah
 Managing Director
 DIN: 00263538

Aashay Shah
 Director
 DIN: 06886870

Vishnupriya Civichan
 Company Secretary

Prajesh Purohit
 Chief Financial officer

Place: Gavasad, Vadodara
Date: 21st April, 2025

Place: Gavasad, Vadodara
Date: 21st April, 2025

Statement of Cash Flows

For the year ended 31st March, 2025

CIN: L29308GJ1986PLC008387

All amounts are in ₹ Lakhs unless otherwise stated

Particulars	For the year ended 31 st March, 2025	For the year ended 31 st March, 2024
A Cash flow from operating activities		
Profit/(Loss) before income tax	19,736.91	12,332.47
Adjustments for:		
Depreciation and amortisation expense	340.59	259.84
Finance Costs	44.13	20.97
Interest Income	(311.84)	(273.26)
(Gain)/Loss on sale of Property, Plant and Equipment	0.57	0.15
Loss on Discard of Property Plant and Equipment (Net)	53.90	2.85
Expected Credit Loss Allowance	2.57	20.73
Fair valuation of Investments through FVTPL	(34.92)	(3.22)
Other Comprehensive Income (OCI) Reclassification	(10.38)	9.54
Unrealised foreign exchange (Gain)/Loss	67.98	(37.64)
Operating profit before working capital changes	19,889.50	12,332.43
Movements in working capital:		
(Increase)/Decrease in trade receivables	(13,577.49)	(134.64)
(Increase)/Decrease in inventories	(3,351.35)	(3,643.83)
(Increase)/Decrease in other assets	19.51	(416.95)
Increase/(Decrease) in trade payables	5,328.37	1,861.36
Increase/(Decrease) in other liabilities	(19.32)	681.58
Cash generated from operations:	8,289.22	10,679.95
Direct taxes paid (net)	(4,332.96)	(3,031.96)
Net cash from operating activities (A)	3,956.26	7,647.99
B Cash flows from investing activities		
Capital expenditure on property, plant and equipment (PPE) (including Capital work-in-progress and capital advances)	(1,838.81)	(1,019.92)
Proceeds from sale of property, plant and equipment (PPE)	0.21	5.30
Purchase/Proceeds from sale of investments (Net)	(3,309.66)	(1,346.82)
Interest Received	371.58	98.62
Net cash (used) in Investing activities (B)	(4,776.68)	(2,262.82)
C Cash flow from financing activities:		
Interest paid	(44.13)	(20.97)
Dividend Paid	(953.48)	(381.35)
(Increase)/Decrease in Bank Balances other than Cash & Cash Equivalents	1,454.27	(2,497.11)
Net cash (used) in financing activities (C)	456.67	(2,899.43)
NET INCREASE IN CASH AND CASH EQUIVALENTS [(A) + (B) + (C)]	(363.76)	2,485.73
CASH AND CASH EQUIVALENTS AT THE BEGINNING OF THE YEAR		
Balances with banks in current accounts and deposit account	3,343.07	855.81
Cash on hand	2.44	3.97
CASH AND CASH EQUIVALENTS	3,345.51	859.78
CASH AND CASH EQUIVALENTS AT THE END OF THE YEAR		
Balances with banks in current accounts and deposit account	2,980.37	3,343.07
Cash on hand	1.37	2.44
CASH AND CASH EQUIVALENTS	2,981.74	3,345.51

The accompanying notes are an integral part of the financial statements.

As per our report of even date

For C N K & Associates LLP
CHARTERED ACCOUNTANTS
Firm Registration No. 101961W/W-100036

For and on behalf of Board of Directors of
Shilchar Technologies Limited

Rachit Sheth
Partner
Membership No. 158289

Alay Shah
Managing Director
DIN: 00263538

Aashay Shah
Director
DIN: 06886870

Vishnupriya Civchan
Company Secretary

Prajesh Purohit
Chief Financial officer

Place: Gavasad, Vadodara
Date: 21st April, 2025

Place: Gavasad, Vadodara
Date: 21st April, 2025

Statement of Changes in Equity

For the year ended 31st March, 2025

CIN: L29308GJ1986PLC008387

All amounts are in ₹ Lakhs unless otherwise stated

A. EQUITY SHARE CAPITAL

Balance as at 1 st April, 2024	Changes in Equity Share Capital due to prior period errors	Restated balance as at 1 st April, 2024	Changes in equity share capital during the year	Balance as at 31 st March, 2025
762.68	-	762.68	-	762.68

Balance as at 1 st April, 2023	Changes in Equity Share Capital due to prior period errors	Restated balance as at 1 st April, 2023	Changes in equity share capital during the year	Balance as at 31 st March, 2024
762.68	-	762.68	-	762.68

B. OTHER EQUITY

Particulars	Reserves and Surplus				Total Equity
	Capital Reserve	General Reserve	Securities Premium Reserve	Retained Earnings	
Balance as at 01st April, 2024	163.66	33.07	-	19,999.41	20,196.15
Changes in accounting policy or prior period errors	-	-	-	-	-
Restated balance as at 01st April, 2024	163.66	33.07	-	19,999.41	20,196.15
Total Comprehensive Income for the year	-	-	-	14,677.42	14,677.42
Dividends	-	-	-	(953.48)	(953.48)
Balance as at 31st March, 2025	163.66	33.07	-	33,723.36	33,920.09

Particulars	Reserves and Surplus				Total Equity
	Capital Reserve	General Reserve	Securities Premium Reserve	Retained Earnings	
Balance as at 01st April, 2023	163.66	107.84	306.57	11,184.82	11,762.89
Changes in accounting policy or prior period errors	-	-	-	-	-
Restated balance as at 01st April, 2023	163.66	107.84	306.57	11,184.82	11,762.89
Utilised during the year	-	(74.77)	(306.57)	-	(381.34)
Total Comprehensive Income for the year	-	-	-	9,195.95	9,195.95
Dividends	-	-	-	(381.35)	(381.35)
Balance as at 31st March, 2024	163.66	33.07	-	19,999.41	20,196.15

The accompanying notes are an integral part of the financial statements.

For C N K & Associates LLP
 CHARTERED ACCOUNTANTS
 Firm Registration No. 101961W/W-100036

For and on behalf of Board of Directors of
Shilchar Technologies Limited

Rachit Sheth
 Partner
 Membership No. 158289

Alay Shah
 Managing Director
 DIN: 00263538

Aashay Shah
 Director
 DIN: 06886870

Vishnupriya Civichan
 Company Secretary

Prajesh Purohit
 Chief Financial officer

Place: Gavasad, Vadodara
Date: 21st April, 2025

Place: Gavasad, Vadodara
Date: 21st April, 2025

Notes forming part of the Financial Statements

1. COMPANY OVERVIEW AND MATERIAL ACCOUNTING POLICIES

1.1 Description of Business:

SHILCHAR TECHNOLOGIES LIMITED ("the Company"), incorporated in the year 1986 is Public Limited Company and engaged in the business of manufacturing of "Distribution & Power Transformers" as well "Electronics & Telecommunication Transformers."

The Company made its public issue in the year 1995 and is listed on Mumbai Stock Exchange.

1.2 Basis of Preparation of Financial Statements:

i. Compliance with Ind AS

The Financial statements of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) as prescribed under Section 133 of the Act to be read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and the relevant amendment rules issued thereafter.

ii. Historical cost convention

The financial statements have been prepared on a historical cost basis, except the following:

- Certain financial assets and liabilities that are measured at fair value;
- Defined benefit plans – plan assets measured at fair value.

iii. Functional and presentation currency

These financial statements are presented in Indian Rupees, which is the Company's functional currency, and all values are rounded to the nearest Lakhs, except otherwise indicated.

iv. Composition of Financial Statements

The financial statements comprise:

- Balance Sheet
- Statement of Profit and Loss
- Statement of Cash Flow
- Statement of Changes in Equity
- Notes to Financial Statements

1.3 Key Accounting Judgments, Estimates and Assumptions:

In preparing these financial statements, management has made judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expense. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Any change in these estimates and assumptions will generally be reflected in the financial

statements in current period or prospectively, unless they are required to be treated retrospectively under relevant accounting standards.

2.1 MATERIAL ACCOUNTING POLICIES AND OTHER EXPLANATORY NOTES

A. Property, Plant and Equipment:

i. Recognition and measurement

Freehold land is carried at cost and not depreciated. All other items of property, plant and equipment are measured at cost less accumulated depreciation and any accumulated impairment losses. Cost includes expenditure that is directly attributable to the acquisition of the items.

Income and expenses related to the incidental operations, not necessary to bring the item to the location and condition necessary for it to be capable of operating in the manner intended by management, are recognized in the Statement of Profit and Loss.

If significant parts of an item of property, plant and equipment have different useful life, then they are accounted and depreciated for as separate items (major components) of property, plant and equipment.

An Item of Property, Plant and Equipment is derecognized upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss on disposal of an item of property, plant and equipment is recognized in the Statement of Profit and Loss.

ii. Subsequent Expenditure

Subsequent expenditure is capitalized only if it is probable that the future economic benefits associated with the expenditure will flow to the Company.

iii. Depreciation

Depreciation is recognised so as to write off the cost of the assets (other than freehold land) less their residual values over their useful lives, using the Straight Line Method on the basis of useful lives specified in part C of Schedule II to the Companies Act, 2013 except plant and equipment ranging from 10 – 20 years. The Estimated useful lives, residual values and depreciation method are reviewed at the end of each reporting period, with the effect of any changes in the estimated accounted for on a prospective basis.

B. Investment Property:

Property that is held for long-term rental yields or for capital appreciation or both, is classified as investment property. Investment property is measured initially at its cost, including related transaction costs and where applicable borrowing costs. Subsequent expenditure is capitalised to the asset's carrying amount only when it is probable that future economic benefits associated with the expenditure will flow to the Company and the cost of the item can be measured reliably. All other repairs and maintenance costs are expensed when incurred. When part of an investment

property is replaced, the carrying amount of the replaced part is derecognised. Investment properties are depreciated using the straight-line method over their estimated useful lives. Though the Company measures investment property using cost based measurement, the fair value of investment property is disclosed in the notes.

C. Intangible Assets:

i. Recognition and measurement

Intangible Assets are stated at cost of acquisition less accumulated amortization and accumulated impairment, if any. Amortization is done over their estimated useful life on straight line basis from the date that they are available for intended use, subjected to impairment test.

ii. Amortization

Software, which is not an integral part of the related hardware is classified as an intangible asset and is amortized over the useful life of 3 years.

iii. De-recognition of Intangible Assets

Intangible asset is de-recognised on disposal or when no future economic benefits are expected from its use or disposal. Gains or losses arising from de-recognition of an intangible asset, measured as the difference between the net disposal proceeds and the carrying amount of the asset, are recognised in the Statement of Profit and Loss when the asset is de-recognized.

D. Impairment:

i. Non-financial assets

At each balance sheet date, the Company assesses whether there is any indication that any property, plant and equipment and intangible assets with finite life may be impaired. If any such impairment exists, the recoverable amount of an asset is estimated to determine the extent of impairment, if any. Where it is not possible to estimate the recoverable amount of an individual asset, the Company estimates the recoverable amount of the cash-generating unit to which the asset belongs.

Recoverable amount is the higher of fair value less costs of disposal and value in use. If the recoverable amount of the asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognised in statement of Profit and Loss.

E. Leases:

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

Company as a lessee

(A) Lease Liability

At the commencement date, the Company measures the lease liability at the present value of the lease payments that are not paid at that date. The lease payments shall be discounted using incremental borrowing rate.

(B) Right-of-use assets

Initially recognised at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or prior to the commencement date of the lease plus any initial direct costs less any lease incentives.

Subsequent measurement

(A) Lease Liability

Company measure the lease liability by (a) increasing the carrying amount to reflect interest on the lease liability; (b) reducing the carrying amount to reflect the lease payments made; and (c) remeasuring the carrying amount to reflect any reassessment or lease modifications.

(B) Right-of-use assets

Subsequently measured at cost less accumulated depreciation and impairment losses. Right-of-use assets are depreciated from the commencement date on a straight line basis over the shorter of the lease term and useful life of the underlying asset.

Impairment

Right of use assets are evaluated for recoverability whenever events or changes in circumstances indicate that their carrying amounts may not be recoverable. 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 flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the Cash Generating Unit (CGU) to which the asset belongs.

Short term Lease

Short term lease is that, at the commencement date, has a lease term of 12 months or less. A lease that contains a purchase option is not a short-term lease. If the Company elected to apply short term lease, the lessee shall recognise the lease payments associated with those leases as an expense on either a straight-line basis over the lease term or another systematic basis. The lessee shall apply another systematic basis if that basis is more representative of the pattern of the lessee's benefit.

As a lessor

Leases for which the Company is a lessor is classified as a finance or operating lease. Whenever the terms of the lease transfer substantially all the risks and rewards of ownership to the lessee, the contract is classified as a finance lease. All other leases are classified as operating leases.

Lease income is recognised in the statement of profit and loss on straight line basis over the lease term.

F. Inventories:

Inventories are measured at the lower of Cost and Net Realizable Value. The cost of inventories is based on the first-in first-out formula, and includes expenditure incurred in acquiring the inventories, production or conversion costs and other costs incurred in bringing them to their present location and condition. In the case of manufactured inventories and

work-in-progress, costs include an appropriate share of fixed production overheads based on normal operating capacity.

Net realizable value is the estimated selling price in the ordinary course of business, less the estimated costs of completion and selling expenses. The Net realisable value of work-in-progress is determined with reference to the selling prices of related finished products.

Raw materials, components and other supplies held for use in the production of finished products are not written down value below cost except in cases where material prices have declined and it is estimated that the cost of the finished products will exceed their net realisable value.

G. Investments and Other Financial Assets:

i. Classification

The Company classifies its financial assets in the following measurement categories:

- Those to be measured subsequently at fair value (either through other comprehensive income, or through Statement of Profit and Loss), and
- Those measured at amortized cost.

The classification depends on the Company's business model for managing the financial assets and the contractual terms of the cash flows. For assets measured at fair value, gains and losses will either be recorded in Statement of Profit and Loss or other comprehensive income. For investments in debt instruments, this will depend on the business model in which the investment is held. For investments in equity instruments, this will depend on whether the Company has made an irrevocable election at the time of initial recognition to account for the equity investment at fair value through other comprehensive income.

The Company reclassifies debt or equity investments when and only when its business model for managing those assets changes.

ii. Measurement

At initial recognition, in case of a financial asset not at fair value through profit and loss, the Company measures a financial asset at its fair value plus, transaction costs that are directly attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at fair value through Statement of Profit and Loss are expensed in Statement of Profit and Loss.

- Amortized cost:** Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortized cost.
- Fair Value through Other Comprehensive Income (FVOCI):** Assets that are held for collection of contractual cash flows and for selling the financial assets, where the assets cash flows represent solely payments of principal and interest, are measured at FVOCI. Movements in the carrying amount are taken through Other Comprehensive Income (OCI), except for the recognition of impairment gains or losses, interest

revenue and foreign exchange gains and losses which are recognized in Statement of Profit and Loss. When the financial asset is derecognized, the cumulative gain or loss previously recognized in OCI is reclassified from equity to profit and loss and recognized in other gains/losses. Interest income from these financial assets is included in other income using the effective interest rate method.

- Fair value through profit and loss:** Assets that do not meet the criteria for amortized cost or FVOCI are measured at fair value through Statement of Profit and Loss. Interest income from these financial assets is included in other income.

Trade Receivables:

Initial recognition and measurement

All financial assets are recognised initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset. However, trade receivables that do not contain a significant financing component are measured at transaction price. Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the marketplace (regular way trades) are recognised on the trade date, i.e., the date that the Company commits to purchase or sell the asset.

iii. Equity Instruments

The Company subsequently measures all equity investments at fair value. Where the Company's management has elected to present fair value gains and losses on equity investments in OCI, there is no subsequent reclassification of fair value gains and losses to Statement of Profit and Loss. Dividends from such investments are recognized in Statement of Profit and Loss as other income when the Company's right to receive payment is established.

Changes in the fair value of financial assets at fair value through profit and loss are recognized in other gain/losses in the Statement of Profit and Loss. Impairment losses (and reversal of impairment losses) on equity investments measured at FVOCI are not reported separately from other changes in fair value.

iv. Derecognition

A financial asset is derecognized only when

- The Company has transferred the rights to receive cash flows from the financial asset or
- Retains the contractual rights to receive the cash flows of the financial asset, but assumes a contractual obligation to pay the cash flows to one or more recipients.

H. Cash and Cash Equivalents:

Cash and cash equivalents in the balance sheet comprise cash at banks and on hand and highly liquid investments with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

Cash flow statement

Cash flows are reported using the indirect method, whereby profit for the period is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing cash flows. The cash flows from the operating, investing and financing activities of the Company are segregated.

I. Financial Liabilities:

i. Measurement

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

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

ii. Derecognition

A financial liability is derecognized when the obligation under the liability is discharged or cancelled or expires. Gains and losses are recognized in Statement of Profit and Loss when the liabilities are derecognized as well as through the Effective Interest rate (EIR) amortization process.

J. Foreign Currency Translation:

Items included in the financial statements of the Company are measured using the currency of the primary economic environment in which the entity operates ('the functional currency'). The Indian Rupee (INR) is the functional and presentation currency of the Company.

Foreign currency transactions are recorded on initial recognition in the functional currency, using the exchange rate at the date of the transaction. At each balance sheet date, foreign currency monetary items are reported using the closing exchange rate. Exchange differences that arise on settlement of monetary items or on reporting at each balance sheet date of the Company's monetary items at the closing rate are recognized as income and expenses in the Statement of Profit and Loss, in the period in which they arise.

K. Revenue Recognition:

Revenue from contracts with customers is recognised when control of the goods or services are transferred to the customer at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those goods or services. The Company assesses promises in the contract that are separate performance obligations to which a portion of transaction price is allocated.

Revenue from the sale of goods is recognized at the point in time when control of the asset is transferred to the customer, generally on the delivery of the goods.

Revenue towards satisfaction of a performance obligation is measured at the amount of transaction price (net of variable consideration) allocated to that performance obligation. The transaction price of goods sold, and services rendered is net of variable consideration on account of various discounts, schemes, rebates offered by the Company as part of the contract.

The Company considers whether there are other promises in the contract that are separate performance obligations to which a portion of the transaction price needs to be allocated. In determining the transaction price, the Company considers the effects of variable consideration, the existence of significant financing component, non-cash component and consideration payable to the customer like return, allowances, trade discounts, liquidated damages and volume rebates.

Sales are disclosed excluding net of sales returns, service tax, value added tax and Goods and Service Tax (GST).

i. Export Incentives

Export incentives are recognized when the right to receive them as per the terms of the entitlement is established in respect of exports made.

The benefits accrued under the duty drawback scheme, Merchandise Export from India Scheme (MEIS) and RoDTEP as per the Import and export Policy in respect of exports under the said scheme are recognised when there is a reasonable assurance that the benefit will be received and the Company will comply with all attached conditions. The above benefits have been included under the head 'Export Incentives'.

ii. Other Income

i) Other income is comprised primarily of interest income, gain/loss on investments and exchange gain/loss on foreign currency transactions. Interest income is recognized using the effective interest method.

L. Employee Benefits:

i. Short-term obligations

Liabilities for wages and salaries, including non-monetary benefits that are expected to be settled wholly within 12 months after the end of the period in which the employees render the related service are recognised in respect of employee's services up to the end of the reporting period and are measured at the amounts expected to be paid when the liabilities are settled. The liabilities are presented as current employee benefit obligations in the balance sheet.

ii. Provident Fund

Contribution towards provident fund for employees is made to the regulatory authorities, where the Company has no further obligations. Such benefits are classified as Defined Contribution Schemes as the Company does not carry any further obligations, apart from the contributions made on a monthly basis.

iii. Gratuity

The Company provides for gratuity, a defined benefit plan (the "Gratuity Plan") covering eligible employees in accordance with the Payment of Gratuity Act, 1972. The Gratuity Plan provides a lump sum payment to vested employees at retirement, death, incapacitation or termination of employment, of an amount based on the respective employee's salary and the tenure of employment. The gratuity plan in Company is funded through annual contributions to Life Insurance Corporation of India (LIC) under its Company's Gratuity Scheme. The liability or asset

recognised in the balance sheet in respect of defined benefit gratuity plans is the present value of the defined benefit obligation at the end of the reporting period less the fair value of plan assets. The Company's liability is actuarially determined (using the Projected Unit Credit method) at the end of each year. The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows using interest rates of government bonds. Remeasurement gains and losses arising from experience adjustments and changes in actuarial assumptions are charged or credited to equity in other comprehensive income in the period in which they arise. They are included in retained earnings in the statement of changes in equity and in the balance sheet.

iv. Compensated Absences

Entitlement of employees accumulating earned leave and eligibility of compensation or encashment of the same is also a defined benefit obligation and is treated as long term in nature in terms of the policies of the Company for the same. The value of obligation towards the same is provided for on the basis of actuarial valuation using projected unit credit method as at the balance sheet date. Actuarial gain/losses are immediately taken to the Statement of Profit and Loss and are not deferred.

M. Borrowing costs:

Borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset are capitalised during the period of time that is required to complete and prepare the asset for its intended use or sale. Qualifying assets are assets that necessarily take a substantial period of time to get ready for their intended use or sale.

Investment income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalization.

Other borrowing costs are expensed in the period in which they are incurred.

N. Taxation:

The income tax expense or credit for the period is the tax payable on the current period's taxable income based on the applicable income tax rate adjusted by changes in deferred tax assets and liabilities attributable to temporary differences.

The current income tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the end of the reporting period in India. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

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

Deferred income tax assets are recognized to the extent that it is probable that taxable profit will be available against which the deductible temporary differences and the carry forward unused tax losses can be utilised.

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

Deferred tax assets and liabilities are measured using substantively enacted tax rates expected to apply to taxable income in the years in which the temporary differences are expected to be received or settled.

O. Provisions and Contingencies:

i. Provisions

Provisions for legal claims, product warranties and make good obligations are recognised when the Company has a present legal or constructive obligation as a result of past events, it is probable that an outflow of resources will be required to settle the obligation and the amount can be reliably estimated. Provisions are not recognised for future operating losses.

Where there are a number of similar obligations, the likelihood that an outflow will be required in settlement is determined by considering the class of obligations as a whole. A provision is recognised even if the likelihood of an outflow with respect to any one item included in the same class of obligations may be small.

Long-term provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money. Short term provisions are carried at their redemption value and are not offset against receivables from reimbursements.

Provisions are measured at the present value of management's best estimate of the expenditure required to settle the present obligation at the end of the reporting period. The discount rate used to determine the present value is a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The increase in the provision due to the passage of time is recognised as interest expense.

ii. Contingent Liabilities

Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle or a reliable estimate of the amount cannot be made.

iii. Contingent Assets

Contingent Assets are not recognised but are disclosed in the notes to the financial statements.

P. Earnings per Share:**i. Basic earnings per share**

Basic earnings per share is calculated by dividing:

- the profit attributable to owners of the Company, excluding any costs of servicing equity other than ordinary shares.
- by the weighted average number of equity shares outstanding during the financial year, adjusted for bonus elements in equity shares issued during the year.

ii. Diluted earnings per share

Diluted earnings per share adjusts the figures used in the determination of basic earnings per share to take into account:

- the after income tax effect of interest and other financing costs associated with dilutive potential equity shares, and
- the weighted average number of additional ordinary shares that would have been outstanding assuming the conversion of all dilutive potential equity shares.

Q. Segment Reporting:

Operating segments are reported in a manner consistent with the internal reporting to the Chief Operating Decision

Maker "CODM" of the Company. The CODM is responsible for allocating resources and assessing performance of the operating segment. The Company has monthly review and forecasting procedure in place and CODM reviews the operations of the Company as a whole.

R. Exceptional Items:

Certain occasions, the size, type or incidence of an item of income or expense, pertaining to the ordinary activities of the Company is such that its disclosure improves the understanding of the performance of the Company, such income or expense is classified as an exceptional item and accordingly, disclosed in the notes accompanying to the financial statements.

2.2 RECENT PRONOUNCEMENTS

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. For the year ended March 31, 2025, MCA has notified Ind AS - 117 Insurance Contracts and amendments to Ind AS 116 - Leases, relating to sale and leaseback transactions, applicable to the Company w.e.f. April 1, 2024. The Company has reviewed the new pronouncements and based on its evaluation has determined that it does not have any significant impact in its financial statements.

Notes to Financial Statements

For the year ended 31st March, 2025

All amounts are in ₹ Lakhs unless otherwise stated

3.1 PROPERTY, PLANT AND EQUIPMENTS

Particulars	Land - Freehold	Windmill	Electrical Installation	Factory Buildings	Plant and Equipment	Furniture and Fixtures	Vehicles	Office Equipment	Computers	Total
Gross carrying amount as at 1st April, 2024	628.86	85.45	271.73	1,813.00	2,165.77	145.17	404.83	54.26	40.58	5,609.64
Additions	-	-	134.25	1,271.97	476.61	182.43	45.81	54.35	42.49	2,207.91
Disposals/discarded	-	-	0.62	-	48.86	0.56	0.35	4.83	-	55.21
Gross carrying amount as at 31st March, 2025	628.86	85.45	405.35	3,084.97	2,593.53	327.04	450.29	103.78	83.07	7,762.34
Accumulated depreciation as at 1st April, 2024	-	52.19	151.12	409.84	799.21	58.05	82.89	29.56	31.55	1,614.41
Charge for the period	-	6.88	31.33	87.06	126.61	20.32	43.66	11.67	9.52	337.05
Disposals/discarded	-	-	-	-	-	-	-	0.65	-	0.65
Closing accumulated depreciation as at 31st March, 2025	-	59.07	182.45	496.90	925.82	78.37	126.55	40.58	41.07	1,950.82
Net carrying amount:										
As at 31st March, 2025	628.86	26.38	222.90	2,588.07	1,667.71	248.67	323.74	63.21	41.99	5,811.48
As at 31st March, 2024	628.86	33.26	120.61	1,403.16	1,366.56	87.12	321.93	24.70	9.02	3,995.19

Particulars	Land - Freehold	Windmill	Electrical Installation	Factory Buildings	Plant and Equipment	Furniture and Fixtures	Vehicles	Office Equipment	Computers	Total
Gross carrying amount as at 1st April, 2023	628.86	85.45	271.73	1,653.49	1,982.94	143.58	371.78	43.76	34.69	5,216.28
Additions	-	-	-	159.51	185.83	1.68	75.39	10.62	8.13	441.17
Disposals/discarded	-	-	-	-	3.01	0.09	42.35	0.12	2.24	47.80
Gross carrying amount as at 31st March, 2024	628.86	85.45	271.73	1,813.00	2,165.77	145.17	404.83	54.26	40.58	5,609.64
Accumulated depreciation as at 1st April, 2023	-	45.29	126.49	348.65	696.23	46.07	81.36	25.31	29.35	1,398.74
Charge for the period	-	6.90	24.63	61.20	104.77	12.03	38.43	4.24	3.22	255.42
Disposals/discarded	-	-	-	-	1.78	0.05	36.90	-	1.03	39.75
Closing accumulated depreciation as at 31st March, 2024	-	52.19	151.12	409.84	799.21	58.05	82.89	29.56	31.55	1,614.41
Net carrying amount:										
As at 31st March, 2024	628.86	33.26	120.61	1,403.16	1,366.56	87.12	321.93	24.70	9.02	3,995.19
As at 31st March, 2023	628.86	40.16	145.24	1,304.84	1,286.72	97.52	290.42	18.45	5.33	3,817.54

Note:

- The Company has not carried out any revaluation of its Property, Plant and Equipment.
- The Company holds all the title deeds of immovable properties in its own name.
- The Plant and Machinery (both present and future) and Equitable Mortgage of entire Factory Land and Building including corporate office of the Company are pledged on first pari passu basis against the Bank facilities of Working Capital being Cash Credit, Export Packing Credit and other Facilities.

Notes to Financial Statements

For the year ended 31st March, 2025

All amounts are in ₹ Lakhs unless otherwise stated

3.2 INTANGIBLE ASSETS

Particulars	Software
Gross carrying amount as at 1st April, 2024	28.74
Additions	5.83
Disposals/discarded	0.12
Gross carrying amount as at 31st March, 2025	34.45
Accumulated depreciation as at 1st April, 2024	20.93
Charge for the period	0.76
Disposals/discarded	-
Closing accumulated depreciation as at 31st March, 2025	21.70
Net carrying amount:	
As at 31st March, 2025	12.75
As at 31st March, 2024	7.81

Particulars	Software
Gross carrying amount as at 1st April, 2023	27.41
Additions	1.71
Disposals/discarded	0.38
Gross carrying amount as at 31st March, 2024	28.74
Accumulated depreciation as at 1st April, 2023	19.43
Charge for the period	1.63
Disposals/discarded	0.13
Closing accumulated depreciation as at 31st March, 2024	20.93
Net carrying amount:	
As at 31st March, 2024	7.81
As at 31st March, 2023	7.98

3.3 CAPITAL WORK-IN-PROGRESS (CWIP)

Particulars	As at 31 st March, 2025	As at 31 st March, 2024
Capital work-in-progress	-	453.34
Total	-	453.34

Capital Work-In-Progress (CWIP) Ageing

Particulars	Amount in CWIP for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
As at 31st March, 2025					
Projects in progress	-	-	-	-	-
Suspended	-	-	-	-	-
As at 31st March, 2024					
Projects in progress	453.34	-	-	-	453.34
Suspended	-	-	-	-	-

Note: There are no Projects whose completion is overdue or has exceeded its cost.

Notes to Financial Statements

For the year ended 31st March, 2025

All amounts are in ₹ Lakhs unless otherwise stated

4. INVESTMENT PROPERTY

Particulars	As at 31 st March, 2025	As at 31 st March, 2024
INVESTMENT PROPERTY		
(Transfer from Property, Plant and Equipment)		
a) Building given on Operating Lease		
Gross carrying amount as at 1st April, 2024	39.97	39.97
Additions	-	-
Disposals	-	-
Gross carrying amount as at 31st March, 2025	39.97	39.97
Accumulated depreciation as at 1st April, 2024	14.34	11.56
Charge for the period	2.77	2.78
Disposals	-	-
Closing accumulated depreciation as at 31st March, 2025	17.11	14.34
b) Freehold Land		
Gross carrying amount as at 1st April, 2024	37.47	37.47
Addition	-	-
Disposals	-	-
Transferred during the year	-	-
Gross carrying amount as at 31st March, 2025	37.47	37.47
Accumulated depreciation as at 1st April, 2024	-	-
Charge for the period	-	-
Disposals	-	-
Closing accumulated depreciation as at 31st March, 2025	-	-
Net carrying amount: (a+b)		
As at 31st March, 2025	60.33	-
As at 31st March, 2024	-	63.10

Note: (i) Refer note (41) for other disclosure.

5. OTHER FINANCIAL ASSET

Particulars	As at 31 st March, 2025	As at 31 st March, 2024
Unsecured, considered good		
- Deposits	22.66	27.55
Balances with Banks		
- Bank deposits with more than 12 months of maturity (Lien with Bank of ₹ 500.00 Lakhs (P.Y Nil))	687.75	164.08
Total	710.41	191.63

Notes to Financial Statements

For the year ended 31st March, 2025

All amounts are in ₹ Lakhs unless otherwise stated

6. OTHER NON-CURRENT ASSETS

Particulars	As at 31 st March, 2025	As at 31 st March, 2024
Unsecured, considered good		
Capital Advances	220.00	141.59
Total	220.00	141.59

7. INVENTORIES

Particulars	As at 31 st March, 2025	As at 31 st March, 2024
Inventories (lower of cost and net realised value)		
Raw Materials	6,761.49	4,625.59
Work-in-Progress	1,109.60	1,039.30
Finished goods	1,436.28	291.14
Total	9,307.37	5,956.03

Note:

- (i) The Company has written down the inventory of ₹ 30.48 Lakhs during the year (P.Y. Nil)
- (ii) The Inventories of the Company are pledged on first pari passu basis against the Bank facilities of Working Capital being Cash Credit, Export Packing Credit and other Facilities.

8. CURRENT INVESTMENTS

Particulars	As at 31 st March, 2025	As at 31 st March, 2024
Investments at fair value through profit or loss		
Investment in Mutual Fund (Quoted)		
DSP Mutual Fund 31 st March, 2025 Unit 1,18,084.90 (P.Y. Unit 59,192.02)	4,378.91	2,042.93
Kotak Equity Saving Fund 31 st March, 2025 Unit 20,22,348.07 (P.Y. Unit Nil)	503.74	-
HDFC Equity Saving Fund 31 st March, 2025 Unit 7,97,154.02 (P.Y. Unit Nil)	504.86	-
Total	5,387.51	2,042.93

9. TRADE RECEIVABLES

Particulars	As at 31 st March, 2025	As at 31 st March, 2024
Trade Receivables considered Good-Unsecured		
- Others	22,972.91	9,463.42
	22,972.91	9,463.42
Trade Receivables which have significant increase in credit risk	-	-
Trade Receivables credit impaired	-	-
Total	22,972.91	9,463.42
Less: Expected Credit Loss Allowance	(103.61)	(101.04)
Total	22,869.30	9,362.37

Note:

- (i) Refer note (42) for other disclosure.

Notes to Financial Statements

For the year ended 31st March, 2025

All amounts are in ₹ Lakhs unless otherwise stated

10. CASH AND CASH EQUIVALENTS

Particulars	As at 31 st March, 2025	As at 31 st March, 2024
Balances with banks		
(a) In current accounts	1,266.46	624.47
(b) Deposit with original maturity within 3 months	1,713.91	2,718.60
Cash on Hand	1.37	2.44
Total	2,981.74	3,345.51

11. BANK BALANCES OTHER THAN CASH AND CASH EQUIVALENTS

Particulars	As at 31 st March, 2025	As at 31 st March, 2024
Other Bank Balances		
(a) Deposit with original maturity more than 3 months to 12 months (Lien with Bank of ₹ 502.00 Lakhs (P.Y Nil))	689.35	2,667.00
(b) Unpaid dividend	2.76	3.56
Total	692.11	2,670.56

12. OTHER FINANCIAL ASSETS

Particulars	As at 31 st March, 2025	As at 31 st March, 2024
Unsecured, considered good		
(a) Deposit	0.54	0.53
(b) Accrued Interest Income	144.87	204.61
(c) Other receivables	10.11	9.47
Total	155.53	214.60

13. OTHER CURRENT ASSETS

Particulars	As at 31 st March, 2025	As at 31 st March, 2024
(a) Advance to Suppliers	193.51	107.57
(b) Advances to Employee	27.87	33.98
(c) Prepaid expenses	57.57	67.01
(d) Balances with Government authorities	502.10	573.91
(e) Other Receivables	2.47	21.24
Total	783.52	803.71

14. SHARE CAPITAL

(a) Authorised Equity Share Capital

Particulars	No. of Shares	Amount
At 1st April, 2024	1,00,00,000	1,000.00
Increase/(decreased) during the year	50,00,000	500.00
At 31st March, 2025	1,50,00,000	1,500.00

Notes to Financial Statements

For the year ended 31st March, 2025

All amounts are in ₹ Lakhs unless otherwise stated

(b) Issued Equity Share Capital

Particulars	No. of Shares	Amount
At 1 st April, 2024	76,26,800	762.68
Add: Bonus shares issued during the year	-	-
At 31 st March, 2025	76,26,800	762.68

(c) Reconciliation of the number of shares outstanding at the beginning and at the end of the reporting period.

Particulars	As at 31 st March, 2025		As at 31 st March, 2024	
	No. of Shares	Amount	No. of Shares	Amount
At the beginning of the period	76,26,800	762.68	38,13,400	381.34
Add: Bonus shares issued during the year	-	-	38,13,400	381.34
At the end of the period	76,26,800	762.68	76,26,800	762.68

- i) The Board of Directors of the Company in the meeting held on 21st April, 2025 has recommended the issue of Bonus shares in the ration of 2:1, subject to approval of shareholders of the Company.

(d) Terms & Rights attached to each class of shares

The Company has only one class of equity shares having par value of ₹ 10 per share. Each holder of equity shares is entitled to one vote per share. In the event of the liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company. The distribution will be in proportion to the number of equity shares held by the shareholders.

(e) Shares held by shareholders each holding more than 5% of the shares

Shareholders	As at 31 st March, 2025		As at 31 st March, 2024	
	No. of shares	Percentage	No. of shares	Percentage
Equity shares with voting rights				
Alay Jitendra Shah	19,51,032	25.58%	19,51,032	25.58%
Shilpa Alay Shah	8,03,940	10.54%	8,03,940	10.54%
Aatman Alay Shah	7,88,764	10.34%	7,88,764	10.34%
Aashay Alay Shah	7,88,764	10.34%	7,88,764	10.34%
Alay Jitendra Shah (HUF)	5,49,650	7.21%	5,49,650	7.21%
Total	48,82,150	64.01%	48,82,150	64.01%

(f) Shareholding of Promoters

Shares held by promoters	As at 31 st March, 2025			As at 31 st March, 2024	
	No. of Shares	% of Total Shares	% Change	No. of Shares	% of Total Shares
Equity shares with voting rights					
1. Alay Jitendra Shah	19,51,032	25.58%	0.00%	19,51,032	25.58%
2. Shilpa Alay Shah	8,03,940	10.54%	0.00%	8,03,940	10.54%
3. Aatman Alay Shah	7,88,764	10.34%	0.00%	7,88,764	10.34%
4. Aashay Alay Shah	7,88,764	10.34%	0.00%	7,88,764	10.34%
5. Alay Jitendra Shah (HUF)	5,49,650	7.21%	0.00%	5,49,650	7.21%
Total	48,82,150	64.01%	0.00%	48,82,150	64.01%

Notes to Financial Statements

For the year ended 31st March, 2025

All amounts are in ₹ Lakhs unless otherwise stated

15. OTHER EQUITY

Particulars	As at 31 st March, 2025	As at 31 st March, 2024
Capital Reserve	163.66	163.66
General Reserve	33.07	33.07
Retained Earnings	33,723.36	19,999.42
Total	33,920.09	20,196.15

15.1

Particulars	As at 31 st March, 2025	As at 31 st March, 2024
(a) Capital Reserve (on account of amalgamation)		
Balance as per the last financial statements	163.66	163.66
Addition during the year	-	-
Closing Balance	163.66	163.66
(b) General Reserve		
Balance as per the last financial statements	33.07	107.84
Utilised during the year	-	(74.77)
Closing Balance	33.07	33.07
(c) Retained Earnings		
Balance as per the last financial statements	19,999.42	11,184.82
Profit for the period	14,685.18	9,188.81
Items of Other Comprehensive Income		
Add/(Less): Remeasurement of the Net Defined benefit liability/asset, net of tax effect	(7.77)	7.14
Less: Appropriations		
Dividend on Equity shares	(953.48)	(381.35)
	33,723.36	19,999.42
Total	33,920.09	20,196.15

15.2 Nature and purpose of other reserves

(a) General Reserve

General Reserve represents appropriation of retained earnings and are available for distribution to shareholders.

(b) Retained Earnings

Retained earnings represents surplus/accumulated earnings of the Company and are available for distribution to shareholders.

16. OTHER NON-CURRENT FINANCIAL LIABILITIES

Particulars	As at 31 st March, 2025	As at 31 st March, 2024
(a) Security Deposits	14.71	7.50
Total	14.71	7.50

Notes to Financial Statements

For the year ended 31st March, 2025

All amounts are in ₹ Lakhs unless otherwise stated

17. PROVISIONS

Particulars	As at 31 st March, 2025	As at 31 st March, 2024
Provision for employee benefits		
Provision for Gratuity (Net)	102.52	64.36
Provision for Compensated absences	35.04	16.95
Total	137.56	81.31

18. DEFERRED TAX LIABILITIES (NET)

Particulars	As at 31 st March, 2025	As at 31 st March, 2024
Deferred Tax Assets		
The balance comprises temporary differences attributable to:		
Provision For Employee Benefit	60.76	39.08
Remeasurements of the defined benefit plans	0.57	-
Others	26.08	22.67
Total DTA	87.41	61.75
Deferred Tax Liability		
The balance comprises temporary differences attributable to:		
Remeasurements of the defined benefit plans	-	2.04
Depreciation	322.66	302.17
Others	10.51	1.71
Total DTL	333.16	305.92
Net Deferred Tax Asset/(Liability)	(245.75)	(244.17)

Refer Note 30 (b) for movement in Deferred tax assets/(liabilities).

19. TRADE PAYABLES

Particulars	As at 31 st March, 2025	As at 31 st March, 2024
Trade Payables		
(a) total outstanding dues of micro enterprises and small enterprises	1,472.65	437.14
(b) total outstanding dues of creditors other than micro enterprises and small enterprises	9,341.77	5,054.33
Total	10,814.41	5,491.47

Note:

(i) Refer note (43) for other disclosure.

20. OTHER FINANCIAL LIABILITIES

Particulars	As at 31 st March, 2025	As at 31 st March, 2024
(a) Payable for Fixed Asset	31.30	103.44
(b) Unpaid Dividends*	2.76	3.56
Total	34.06	107.00

(*) To be deposited with Investor Education and Protection Fund as and when they became due.

Notes to Financial Statements

For the year ended 31st March, 2025

All amounts are in ₹ Lakhs unless otherwise stated

21. OTHER CURRENT LIABILITIES

Particulars	As at 31 st March, 2025	As at 31 st March, 2024
(a) Advances from Customers	1,892.22	1,949.13
(b) Statutory Liabilities	51.67	31.96
(c) Salary and Wages Payable	91.76	58.15
(d) Other payable	38.72	56.41
Total	2,074.35	2,095.65

22. PROVISIONS

Particulars	As at 31 st March, 2025	As at 31 st March, 2024
Provision for employee benefits		
- Provision for gratuity (Net)	48.63	42.98
- Provision for Compensated absences	19.04	16.87
- Provision for Bonus	17.72	14.11
Total	85.39	73.96

23. REVENUE FROM OPERATIONS

Particulars	For the year ended 31 st March, 2025	For the year ended 31 st March, 2024
Sale of Products		
- Sale of Products	62,314.75	39,687.82
Total	62,314.75	39,687.82

Disclosure pursuant to Ind AS 115 - Revenue from Contracts with Customers:

(i) Disaggregate Revenue:

The table below presents disaggregated revenues of the Company from contracts with customers by geography/offering/contract-type/market. The Company believes that this disaggregation best depicts how the nature, amount, timing and uncertainty of its revenues and cash flows are affected by industry, market and other economic factors.

Particulars	For the year ended 31 st March, 2025	For the year ended 31 st March, 2024
Sale of Products		
- Domestic Sales	35,220.17	19,823.59
- Export Sales	27,094.59	19,864.22

Number of customers individually accounted for more than 10% of the revenue in the year ended 31st March, 2025: Three (PY.- One)

Disaggregation of Revenue from contract with customers

The company derives revenue from the transfer of goods and services in the following geographical locations:

Particulars	For the year ended 31 st March, 2025	For the year ended 31 st March, 2024
North America	8,154.43	8,240.88
EME (Europe and Middle East)	9,978.00	11,102.32
Others	8,962.16	521.02
India	35,220.17	19,823.59
Total	62,314.75	39,687.82

Notes to Financial Statements

For the year ended 31st March, 2025

All amounts are in ₹ Lakhs unless otherwise stated

24. OTHER INCOME

Particulars	For the year ended 31 st March, 2025	For the year ended 31 st March, 2024
Interest Income (At amortised cost)	311.84	273.26
Fair Value change of investment held for trading (Classified at FVTPL)	34.92	3.22
Export Incentive	461.77	493.56
Income from Windmill	28.58	35.74
Rent Income	47.64	42.63
Gain on foreign currency transactions/translations	398.36	263.97
Income from Liquid Fund (Classified at FVTPL)	264.65	126.82
Balances no longer Payable written back (Net)	36.98	-
Insurance Claim	42.98	0.15
Others	19.29	43.99
Total	1,647.00	1,283.34

25. COST OF RAW MATERIAL AND COMPONENTS

Particulars	For the year ended 31 st March, 2025	For the year ended 31 st March, 2024
Cost of Raw Material Consumed	40,004.46	25,641.28
Consumable Store and Spares	151.64	92.51
Total	40,156.10	25,733.79

26. CHANGES IN INVENTORIES OF FINISHED GOODS, WORK-IN-PROGRESS AND STOCK-IN-TRADE

Particulars	For the year ended 31 st March, 2025	For the year ended 31 st March, 2024
Inventories at the end of the period:		
Finished Goods	1,436.28	291.14
Work-in-Progress	1,109.60	1,039.30
	2,545.88	1,330.44
Inventories at the beginning of the period:		
Finished Goods	291.14	485.58
Work-in-Progress	1,039.30	199.83
	1,330.44	685.41
Net (increase)/decrease	(1,215.44)	(645.03)

27. EMPLOYEE BENEFITS EXPENSE

Particulars	For the year ended 31 st March, 2025	For the year ended 31 st March, 2024
Salary, Wages, Bonus and Others etc.	1,833.78	1,275.39
Contributions to Provident Fund and Other Funds	87.21	61.03
Staff Welfare Expenses	123.39	76.71
Total	2,044.38	1,413.13

Notes to Financial Statements

For the year ended 31st March, 2025

All amounts are in ₹ Lakhs unless otherwise stated

28. FINANCE COSTS

Particulars	For the year ended 31 st March, 2025	For the year ended 31 st March, 2024
Interest expense*	0.00	0.03
Other Borrowing costs	44.12	20.95
Total	44.13	20.97

*Amount less than thousand.

29. OTHER EXPENSES

Particulars	For the year ended 31 st March, 2025	For the year ended 31 st March, 2024
Power and Fuel (Net)	120.24	105.03
Processing cost	1,009.30	654.59
Carting and Freight Inwards	87.18	70.16
Repairs & Maintenance:		
Building	19.40	14.39
Plant & Machinery	35.89	35.66
Others	80.79	39.49
Legal and Professional Fees	129.56	80.30
Testing charges	82.69	38.24
Freight/Clearing & Forwarding Charges on Sales (net of recoveries)	519.00	325.29
Payments to Auditors (Refer Note: 37)	5.09	4.51
Donation	-	3.93
Corporate Social Responsibility Expenses (Refer Note: 38)	136.12	56.66
Travelling Expense	195.45	159.05
Research and development expenses	87.31	71.71
Directors sitting fees	6.40	6.10
Loss on Sale of Property Plant and Equipment (Net)	0.57	0.15
Loss on Discard of Property Plant and Equipment (Net)	53.90	2.85
Expected Credit Loss Allowance	2.57	20.73
Balances written off	-	2.10
Miscellaneous Expenses	283.63	165.03
Total	2,855.09	1,856.00

30 (a) Taxes Reconciliation

Particulars	For the year ended 31 st March, 2025	For the year ended 31 st March, 2024
(a) Income tax expense		
(i) Current tax		
Current tax on profits for the year	5,051.80	3,131.16
Short/(Excess) provision of earlier year	(4.26)	0.90
	5,047.54	3,132.06
(ii) Total Deferred tax expenses (Benefits)	4.18	11.60
	4.18	11.60
Total Income tax expenses (i + ii)	5,051.72	3,143.66

Notes to Financial Statements

For the year ended 31st March, 2025

All amounts are in ₹ Lakhs unless otherwise stated

30 (a) Taxes Reconciliation (Contd.)

Particulars	For the year ended 31 st March, 2025	For the year ended 31 st March, 2024
(b) Reconciliation of tax expense and the accounting profit multiplied by India's tax rate		
Profit before income tax expense	19,736.91	12,332.47
Tax at the Indian tax rate of 25.17% (2023-24 - 25.17%)	4,967.39	3,103.84
Non-deductible tax expenses (Disallowances u/s 43B)	(3.82)	(5.35)
Income considered separately	(12.39)	(3.22)
Short/(Excess) provision of earlier year	(4.26)	0.90
Others	104.82	47.50
Income Tax Expense	5,051.72	3,143.66

(b) Movement of deferred tax balances in the Profit and Loss and Other Comprehensive Income (OCI)

Particulars	As at 31 st March, 2025	Accounted through Statement of Profit and loss	Accounted through OCI	As at 31 st March, 2024
Deferred Tax Assets				
The balance comprises temporary differences attributable to:				
Provision For Employee Benefit	60.76	21.68	-	39.08
Remeasurements of the defined benefit plans	0.57	-	0.57	-
Others	26.08	3.41	-	22.67
Total	87.41	25.09	0.57	61.75
Deferred Tax Liability				
The balance comprises temporary differences attributable to:				
Remeasurements of the defined benefit plans	-	-	(2.04)	2.04
Depreciation	322.66	20.49	-	302.17
Others	10.51	8.79	-	1.71
Total	333.16	29.28	(2.04)	305.92
	(245.75)	(4.18)	2.61	(244.17)

Particulars	As at 31 st March, 2024	Accounted through Statement of Profit and loss	Accounted through OCI	As at 31 st March, 2023
Deferred Tax Assets				
The balance comprises temporary differences attributable to:				
Provision For Employee Benefit	39.08	7.16	(1.75)	33.67
Others	22.67	3.36	-	19.31
Total	61.75	10.52	(1.75)	52.98

Notes to Financial Statements

For the year ended 31st March, 2025

All amounts are in ₹ Lakhs unless otherwise stated

Particulars	As at 31 st March, 2024	Accounted through Statement of Profit and loss	Accounted through OCI	As at 31 st March, 2023
Deferred Tax Liability				
The balance comprises temporary differences attributable to:				
Remeasurements of the defined benefit plans	2.04	-	0.65	1.38
Depreciation	302.17	20.41	-	281.76
Others	1.71	1.71	-	-
Total	305.92	22.12	0.65	283.14
Net Deferred Tax Asset/(Liability)	(244.17)	(11.60)	(2.40)	(230.17)

31. EARNINGS PER SHARE (EPS)

Basic EPS amounts are calculated by dividing the profit for the year attributable to equity holders of the Company by the weighted average number of Equity shares outstanding during the year.

Diluted EPS amounts are calculated by dividing the profit attributable to equity holders of the Company by the weighted average number of Equity shares outstanding during the year.

i. Profit attributable to Equity holders of Company

Particulars	For the year ended 31 st March, 2025	For the year ended 31 st March, 2024
Profit attributable to equity holders of the Company for basic and diluted earnings per share	14,685.18	9,188.81

ii. Weighted average number of ordinary shares

Particulars	For the year ended 31 st March, 2025	For the year ended 31 st March, 2024
Issued ordinary shares (in Nos)	76,26,800	76,26,800
Weighted average number of shares at 31 st March for basic and diluted earnings per shares	76,26,800	76,26,800
Basic earnings per share	192.55	120.48

32. DISCLOSURE AS REQUIRED UNDER IND AS 19 - EMPLOYEE BENEFITS

[A] Defined contribution plans:

The Company makes contributions towards provident fund to defined contribution retirement benefit plan for qualifying employees. The provident fund contributions are made to Government administered Employees Provident Fund. Both the employees and the Company make monthly contributions to the Provident Fund Plan equal to a specified percentage of the covered employee's salary.

The Company recognised ₹ 43.50 Lakhs (P.Y: ₹ 29.43 Lakhs) for provident fund contributions in the Statement of Profit and Loss.

[B] Defined benefit plan:

The Company makes annual contributions to Shilchar Technologies Limited Employees' Gratuity Fund managed by LIC, a funded defined benefit plan for qualifying employees. The scheme provides for payment to vested employees as under:

- On normal retirement/early retirement/withdrawal/resignation: As per the provisions of Payment of Gratuity Act, 1972 with vesting period of 5 years of service.
- On death in service: As per the provisions of Payment of Gratuity Act, 1972 without any vesting period.

Notes to Financial Statements

For the year ended 31st March, 2025

All amounts are in ₹ Lakhs unless otherwise stated

The following table sets out the status of the gratuity plan and the amounts recognised in the Company's financial statements as at 31st March, 2025.

Defined benefit plans/compensated absences - As per actuarial valuation

a) Reconciliation in present value of obligations (PVO) - Defined Benefit Obligation:

Particulars	Gratuity Funded as on	
	31 st March, 2025	31 st March, 2024
Present value of Benefit Obligations at the beginning of the period	127.59	115.05
Current Service Cost	30.79	19.66
Interest Cost	8.74	8.17
Benefits Paid	(13.17)	(6.25)
Actuarial (Gains)/Losses due to change in assumptions	10.53	(9.04)
Present value of Benefit Obligations at the end of the period	164.49	127.59

b) Change in fair value of plan assets:

Particulars	Gratuity Funded as on	
	31 st March, 2025	31 st March, 2024
Fair value of Plan assets at the beginning of the year	20.24	9.97
Expected Return on plan assets	1.11	1.02
Contributions by Employer	5.00	15.00
Benefits paid	(13.16)	(6.25)
Actuarial Gains and (Losses)	0.15	0.51
Fair value of Plan assets at the end of the year	13.34	20.24

c) Reconciliation of PVO and fair value of plan assets:

Particulars	Gratuity Funded as on	
	31 st March, 2025	31 st March, 2024
Present value of Benefit Obligations at the end of the period	164.49	127.59
Fair value of Plan assets at the end of the year	13.34	20.24
Net (Asset)/Liability recognised in Balance sheet	151.15	107.34

d) Net Expenses recognised in the statement of Profit and Loss accounts:

Particulars	Gratuity Funded as on	
	31 st March, 2025	31 st March, 2024
Net Interest Cost	7.63	7.15
Current Service Cost	30.79	19.66
Total	38.43	26.81

e) Amount recognised in Other comprehensive income remeasurements:

Particulars	Gratuity Funded as on	
	31 st March, 2025	31 st March, 2024
Actuarial (Gains)/Losses	(10.38)	9.54

Notes to Financial Statements

For the year ended 31st March, 2025

All amounts are in ₹ Lakhs unless otherwise stated

f) Assumptions used in the accounting for the gratuity plan:

Particulars	Gratuity Funded as on	
	31 st March, 2025	31 st March, 2024
Discount Rate (%)	6.85%	7.10%
Rate of return on plan assets (For funded scheme) (%)	6.20%	7.67%
Salary escalation rate (%)	7.00%	7.00%

Mortality*:

* Indian Assured Lives Mortality (2012-14)

g) Sensitivity Analysis:

Particulars	Gratuity Funded as on	
	31 st March, 2025	31 st March, 2024
+1.00% Change in Rate of Discounting	151.48	119.45
-1.00% Change in Rate of Discounting	180.13	137.23
+1.00% Change in Rate of Salary escalation	179.95	137.14
-1.00% Change in Rate of Salary escalation	151.39	119.38
+1.00% Change in Rate of Withdrawal	164.31	127.66
-1.00% Change in Rate of Withdrawal	164.69	127.51

Leave Encashment Disclosure as per Actuarial Valuation

The Company's Long Term benefits includes Leave Encashment payable at the time of retirement subject to, policy of maximum leave accumulation of Company. The scheme is not funded.

Particulars	Leave Encashment Not Funded	
	31 st March, 2025	31 st March, 2024
Expense recognised in the Statement of Profit & Loss Account		
Current Service Cost	21.61	13.55
Net Interest Cost	2.32	2.35
Net Value of re-measurements on the obligation and plan assets	29.58	7.58
Total expense	53.51	23.48
Actuarial loss/(gain) due to change in financial assumptions	1.28	0.66
Actuarial loss/(gain) due to change in experience assumptions	28.31	6.93
Net Actuarial loss/(gain)	29.58	7.58
Net Asset/(Liability) recognised in the Balance Sheet	54.08	33.83
Opening Defined Benefit Obligation	33.83	33.10
Current Service Cost	21.61	13.55
Interest Cost	2.32	2.35
Actuarial loss/(gain) due to change in financial assumptions	1.28	0.66
Actuarial loss/(gain) due to change in experience assumptions	28.31	6.93
Benefits Paid	(33.26)	(22.75)
Closing Defined Benefit Obligation	54.08	33.83

Notes to Financial Statements

For the year ended 31st March, 2025

All amounts are in ₹ Lakhs unless otherwise stated

33. RELATED PARTY DISCLOSURES

a) Name of the related party and nature of relationship:

Sr No	Particulars	Relationship
I	Key Managerial Personnel/Directors:	
	Mr. Alay Shah	Chairman & Managing Director
	Mrs. Reshma Patel (upto 27.03.2025)	Independent Director
	Mr. Aashay Alay Shah	Executive Director
	Mr. Zarkis Jahangir Parabia	Independent Director
	Mr. Rajesh Varma	Independent Director
	Mr. Rakesh Bansal	Independent Director
	Mrs. Nandini Tandon (w.e.f. 26.03.2025)	Independent Director
	Mr. Prajesh Purohit	Chief Financial Officer
	Ms. Mauli Mehta (upto 28.02.2025)	Company Secretary
	Ms. Vishnupriya Civichan (w.e.f. 01.04.2025)	Company Secretary
II	Relatives of Key Managerial Personnel	
	Mrs. Shilpa Shah	Relative of Key Management Person
	Mr. Aatman Shah	Relative of Key Management Person
III	Entities controlled by Directors/Relatives of Directors	
	NILE Transformers Limited	Entities controlled by Directors/Relatives of Directors

b) Key Managerial Personnel Compensation:

Particulars	For the year ended 31 st March, 2025	For the year ended 31 st March, 2024
Short-term employee benefits	900.11	830.07
Terminal Benefits	56.58	43.02
Other Benefits	345.05	146.20
Total Compensation	1,301.74	1019.29

c) Transactions with Related Parties:

During the year, the following transactions were carried out with related parties and relative of Key Managerial Personnel in the ordinary course of the business.

Sr No	Key Managerial Personnel and their relatives	Name of Parties	For the year ended 31 st March, 2025	For the year ended 31 st March, 2024
Key Managerial Personnel				
1	Remuneration	Mr. Alay Shah (Including Commission)	784.18	762.84
		Mr. Prajesh Purohit	16.81	14.99
		Ms. Nikki Tiwari	-	2.03
		Ms. Mauli Mehta	3.56	0.27
		Mr. Aashay Shah	95.57	49.94
Relative of Key Management Person				
2	Remuneration	Mr. Atman shah	81.08	29.23

Notes to Financial Statements

For the year ended 31st March, 2025

All amounts are in ₹ Lakhs unless otherwise stated

c) Transactions with Related Parties: (Contd.)

Sr No	Key Managerial Personnel and their relatives	Name of Parties	For the year ended 31 st March, 2025	For the year ended 31 st March, 2024
3	Dividend paid	Mr. Alay Shah	243.88	104.55
		Mrs. Shilpa Shah	100.49	40.2
		Mr. Atman shah	98.60	39.44
		Mr. Aashay Shah	98.60	39.44
4	Perquisites	Mr. Alay Shah	1.63	1.74
		Mr. Ashay Shah	0.94	0.47
		Mr. Atman shah	0.29	-
5	Sitting Fees	Mr. Mukesh Patel	-	1.80
		Mrs. Reshma Patel	1.45	1.75
		Mr. Zarksis Jahangir Parabia	1.45	1.25
		Mr. Rajesh Varma	1.70	1.30
		Rakesh Bansal	1.80	-
6	Sale of Goods & Services	Nile Transformers Limited	114.04	294.91

d) Outstanding Balances:

Sr No	Particulars	As at 31 st March, 2025	As at 31 st March, 2024
1	Entities controlled by Directors/Relatives of Directors		
	Trade Receivables		
	Nile Transformers Limited	119.59	117.13
2	Key Managerial Personnel and relatives		
	Mr. Alay Shah	236.37	122.47
	Mr. Aashay Shah	6.21	3.00
	Mr. Aatman Shah	4.60	1.70
	Mr. Prajesh Purohit	1.19	0.77
	Ms. Mauli Mehta	-	0.25

34. CONTINGENT LIABILITIES AND CAPITAL COMMITMENTS

Sr No	Particulars	As at 31 st March, 2025	As at 31 st March, 2024
(i)	Contingent liabilities		
	a) Liabilities Disputed in appeals		
	- Value Added Tax	4.48	4.48
	b) Claims against the Company not acknowledged as debt (on account of outstanding law suits)	77.43	0.23
	c) Letter of Credit and Bank Guarantees	4,710.79	3,847.28
(ii)	Capital Commitments		
	(Estimated amount of contracts to be executed on account of Property, Plant and Equipment)(Net of advances)	-	214.34

Notes to Financial Statements

For the year ended 31st March, 2025

All amounts are in ₹ Lakhs unless otherwise stated

35. DISCLOSURE PURSUANT LEASES:

As Lessor:

The following table sets out a maturity analysis of lease payments, showing the undiscounted lease payments to be received after the reporting date.

Particulars	₹ in Lakhs
Less than one year	51.60
Between one year to three years	79.92
Total	131.52

36. DISCLOSURE RELATED TO MICRO, SMALL AND MEDIUM ENTERPRISES:

On the basis of confirmation obtained from the supplier who have registered themselves under the Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act, 2006) and based on the information available with the Company, the following are the details:

Particulars	As at 31 st March, 2025	As at 31 st March, 2024
(a) The principal amount and the interest due thereon remaining unpaid to any supplier at the end of each accounting year;		
i) Principle Amount	1,472.65	437.14
ii) Interest Due thereon	Nil	Nil
(b) The amount of interest paid by the buyer in terms of Section 16 of the Micro, Small and Medium Enterprises Development Act, 2006 (27 of 2006), along with the amount of the payment made to the supplier beyond the appointed day during each accounting year;	-	-
(c) The amount of interest due and payable for the period of delay in making payment (which has been paid but beyond the appointed day during the year) but without adding the interest specified under the Micro, Small and Medium Enterprises Development Act, 2006;	-	-
(d) The amount of interest accrued and remaining unpaid at the end of each accounting year; and	-	-
(e) The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under Section 23 of the Micro, Small and Medium Enterprises Development Act, 2006.	-	-

37. PAYMENTS TO AUDITORS

Particulars	For the year ended 31 st March, 2025	For the year ended 31 st March, 2024
Statutory Auditors		
Audit Fees (including limited review)	3.20	3.20
Tax related Matters	0.60	0.53
For certification	0.30	0.30
Fees for other services	0.99	0.49

Notes to Financial Statements

For the year ended 31st March, 2025

All amounts are in ₹ Lakhs unless otherwise stated

38. CORPORATE SOCIAL RESPONSIBILITY (CSR)

As per Section 135 of the Companies Act, 2013, a CSR committee has been formed by the Company. The areas for CSR activities are promoting education, art and culture, healthcare, destitute care and rehabilitation and rural development projects as specified in Schedule VII of the Companies Act, 2013. The details of amount required to be spent and actual expenses spent during the year is as under:

Particulars	As at 31 st March, 2025	As at 31 st March, 2024
(i) Amount required to be spent by the Company during the year	133.85	56.44
(ii) Amount of expenditure incurred	136.12	56.66
(iii) Shortfall at the end of the year	-	-
(iv) Total of previous years shortfall	-	-
(v) Reason for shortfall	-	-
(vi) Nature of CSR activities	Promoting education, art and culture, healthcare, destitute care and rehabilitation and rural development projects	
(vii) Details of related party transactions, e.g., contribution to a trust controlled by the Company in relation to CSR expenditure as per relevant AS	-	-
(viii) Where a provision is made with respect to a liability incurred by entering into a contractual obligation, the movements in the provision during the year	N.A	N.A

39. OPERATING SEGMENTS

The activities of the Company relate to only one segment i.e. Transformers & Parts.

Geographical Information

The analysis of geographical information is based on the geographical location of the customers. The geographical information considered for disclosure are as follows:

Revenue by Geography

Particulars	For the year ended 31 st March, 2025	For the year ended 31 st March, 2024
Within India	35,220.17	19,823.59
Outside India	27,094.59	19,864.22

Carrying value of segment assets

Particulars	As at 31 st March, 2025	As at 31 st March, 2024
Within India	41,527.88	24,758.14
Outside India	7,464.18	4,490.22

Property, Plant and Equipment by Geographical Locations

The Company has common PPE for producing goods for domestic as well as overseas market. There are no PPE situated outside India. Hence, additional segment-wise information for PPE/additions to PPE has not been furnished.

Notes to Financial Statements

For the year ended 31st March, 2025

All amounts are in ₹ Lakhs unless otherwise stated

40. DIVIDENDS TO NON-RESIDENT SHAREHOLDERS

Particulars	For the year ended 31 st March, 2025	For the year ended 31 st March, 2024
Dividend	13.40	5.36
Number of Non resident shareholders	2	2
Number of Equity shares held by such non resident shareholders	1,07,198	53,599
Year to which Dividend relates	2023-24	2022-23

41. INVESTMENT PROPERTY

(i)

Particulars	For the year ended 31 st March, 2025	For the year ended 31 st March, 2024
Amount Recognised in profit or loss for Investment properties	47.64	42.63
Rental Income		
Depreciation	2.77	2.78
Profit from Investment Property	44.87	39.85

(ii)

Particulars	As at 31 st March, 2025	As at 31 st March, 2024
Fair Value		
Investment Properties	757.44	757.44
Total	757.44	757.44

Estimation of Fair Value: Method of Estimation

The fair value of investment property is based on the valuation by a registered valuer as defined under rule 2 of Companies (Registered Valuers and Valuation) Rules, 2017.

42. TRADE RECEIVABLE AGEING SCHEDULE

As at 31st March, 2025

Particulars	Outstanding for following periods from the date of transaction					
	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Undisputed Trade receivables - considered good	22,690.24	203.13	71.77	3.37	4.39	22,972.91
(ii) Undisputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-
(iii) Undisputed Trade Receivables - credit impaired	-	-	-	-	-	-
(iv) Disputed Trade Receivables - considered good	-	-	-	-	-	-
(v) Disputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-
(vi) Disputed Trade Receivables - credit impaired	-	-	-	-	-	-
(vii) Expected Credit Loss	-	-	-	-	-	(103.61)
Total	-	-	-	-	-	22,869.30

Notes to Financial Statements

For the year ended 31st March, 2025

All amounts are in ₹ Lakhs unless otherwise stated

As at 31st March, 2024

Particulars	Outstanding for following periods from the date of transaction					Total
	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed Trade receivables - considered good	9,206.08	69.23	108.90	65.97	13.23	9,463.42
(ii) Undisputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-
(iii) Undisputed Trade Receivables - credit impaired	-	-	-	-	-	-
(iv) Disputed Trade Receivables - considered good	-	-	-	-	-	-
(v) Disputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-
(vi) Disputed Trade Receivables - credit impaired	-	-	-	-	-	-
(vii) Expected Credit Loss	-	-	-	-	-	(101.04)
Total	-	-	-	-	-	9,362.37

43. TRADE PAYABLE AGEING SCHEDULE

As at 31st March, 2025

Particulars	Outstanding for following periods from the date of transaction				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) MSME	1,472.65	-	-	-	1,472.65
(ii) Others	9,324.26	11.96	3.37	2.18	9,341.77
(iii) Disputed dues - MSME	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-

As at 31st March, 2024

Particulars	Outstanding for following periods from the date of transaction				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) MSME	437.14	-	-	-	437.14
(ii) Others	5,039.66	8.65	3.77	2.25	5,054.33
(iii) Disputed dues - MSME	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-

44. RATIOS

a) Current ratio = Current assets divided by current liabilities

Particulars	2024-25	2023-24
Current Assets	42,177.08	24,395.70
Current Liabilities	13,911.28	7,956.55
Ratio (in times)	3.03	3.07
% change from previous year	(1.12)	

Notes to Financial Statements

For the year ended 31st March, 2025

All amounts are in ₹ Lakhs unless otherwise stated

b) Debt equity ratio = Total debt divided by Total equity where total debt refers to sum of current & non-current borrowings

Particulars	2024-25	2023-24
Total debt (including current maturities and interest accrued)	N.A	N.A
Shareholder's Equity	34,682.77	20,958.83
Ratio (in times)	-	-
% change from previous year	-	-

c) Debt Service Coverage Ratio = Earnings available for debt services divided by Total interest and principal repayments

Particulars	2024-25	2023-24
Net profit after tax	14,685.18	9,188.81
Add: Non cash operating expenses and finance cost		
- Depreciation and amortisation	340.59	259.84
- Interest on term loan	N.A	N.A
Earnings available for debt services	15,025.77	9,448.64
- Interest on term loan	N.A	N.A
- Principal repayments	N.A	N.A
Total Interest and principal repayments	N.A	N.A
Ratio (in times)	-	-
% change from previous year	-	-

d) Return on Equity Ratio = Net profit after tax divided by Average Shareholder's Equity

Particulars	2024-25	2023-24
Net profit after tax	14,685.18	9,188.81
Average Shareholder's Equity	27,820.80	16,551.53
Ratio (in %)	52.78%	55.52%
% change from previous year	(4.92)	

e) Inventory Turnover Ratio = sales divided by Average Inventory

Particulars	2024-25	2023-24
Sales	62,314.75	39,687.82
Average Inventory	7,631.70	4,134.11
Ratio (in times)	8.17	9.60
% change from previous year	(14.95)	

f) Trade Receivables turnover ratio = Credit Sales divided by average trade receivables

Particulars	2024-25	2023-24
Credit sales	62,314.75	39,687.82
Average trade receivable	16,115.83	9,286.52
Ratio (in times)	3.87	4.27
% change from previous year	(9.52)	

Notes to Financial Statements

For the year ended 31st March, 2025

All amounts are in ₹ Lakhs unless otherwise stated

g) Trade Payable turnover ratio = Credit purchase divided by Average trade payable

Particulars	2024-25	2023-24
Credit purchase	42,140.36	28,640.08
Average trade payable	8,152.94	4,560.78
Ratio (in times)	5.17	6.28
% change from previous year	(17.69)	

h) Net capital turnover ratio = Sales divided by Working capital whereas working capital= current assets - current liabilities

Particulars	2024-25	2023-24
Net sales	62,314.75	39,687.82
Working capital	28,265.81	16,439.15
Ratio (in times)	2.20	2.41
% change from previous year	(8.68)	

i) Net profit ratio = Net profit after tax divided by Sales

Particulars	2024-25	2023-24
Net profit after tax	14,685.18	9,188.81
Net sales	62,314.75	39,687.82
Ratio (in %)	23.57%	23.15%
% change from previous year	1.79	

j) Return on Capital employed = Earnings before interest and taxes(EBIT) divided by Capital Employed

Particulars	2024-25	2023-24
Earnings before interest and taxes	19,781.04	12,353.44
Capital Employed	34,920.74	21,195.23
Ratio (in %)	56.65%	58.28%
% change from previous year	(2.81)	

k) Return on Investment

Particulars	2024-25	2023-24
Income generated from investments	264.65	126.82
Average Investments	3,715.22	1,367.91
Ratio (in %)	7.12%	9.27%
% change from previous year	(23.17)	

45. BORROWINGS SECURED AGAINST CURRENT ASSETS

The Company has borrowings from banks secured against Current Assets and quarterly returns filed with the banks are in agreement with the books.

Notes to Financial Statements

For the year ended 31st March, 2025

All amounts are in ₹ Lakhs unless otherwise stated

46. OTHER STATUTORY INFORMATION

- a) The Company do not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property.
- b) The Company do not have any transactions with struck off companies.
- c) The Company do not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.
- d) The Company have not traded or invested in Crypto currency or Virtual Currency during the year.
- e) The Company have not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:
- directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (Ultimate Beneficiaries) or
 - provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries
- f) The Company have not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:
- directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or
 - provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries,
- g) The Company have not any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961.
- h) There are no Scheme of Arrangements that has been approved by the Competent Authority in terms of sections 230 to 237 of the Companies Act, 2013.

47. FAIR VALUE MEASUREMENTS

Financial instruments by category

Particulars	As at 31 st March, 2025			As at 31 st March, 2024		
	FVTPL	FVOCI	Amortized Cost	FVTPL	FVOCI	Amortized Cost
Financial Assets						
Investments						
- Mutual Fund	5,387.51	-	-	2,042.93	-	-
Trade Receivables	-	-	22,869.30	-	-	9,362.37
Cash and Cash Equivalents	-	-	2,981.74	-	-	3,345.51
Bank Balances other than above	-	-	692.11	-	-	2,670.56
Other Financial Assets	-	-	865.93	-	-	406.22
Total Financial Assets	5,387.51	-	27,409.08	2,042.93	-	15,784.67
Financial Liabilities						
Trade payables	-	-	10,814.41	-	-	5,491.47
Other current financial Liabilities	-	-	48.77	-	-	114.50
Total Financial Liabilities	-	-	10,863.18	-	-	5,605.97

(i) Fair value hierarchy

This Section explains the judgments and estimates made in determining the fair values of the financial instruments that are (a) recognized and measured at fair value. To provide an indication about the reliability of the inputs used in determining fair value, the Company has classified its financial instruments into the three levels prescribed under the accounting standard. An explanation of each level follows underneath the table.

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For the year ended 31st March, 2025

All amounts are in ₹ Lakhs unless otherwise stated

Financial Assets and Liabilities measured at fair value - recurring fair value measurements

As at 31 st March, 2025	Notes	Level 1	Level 2	Level 3	Total
Financial Assets					
Financial Investments at FVTPL					
Investment in Mutual Fund	8	5,387.51	-	-	5,387.51
Total Financial Assets		5,387.51	-	-	5,387.51
Financial Liabilities		-	-	-	-
Total Financial Liabilities		-	-	-	-

Financial Assets and Liabilities measured at fair value - recurring fair value measurements

As at 31 st March, 2024	Notes	Level 1	Level 2	Level 3	Total
Financial Assets					
Financial Investments at FVTPL					
Investment in Mutual Fund	8	2,042.93	-	-	2,042.93
Total Financial Assets		2,042.93	-	-	2,042.93
Financial Liabilities		-	-	-	-
Total Financial Liabilities		-	-	-	-

Level 1:

Level 1 hierarchy includes financial instruments measured using quoted prices. This includes mutual funds that have quoted price. The mutual funds are valued using the closing NAV.

Level 2:

The fair value of financial instruments that are not traded in an active market is determined using valuation techniques which maximize the use of observable market data and rely as little as possible on entity-specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2.

Level 3:

If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3.

There are no transfers between levels 1 and 2 during the year.

The Company's policy is to recognise transfers into and transfers out of fair value hierarchy levels at the end of the reporting period.

(ii) Valuation technique used to determine fair value

Specific valuation techniques used to value financial instruments include:

- the use of quoted market prices or dealer quotes for similar instruments

- the fair value of the remaining financial instruments is determined using discounted analysis (if any).

48. FINANCIAL RISK MANAGEMENT

The Company's Board of Directors has overall responsibility for the establishment and oversight of the Company's risk management framework.

The Company's risk management policies are established to identify and analyse the risks faced by the Company, to set appropriate risk limits and controls and to monitor risks. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Company's activities.

(A) Credit risk

Credit risk is the risk of incurring a loss that may arise from a borrower or debtor failing to make required payments. Credit risk arises mainly from outstanding receivables from free market dealers, cash and cash equivalents, employee advances and security deposits. The Company manages and analyses the credit risk for each of its new clients before standard payment and delivery terms and conditions are offered.

(i) Credit risk management

The Company's exposure to credit risk is influenced mainly by the individual characteristics of each customer. The demographics of the customer and including the default risk of the industry, also has an influence on credit risk assessment. Credit risk is managed through credit approvals, establishing credit limits and continuously monitoring the

Notes to Financial Statements

For the year ended 31st March, 2025

All amounts are in ₹ Lakhs unless otherwise stated

creditworthiness of customers to which the Company grants credit terms in the normal course of business.

The Company considers the probability of default upon initial recognition of asset and whether there has been a significant increase in credit risk on an ongoing basis through each reporting period. To assess whether there is a significant increase in credit risk the Company compares the risk of default occurring on asset as at the reporting date with the risk of default as at the date of initial recognition. It considers reasonable and supportive forwarding-looking information such as:

- i) Actual or expected significant adverse changes in business;
- ii) Actual or expected significant changes in the operating results of the counterparty;
- iii) Financial or economic conditions that are expected to cause a significant change to the counterparty's ability to meet its obligations;
- iv) Significant increase in credit risk on other financial instruments of the same counterparty;

- v) Significant changes in the value of the collateral supporting the obligation or in the quality of the third-party guarantees or credit enhancements.

Financial assets are written off when there is no reasonable expectations of recovery, such as a debtor failing to engage in a repayment plan with the Company. Where loans or receivables have been written off, the Company continues to engage in enforcement activity to attempt to recover the receivable due. Where recoveries are made, these are recognized as income in the statement of profit and loss.

For trade receivables, the Company applies the simplified approach permitted by Ind AS 109 Financial Instrument, which requires expected lifetime losses to be recognized from initial recognition of the receivables. When determining whether the credit risk of a financial asset has increased significantly since initial recognition and when estimating expected credit Losses (ECL), the Company considers reasonable and relevant information that is available without undue cost or effort. This includes both quantitative and qualitative information and analysis, based on the Company's historical experience and informed credit assessment and including forward looking information.

The following table provides informations about the exposure to credit risk and ECL's for trade receivable:

As at 31 st March, 2025	Gross carrying amount	Weighted average loss rate - range	Loss allowance
Neither past due not impaired			
0-1 year	22,893.37	0.26%	59.96
1-2 years	71.77	50%	35.89
2-3 years	3.37	100%	3.37
More than 3 years	4.39	100%	4.39
Specific provision	-	-	-
Total	22,972.91		103.61

As at 31 st March, 2024	Gross carrying amount	Weighted average loss rate - range	Loss allowance
Neither past due not impaired			
0-1 year	9,275.31	0.66%	61.60
1-2 years	108.90	15%	16.34
2-3 years	65.97	25%	16.49
More than 3 years	13.23	50%	6.62
Specific provision	-	-	-
Total	9,463.42		101.04

Other than trade and other receivables, the Company has no other financial assets that are past due but not impaired

Notes to Financial Statements

For the year ended 31st March, 2025

All amounts are in ₹ Lakhs unless otherwise stated

(B) Liquidity risk

Liquidity risk is the risk that the Company will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The responsibility for liquidity risk management rests with the board of directors, which has established 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) Maturities of financial liabilities

The tables herewith analyse the Company's financial liabilities into relevant maturity groupings based on their contractual maturities for:

The amounts disclosed in the table are the contractual undiscounted cash flows. Balances due within 12 months equal their carrying balances as the impact of discounting is not significant.

Particulars	Less than 1 year	More than 1 year	Total
As at 31st March, 2025			
Non-derivatives			
Trade payables	10,814.41	-	10,814.41
Other financial liabilities	34.06	14.71	48.77
Total Non-derivative liabilities	10,848.47	14.71	10,863.18
As at 31st March, 2024			
Non-derivatives			
Trade payables	5,491.47	-	5,491.47
Other financial liabilities	107.00	7.50	114.50
Total Non-derivative liabilities	5,598.47	7.50	5,605.97

(C) Market risk

(i) Foreign currency risk

Market risk is the risk that changes in market prices – such as foreign exchange rates, interest rates and equity prices – will affect the Company's income or the value of its holdings of financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return.

The risk is measured through a forecast of foreign currency for the Company's operations.

The Company's exposure to foreign currency risk at the end of the reporting period expressed in Indian Rupee, are as follows:

(i) Trade receivable and other Receivable

Currency	As at 31 st March, 2025		
	Trade receivable and other Receivable	Hedges available	Net exposure to foreign currency risk
USD	9,640.59	-	9,640.59
EURO	4.77	-	4.77

Notes to Financial Statements

For the year ended 31st March, 2025

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Currency	As at 31 st March, 2024		
	Trade receivable and other Receivable	Hedges available	Net exposure to foreign currency risk
USD	4,499.77	-	4,499.77
EURO	3.82	-	3.82

(ii) Trade payable and other Payables

Currency	As at 31 st March, 2025		
	Trade payable and other Payables	Hedges available	Net exposure to foreign currency risk
USD	426.42	-	426.42
GBP	0.52	-	0.52

Currency	As at 31 st March, 2024		
	Trade payable and other Payables	Hedges available	Net exposure to foreign currency risk
USD	-	-	-
EURO	3.30	-	3.30

Sensitivity

The sensitivity of profit or loss to changes in the exchange rates arises mainly in USD sensitivity from unhedged foreign currency denominated financial instruments.

	Impact on profit after tax	
	31 st March, 2025	31 st March, 2024
USD sensitivity		
INR/USD increases by 5%	460.71	224.99
INR/USD decreases by 5%	(460.71)	(224.99)

49. CAPITAL MANAGEMENT

Risk management

For the purpose of the Company's capital management, equity includes equity share capital and all other equity reserves attributable to the equity holders of the Company. The Company manages its capital to optimise returns to the shareholders and makes adjustments to it in light of changes in economic conditions or its business requirements. The Company's objectives are to safeguard continuity, maintain a strong credit rating and healthy capital ratios in order to support its business and provide adequate return to shareholders through continuing growth and maximise the shareholders value. The Company funds its operation through internal accruals. The management and Board of Directors monitor the return on capital as well as the level of dividends to shareholders.

Notes to Financial Statements

For the year ended 31st March, 2025

All amounts are in ₹ Lakhs unless otherwise stated

50. EVENT AFTER REPORTING PERIOD

The Board of Director recommended final dividend of ₹ 12.50 per equity share for the financial year ended on 31st March, 2025. The payment is subject to approval of share holder in ensuing Annual General Meeting of the Company. (Previous year ₹ 12.50 per equity share).

51. These Financial Statements were authorised for issue in accordance with the resolution of the Board of Directors in its meeting held on 21st April, 2025.

The accompanying notes are an integral part of the financial statements.

As per our report of even date

For C N K & Associates LLP
CHARTERED ACCOUNTANTS
Firm Registration No. 101961W/W-100036

For and on behalf of Board of Directors of
Shilchar Technologies Limited

Rachit Sheth
Partner
Membership No. 158289

Alay Shah
Managing Director
DIN: 00263538

Aashay Shah
Director
DIN: 06886870

Vishnupriya Civichan
Company Secretary

Prajesh Purohit
Chief Financial officer

Place: Gavasad, Vadodara
Date: 21st April, 2025

Place: Gavasad, Vadodara
Date: 21st April, 2025



SHILCHAR TECHNOLOGIES LIMITED

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